This instrument was prepared by:
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Karen Johnson Davidson County
Batch# 587939 DEEDWARRSP
03/09/2021 02:59:30 PM 5 pgs
Fees: $28.00 Taxes: $9,435.00
20210309-0030956

SPECIAL WARRANTY DEED

ADDRESS OF NEW OWNER	SEND TAX BILLS TO	MAP/PARCEL NO.
Penalver Properties TN, LLC 11253 Vinedale Street Sun Valley, CA 91352	Same	147 03 0 065.00

FOR AND IN CONSIDERATION of the sum of Ten ($10.00) Dollars cash in hand paid by the hereinafter named Grantee, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, **SSI NOLENSVILLE, LLC**, a Tennessee limited liability company ("***Grantor***"), has bargained and sold, and by these presents does transfer and convey unto **PENALVER PROPERTIES TN, LLC**, a Tennessee limited liability company ("***Grantee***"), and Grantee's heirs and assigns, that certain parcel of land (the "***Property***") in Davidson County, State of Tennessee, being more particularly described on **Exhibit A** attached hereto.

This is improved real property identified as Map/Parcel No. 147 03 0 065.00, located at 4099 Nolensville Pike in Nashville, Davidson County, Tennessee.

TO HAVE AND TO HOLD the said tract or parcel of land with the appurtenances, estate, title, and interest thereto belonging to the said Grantees, Grantees' heirs and assigns, forever.

Conveyance is made subject to the permitted exceptions listed on the attached **Exhibit B** (the "***Permitted Encumbrances***").

Grantor covenants with the Grantee, its successors and assigns that the Property is free from all encumbrances made or suffered by Grantor, except the Permitted Encumbrances. And Grantor does further covenant and bind itself, its successors and assigns, to warrant and forever defend the title to the Property to the said Grantees, their successors and assigns against the lawful claims of all persons claiming by, through or under the Grantor, but not further or otherwise. Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the Grantor has caused this Deed to be executed this 3rd day of March 2021.

SSI NOLENSVILLE, LLC, a Tennessee limited liability company

By: _____
Name: Bradley E. McNutt
Title: President

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, Notary Public, of the state and county aforementioned, personally appeared Bradley E. McNutt, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged such person to be president of **SSI NOLENSVILLE, LLC**, a Tennessee limited liability company, the within named bargainor, and that he, as such president, executed the foregoing instrument for the purpose therein contained, by signing his name by such person as president of the limited liability company.

Witness my hand and seal, this 3rd day of March 2021.

TAMMY RHOADES STATE OF TENNESSEE NOTARY PUBLIC DAVIDSON COUNTY

_____
Notary Public

My Commission Expires: July 3, 2023

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater for this transfer is $2,550,000.00.

TAMMY RHOADES STATE OF TENNESSEE NOTARY PUBLIC DAVIDSON COUNTY

_____
Affiant

Subscribed and sworn to before me this the 3rd day of March 2021.

_____
Notary Public

My Commission Expires: July 3, 2023

EXHIBIT A

Description of the Property

LAND IN DAVIDSON COUNTY, TENNESSEE, BEING LOT NO. 2, ON THE MINOR FINAL PLAT\PARTITION, A RE-SUBDIVISION OF LOTS 2, 3 AND 5, THE FINAL PLAT OF BIG K, NOLENSVILLE PIKE AT HARDING PLACE, OF RECORD IN INSTRUMENT NO. 20191011-0104632, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

BEING A PORTION OF THE SAME PROPERTY CONVEYED TO SSI NOLENSVILLE, LLC, A TENNESSEE LIMITED LIABILITY COMPANY IN INSTRUMENT NO. 20140731-0068253, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

EXHIBIT B

Permitted Encumbrances

1. Taxes for the year 2021, a lien not yet due and payable.

2. Matters shown on plat of record in Instrument No. 20191011-0104632, in the Register's Office for Davidson County, Tennessee.

3. Easement to Southern Bell Telephone & Telegraph Co. of record in Book 1065, Page 230, in the Register's Office for Davidson County, Tennessee and as shown on Survey.

4. Easement granted by Order, of record in Book 33103, Page 126, in the Register's Office for Davidson County, Tennessee.

5. 30 Foot Right of Way Easement/Cross Access Easement of record in Book 3897, Page 771, in the Register's Office for Davidson County, Tennessee and as shown on Survey.

6. Memorandum of Lease by and between Davidson Partners, a Pennsylvania limited partnership and RTM Mid-America, Inc., an Indiana corporation, of record in Book 11464, Page 464, Register's Office for Davidson County, Tennessee, as assigned by Lease Assignment and Assumption Agreement, of record in Book 11589, Page 451, Register's Office for Davidson County, Tennessee, as amended by First Amendment to Memorandum of Lease, dated October 29, 2019, by and between SSI Nolensville, LLC, a Tennessee limited liability company, and RTM Operating Company, LLC, a Delaware limited liability company, of record in Instrument No. 20191029-0110899, Register's Office for Davidson County, Tennessee, and terms and provisions of the underlying subject lease.

7. Protection Agreement by and between Davidson Partners, a Pennsylvania limited partnership and RTM Mid-America, Inc., an Indiana corporation of record in Book 11464, Page 469, Register's Office of Davidson County, Tennessee, as amended and restated in Amended and Restated Protection Agreement by and between RTM Operating Company, LLC, a Delaware limited liability company, as Tenant, and SSI Nolensville, LLC, a Tennessee limited liability company, as Landlord, dated October 29, 2019, of record in Instrument No. 20191029-0110900, Register's Office for Davidson County, Tennessee.

8. Declaration of Covenants and Restrictions by Davidson Partners, a Pennsylvania limited partnership, of record in Instrument No. 20061206-015018, in the Register's Office for Davidson County, Tennessee; as affected by First Amendment to Declaration of Covenants and Restrictions, of record in Instrument No. 20160727-0077347, in the Register's Office for Davidson County, Tennessee.

True Copy Certification

I, Matt Foster, do hereby make oath that I am a licensed attorney and/or the custodian of the electronic version of the attached document tendered for registration herewith and that this is a true and correct copy of the original document executed and authenticated according to law.

Signature

State of Tennessee

County of Davidson

Personally appeared before me, Jodean M. King, a notary public for this county and state, Matt Foster who acknowledges that this certification of an electronic document is true and correct and whose signature I have witnessed.

Notary's Signature

My Commission Expires: 06/21/2021

Notary Seal:

