THIS INSTRUMENT WAS PREPARED BY:

Goodwin Procter LLP
3 Embarcadero Center
San Francisco, CA 94111
Attn: Benjamin C. Tschann, Esq.

RECORD AND RETURN TO:
Latham & Watkins LLP
330 N. Wabash Avenue, Suite 2800
Chicago, Illinois 60611
Attn: Gary E. Axelrod, Esq.

NAME AND ADDRESS OF NEW OWNER:

CP Fresh Hotel, LLC
c/o Centerbridge Partners, L.P.,
375 Park Avenue, 12th Floor
New York, New York 10152

SEND TAX BILL TO: SAME

623 Union Street
Nashville, Tennessee 37219
Attn: General Manager

Tax Parcel ID# 093-05-2-016.00

Karen Johnson Davidson County
Batch# 671713 DEEDWARRSP
07/06/2021 02:48:30 PM 7 pgs
Fees: $38.00 Taxes: $434,876.61
20210706-0090879

SPECIAL WARRANTY DEED

THIS SPECIAL WARRANTY DEED is made this 17th day of June, 2021, by NASHVILLE HOSPITALITY, LLC, a Delaware limited liability company, whose address is 11766 Wilshire Boulevard, 15th Floor Los Angeles, California 90025 ("Grantor"), to CP FRESH HOTEL, LLC, a Delaware limited liability company, whose address is c/o Centerbridge Partners, L.P., 375 Park Avenue, 12th Floor, New York, New York 10152 ("Grantee"). This is improved property located at 623 Union Street, Nashville Tennessee, 37219.

WITNESSETH:

Grantor, for and in consideration of the sum of Ten and No/100 Dollars ($10.00) and other good and valuable considerations to it in hand paid by Grantee, the receipt and sufficiency of which is hereby acknowledged, hereby grants, bargains, sells, remises, release, transfers and conveys to Grantee that certain real property located in Davidson County, Tennessee, as more particularly described on Exhibit "A" hereto (the "Real Property"):

SUBJECT TO: the Permitted Exceptions set forth in Exhibit "B" attached hereto, however reference in this Special Warranty Deed shall not serve to reimpose same.

TOGETHER WITH, the tenements, hereditaments and appurtenances thereto belonging or in anywise appertaining (the Real Property and all of the foregoing being hereinafter collectively referred to as the "Property").

TO HAVE AND TO HOLD, unto Grantee, its successors and assigns, the same in fee simple forever.

AND Grantor hereby covenants with Grantee that Grantor is lawfully seized of the Property in fee simple; that Grantor has good right and lawful authority to sell and convey the Property; that the title to the Property is made free and clear of all liens, encumbrances and security interests except for the Permitted Encumbrances, and Grantor does hereby specially warrant the title to the Property and will defend the same against the lawful claims of all parties whomsoever claiming by, through, or under Grantor, but none others.

[Balance of page intentionally left blank.]

IN WITNESS WHEREOF, Grantor has caused these presents to be executed in its name, the day and year first above written.

Signed, sealed and delivered
in the presence of:

GRANTOR:

NASHVILLE HOSPITALITY, LLC,
a Delaware limited liability company

By: _____
Name: Robert Lee
Title: Authorized Signatory

ACKNOWLEDGEMENT

STATE OF _____)
) ss.
COUNTY OF _____)

On _____, 2021, before me, _____, Notary Public, personally appeared _____, _____, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that she/he executed the same in her/his authorized capacity, and that by her/his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of _____ that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

See Attached Notary Acknowledgment Certificate

_____
Signature of Notary Public

Place Notary Seal Above

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT CIVIL CODE § 1189

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California
County of Los Angeles }

On June 15, 2021 before me, Adriana Solano, Notary Public
Date *Here Insert Name and Title of the Officer*

personally appeared Robert Lee
Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

ADRIANA SOLANO
Notary Public - California
Los Angeles County
Commission # 2277565
My Comm. Expires Mar 15, 2023

Place Notary Seal and/or Stamp Above

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature _____
Signature of Notary Public

OPTIONAL

Completing this information can deter alteration of the document or fraudulent reattachment of this form to an unintended document.

Description of Attached Document

Title or Type of Document: _____

Document Date: _____ Number of Pages: _____

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer(s)

Signer's Name: _____	Signer's Name: _____
☐ Corporate Officer – Title(s): _____	☐ Corporate Officer – Title(s): _____
☐ Partner – ☐ Limited ☐ General	☐ Partner – ☐ Limited ☐ General
☐ Individual ☐ Attorney in Fact	☐ Individual ☐ Attorney in Fact
☐ Trustee ☐ Guardian of Conservator	☐ Trustee ☐ Guardian of Conservator
☐ Other: _____	☐ Other: _____
Signer is Representing: _____	Signer is Representing: _____

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STATE OF New York
COUNTY OF Westchester

The actual consideration or value, whichever is greater, for this transfer is $117,534,220.00.

Affiant:

CP FRESH HOTEL, LLC,
a Delaware limited liability company

By: _____
Name: Adam Burinescu
Title: Authorized Signatory

Subscribed and sworn to before me this 15th day of June, 2021.

DIANY BRYAN
Notary Public – State of New York
NO. 01BR6366413
Qualified in Bronx County
My Commission Expires Oct 30, 2021

_____
Notary Public
My Commission Expires: 10/30/21

[Signature Page to Special Warranty Deed]

EXHIBIT A

LEGAL DESCRIPTION

Being a parcel of land in the First Civil District, Nashville, Davidson County, Tennessee, located on the southerly side of Union Street, between Capitol Boulevard and Seventh Avenue North, being part of Lot Nos. 124 and 125 on the plan of the original town of Nashville, not of record and including Lot Nos. 2 and 3 on the plan of Laura E. Fite property as of record in Book 161, Page 115, R.O.D.C. and being more particularly described as follows:

BEGINNING at the point of intersection of the southerly margin of Union Street and the westerly margin of Capitol Boulevard;

THENCE, with said westerly margin S 27 degrees 18'06"E, 356.10 feet to a point;

THENCE, leaving said margin S 62 degrees 41'54"W, 138.82 feet to a point in the easterly margin of Seventh Avenue North;

THENCE, with said margin N 27 degrees 18'06"W, 355.21 feet to the point of intersection with the southerly margin of Union Street;

THENCE, with said southerly margin N 62 degrees 20'54"E, 138.82 feet to the point of beginning;

Being the same property conveyed to Nashville Hospitality, LLC, a Delaware limited liability company, by Special Warranty Deed of record in Instrument No. 20120828-0077492, in the Register's Office of Davidson County, Tennessee.

EXHIBIT B

PERMITTED EXCEPTIONS

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

2. Deed of Trust, Assignment of Leases and Rents and Security Agreement in favor of Argentic Real Estate Finance LLC, of record in Instrument No. 20181005-0099114, Register's Office for Davidson County, Tennessee, as assigned by the lender thereunder by that certain Assignment of Deed of Trust, Assignment of Leases and Rents and Security Agreement of record in Instrument No. 20190204-0010426, said Register's Office, as assigned by the borrower thereunder on the date hereof to Grantee.

3. Assignment of Leases and Rents of record in Instrument No. 20181005-0099115, said Register's Office, as assigned by the lender thereunder by that certain Assignment of Assignment of Leases and Rents of record in Instrument No. 20190204-0010427, said Register's Office, as assigned by the borrower thereunder on the date hereof to Grantee.

4. UCC Fixture Filing of record in Instrument No. 20181005-0099116, said Register's Office, as assigned by the "Secured Party" thereunder by that certain Assignment of UCC Fixture Filing of record in Instrument No. 20190509-0043771, said Register's Office, as assigned by the "Debtor" thereunder on the date hereof to Grantee.

5. The following matters shown on that certain ALTA/NSPS Land Title Survey prepared by Ronald G. Taylor, TN RLS No. 2123 of L.I. Smith and Associates, Inc. dated June 8, 2021; designated Project No. 21013 6; to wit:
    a. Overhang encroachment over the right of way for Capitol Boulevard.
    b. Overhang encroachment over the right of way for Union Street.

Tennessee Certification of Electronic Document

I, Patrick S. Bennett do hereby make oath that I am a licensed attorney and/or the custodian of the original version of the electronic document tendered for registration herewith and that this electronic document is a true and exact copy of the original document executed and authenticated according to law on June 17, 2021 (date of document).

Patrick S. Bennett

Signature

State of Tennessee

County of Williamson

Personally appeared before me, Brina Mathis, a notary public for this county and state, Patrick S. Bennett, who acknowledges that this certification of an electronic document is true and correct and whose signature I have witnessed.

Brina Mathis

Notary's Signature

BRINA MATHIS
STATE OF TENNESSEE NOTARY PUBLIC
WILLIAMSON COUNTY

MY COMMISSION EXPIRES: 2-24-2025

NOTARY'S SEAL

(4) All electronic documents eligible for registration pursuant to this subsection (d) are validly registered when accepted for recording by the county register. Electronic documents registered by county registers prior to July 1, 2007, shall be considered validly registered with or without the certification provided in subdivision (d)(3).