Karen Johnson Davidson County
Batch# 650180 DEEDWARRSP
06/04/2021 04:02:30 PM 9 pgs
Fees: $48.00 Taxes: $33,316.23
20210604-0075522

SPECIAL WARRANTY DEED

FROM: MELROSE II S TIC, LLC, a Delaware limited liability company
TO: MTC APARTMENTS MONTAGE, LLC, a Utah limited liability company, as to an undivided 17.4217% interest, and MELROSE CALIFORNIA INVESTOR, LLC, a Delaware limited liability company, as to an undivided 2.7544% interest

Address New Owner as follows:	Send Tax Bills to:	Map-Parcel Number:
c/o CROP Property Management, LLC 1245 Brickyard Road, Suite 250 Salt Lake City, Utah 84106	(same)	Map 118-02, Parcel 264

THIS INSTRUMENT PREPARED BY:

Lida Alsobrooks, Esq.
Waller Lansden Dortch & Davis
511 Union St., Suite 2700
Nashville, TN 37219

STATE OF COLORADO)
COUNTY OF DENVER)

The actual consideration or value, whichever is greater, for this transfer is Nine Million four thousand three hundred eighty-seven and __/100 Dollars ($9,004,387.00).

Affiant

Subscribed and sworn to before me, this the 19 day of May, 2021.

Notary Public

My Comm. Expires: June 17, 2023

MARLA D MABIN
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20194022884
My Commission Expires June 17, 2023

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION OF the sum of Ten Dollars, cash in hand paid by the hereinafter named GRANTEE, and other good and valuable considerations, the receipt and sufficiency of which are hereby acknowledged as of this 20th day of May, 2021, MELROSE II

First American Title Insurance Company,
National Commercial Services
NCS-1048345-CO
202106040075522

S TIC, LLC, a Delaware limited liability company, hereinafter called "GRANTOR", has bargained and sold, and by these presents does transfer and convey unto MTC APARTMENTS MONTAGE, LLC, a Utah limited liability company, as to an undivided 17.4217% interest, and MELROSE CALIFORNIA INVESTOR, LLC, a Delaware limited liability company, as to an undivided 2.7544% interest, hereinafter called "GRANTEE", its and their successors and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described as follows, to wit (the "Property"):

See Exhibit A attached hereto.

Said property is transferred subject to the limitations, restrictions, and encumbrances set forth below.

See Exhibit B attached hereto.

This is improved property commonly known as 2608 8th Avenue S., Nashville, Tennessee 37204.

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said GRANTEE, its successors and assigns, forever, and GRANTOR further covenants and binds itself, its successors and assigns to warrant specially and forever defend the title to said real estate to GRANTEE, its successors and assigns, against the lawful claims of all persons claiming through and under GRANTOR (other than claims arising out of the matters set forth above), 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.

[remainder of this page intentionally left blank]

[signature on following page]

This deed is dated as of the day and year first above written.

MELROSE II S TIC, LLC, a Delaware limited liability company

By: COTTONWOOD MELROSE II, LLC, a Delaware limited liability company, its manager

By: Cottonwood Residential O.P., LP, a Delaware limited partnership, its sole member and manager

By: Cottonwood Communities GP Subsidiary, LLC, a Maryland limited liability company, its general partner

By: Cottonwood Communities, Inc., a Maryland corporation, its sole member

By: _____
Adam Larson
Chief Financial Officer

STATE OF UTAH)
)
COUNTY OF Salt Lake)

The foregoing instrument was acknowledged before me this ____ day of May, 2021, by Adam Larson, as the Chief Financial Officer of Cottonwood Communities, Inc., a Maryland corporation, sole member of Cottonwood Communities GP Subsidiary, LLC, a Maryland limited liability company, general partner of Cottonwood Residential O.P., LP, a Delaware limited partnership, sole member and manager of Cottonwood Melrose II, LLC, a Delaware limited liability company, as manager of Melrose II S TIC LLC, a Delaware limited liability company.

Witness my hand and official seal.

NANCY L. NOBLE
Notary Public, State of Utah
Commission # 703912
My Commission Expires On
January 04, 2023

Notary Public

Notary Seal:

Commission Expiration: 1-4-2023

EXHIBIT A

Property Description

The land referred to herein below is situated in the County of Davidson, State of Tennessee, and described as follows:

TRACT 1:

LAND IN DAVIDSON COUNTY, TENNESSEE, BEING LOT NOS. 154 AND 155 ON THE PLAN OF GEO. I. WADDEY'S SUBDIVISION OF WESTWOOD AS SHOWN ON PLAT OF RECORD IN PLAT BOOK 332, PAGE 99, IN THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, TO WHICH PLAN REFERENCE IS HEREBY MADE FOR A MORE PARTICULAR DESCRIPTION.

SAID LOTS NO. 154 AND 155 FRONT TOGETHER 100 FEET ON THE EASTERLY SIDE OF FRANKLIN ROAD, OR 8TH AVENUE SOUTH, AND RUN BACK BETWEEN PARALLEL LINES 265 FEET TO AN ALLEY.

BEING THE SAME PROPERTY CONVEYED TO COTTONWOOD-KIRKWOOD, LLC, BY DEED FROM REGIONS BANK, FORMERLY SECURITY FEDERAL SAVINGS & LOAN ASSOCIATION OF NASHVILLE BY DEED OF RECORD IN INSTRUMENT

NO. 20160826-0089785, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

TRACT 2:

LAND IN DAVIDSON COUNTY, TENNESSEE, BEING LOT(S) 152 AND 153, AS SHOWN ON THE MAP ENTITLED GEO. I. WADDEY'S SUBDIVISION OF WESTWOOD, OF RECORD IN PLAT BOOK 332, PAGE 99, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, TO WHICH PLAN REFERENCE IS HEREBY MADE FOR A MORE COMPLETE AND ACCURATE LEGAL DESCRIPTION.

SAID LOTS 152 AND 153 ADJOIN AND FRONT TOGETHER 100 FEET ON THE EASTERLY SIDE OF 8TH AVENUE SOUTH OR THE FRANKLIN PIKE, AND RUN BACK BETWEEN PARALLEL LINES, 265 FEET TO AN ALLEY.

BEING THE SAME PROPERTY CONVEYED TO COTTONWOOD-KIRKWOOD, LLC, BY DEED FROM KIRKWOOD AT MELROSE, LLC, A TENNESSEE LIMITED LIABILITY COMPANY BY DEED OF RECORD IN INSTRUMENT NO. 20160826- 0089784, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

TRACT 3:

TOGETHER WITH EASEMENT RIGHTS FOR THE BENEFIT OF TRACT 1 AND TRACT 2 CONTAINED IN THAT CERTAIN RECIPROCAL EASEMENT AGREEMENT BY AND

BETWEEN MELROSE APARTMENTS, LLC, A DELAWARE LIMITED LIABILITY COMPANY, AND COTTONWOOD-KIRKWOOD, LLC, , A DELAWARE LIMITED LIABILITY COMPANY, OF RECORD IN INSTRUMENT NO. 20160826-0089788, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

TRACT 4:

TOGETHER WITH EASEMENT RIGHTS FOR THE BENEFIT OF TRACT 1 AND TRACT 2 CONTAINED IN THAT CERTAIN AMENITIES AGREEMENT FOR THE MELROSE APARTMENTS BY AND BETWEEN MELROSE APARTMENTS, LLC, A DELAWARE LIMITED LIABILITY COMPANY, AND COTTONWOOD-KIRKWOOD, LLC, , A DELAWARE LIMITED LIABILITY COMPANY, OF RECORD IN INSTRUMENT NO. 20160826-0089789, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

TRACTS 1 AND 2 ARE ALSO DESCRIBED AS:

BEING A TRACT OF LAND LYING IN THE 17TH DISTRICT OF DAVIDSON COUNTY, BERRY HILL, TENNESSEE, AND BEING LOT 1 OF KIRKWOOD APARTMENTS AS RECORDED IN INSTRUMENT NUMBER 201703010020396, REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE (RODC). SAID TRACT BEING BOUNDED ON THE NORTH BY LOT 1 OF CONSOLIDATION PLAT, MAP 118-2-PARCELS 206-260 AND P/O 268, MELROSE SHOPPING CENTER, AS RECORDED IN INSTRUMENT NUMBER 201411170105837, RODC, SAID LOT 1 BEING THE MELROSE PARTNERS, LLC AS RECORDED IN INSTRUMENT NUMBER 201202020009576, RODC, BOUNDED ON EAST BY THE WESTERN RIGHT OF WAY (ROW) OF AN UNNAMED ALLEY, BOUNDED ON THE SOUTH BY LOTS 156 AND 157 OF GEO. I. WADDEY'S SUBDIVISION OF WESTWOOD AS RECORDED IN PLAT BOOK 332, PAGE 99, RODC, SAID LOTS 156 AND 157 BEING MCDONALD'S CORPORATION AS RECORDED IN BOOK 6352, PAGE 647, RODC, AND BOUNDED ON THE WEST BY THE EASTERN ROW OF 8TH AVENUE SOUTH (STATE ROUTE 6, U.S. HIGHWAY 31). SAID TRACT BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

POINT OF BEGINNING BEING A SET IRON ROD WITH CAP LYING ON THE SAID EASTERN ROW OF 8TH AVENUE SOUTH, BEING THE SOUTHWEST CORNER OF SAID LOT 1 OF MELROSE SHOPPING CENTER AND BEING NORTHWEST CORNER OF THE TRACT BEING HEREIN DESCRIBED; THENCE LEAVING SAID ROW OF 8TH AVENUE SOUTH AND ALONG THE COMMON LINE OF SAID LOT 1 NORTH 75°10'47" EAST 265.00 FEET TO A SET IRON ROD WITH CAP; THENCE ALONG THE COMMON LINE OF SAID LOT 1 AND ALONG SAID WESTERN ROW OF AN UNNAMED ALLEY SOUTH 14°57'02" EAST 200.00 FEET TO A SET IRON ROD WITH CAP; THENCE ALONG THE COMMON LINE OF SAID MCDONALD'S CORPORATION SOUTH 75°10'50" WEST 265.00 FEET TO A SET IRON ROD WITH CAP TO A POINT LYING ON SAID EASTERN ROW OF 8TH AVENUE SOUTH; THENCE ALONG SAID ROW OF 8TH AVENUE SOUTH NORTH 14°56'57" WEST 200.00 FEET TO THE POINT OF BEGINNING.

BEING THE SAME PROPERTY CONVEYED TO COTTONWOOD-KIRKWOOD, LLC, A DELAWARE LIMITED LIABILITY COMPANY, BY DEED FROM KIRKWOOD AT MELROSE, LLC, A TENNESSEE LIMITED LIABILITY COMPANY, OF RECORD AS INSTRUMENT NO. 20160826-0089784, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE, AND DEED FROM REGIONS BANK, FORMERLY SECURITY FEDERAL SAVINGS & LOAN ASSOCIATION OF NASHVILLE, OF RECORD AS INSTRUMENT NO. 20160826-0089785, SAID REGISTER'S OFFICE, INCLUDING SUBSEQUENT TENANT-IN-COMMON CONVEYANCES TO (i) MELROSE II TIC, LLC, (ii) MELROSE II S TIC, LLC, AND (iii) COTTONWOOD-KIRKWOOD LLC, EACH A DELAWARE LIMITED LIABILITY COMPANY, BY DEED OF TENANT-IN-COMMON INTERESTS FROM COTTONWOOD-KIRKWOOD LLC, A DELAWARE LIMITED LIABILITY COMPANY, OF RECORD AS INSTRUMENT NO. **20210521-0069617**, IN SAID REGISTER'S OFFICE.

EXHIBIT B

Permitted Encumbrances

1. Taxes and assessments for the year 2021 and subsequent years, not yet due and payable.

2. Easement shown on plat(s) of record in Instrument No. 20170301-0020396, in the Register's Office of Davidson County, Tennessee.

3. Right of Way Contract, by and between C. W. Little and Davidson County Highway Commission, of record in Book 4231, Page 475, in the Register's Office of Davidson County, Tennessee.

4. Sewer Easement from Charles W. Little and wife, Sarah V. Little and Chester E. Little and wife, Imogen Little to Tennessee Cereal Company, of record in Book 874, Page 87, in the Register's Office of Davidson County, Tennessee.

5. Terms, conditions and easement in Ingress and Egress Easement Agreement, by and between Kirkwood at Melrose, LLC, a Tennessee limited liability company and City of Berry Hill, a Tennessee Municipal Corporation, of record in Instrument No. 20141230-0118951, in the Register's Office of Davidson County, Tennessee.

6. Terms and conditions of Reciprocal Easement Agreement, by and between Melrose Apartments, LLC, a Delaware limited liability company and Cottonwood-Kirkwood, LLC, a Delaware limited liability company, of record in Instrument No. 20160826-0089788, in the Register's Office of Davidson County, Tennessee.

7. Terms and conditions of Amenities Agreement for The Melrose Apartments, by and between Melrose Apartments, LLC, a Delaware limited liability company and Cottonwood-Kirkwood, LLC, a Delaware limited liability company, of record in Instrument No. 20160826-0089789, in the Register's Office of Davidson County, Tennessee.

8. Terms and provisions of Declaration of Covenants, Conditions and Restrictions, by Cottonwood-Kirkwood LLC, a Delaware limited liability company, of record in Instrument No. 20170222-0017677, in the Register's Office of Davidson County, Tennessee.

9. Terms, conditions and easement in Inspection and Maintenance Agreement for Permanent Stormwater Management Facilities, by and between Cottonwood-Kirkwood, LLC and City of Berry Hill, Tennessee, of record in Instrument No. 20180926-0095645, in the Register's Office of Davidson County, Tennessee.

10. Rights of others in and to the Unnamed Alley contiguous to the land.

11. Rights of tenants in possession as of the date hereof, as tenants only, under prior unrecorded leases.

12. The following facts shown on the ALTA/ASPS Land Title Asbuilt Survey date March 5, 2021, and last revised May 3, 2021, prepared by Robert M. Searson, as job. No. 211165:

a. Building encroaches into 10' drainage easement (Book 4231, Page 475) along the northeasterly property boundary.

13. A Deed of Trust to secure an indebtedness in the original principal amount of $21,500,000.00 recorded May 21, 2021, as Document No. 20210521-0069457 of Official Records.

Dated: May 20, 2021

Trustor: Cottonwood-Kirkwood LLC

Trustee: Jay H. Smith

Beneficiary: Berkadia Commercial Mortgage LLC

14. Financing Statement from Cottonwood-Kirkwood, LLC, as debtor, to Berkadia Commercial Mortgage LLC, as secured party, recorded May _____, 2021, as Document No. _____ of Official Records.

15. Terms of Memorandum of Lease by and between Cottonwood-Kirkwood, LLC, and Regions Bank, an Alabama banking corporation, of record in Instrument No. 20160826-0089794, in the Registers Office of Davidson County, Tennessee.

As affected by Subordination, Non-Disturbance and Attornment Agreement recorded May 21, 2021, as Document No. 20210521-0069458 of Official Records.

16. Terms of Memorandum of Lease by and between Cottonwood-Kirkwood, LLC, and Vanderbilt University Medical Center, a Tennessee non-profit corporation, of record in Instrument No. 20180510-0045072, in the Registers Office of Davidson County, Tennessee.

As affected by Subordination, Non-Disturbance and Attornment Agreement recorded May 21, 2021, as Document No. 20210521-0069459 of Official Records.

Certificate of Authenticity

I, Gail Anderson, 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 Colorado

County of Adams

Personally appeared before me, Laura Craft, a notary public for this county and state, Gail Anderson 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: July 18, 2023

Notary's Seal (If on paper)

LAURA CRAFT
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20194027009
MY COMMISSION EXPIRES JULY 18, 2023