This Instrument Prepared By
and should be returned to:

Kelly Hoy, Esq.
c/o GBX Group LLC
2101 Superior Avenue, Suite 300
Cleveland, Ohio 44114

Karen Johnson Davidson County
Batch# 681709 DEEDQC
07/22/2021 11:49:30 AM 8 pgs
Fees: $42.00 Taxes: $0.00
20210722-0098547

QUITCLAIM DEED

Address New Owner as Follows:	*Send Tax Bills To*
Historic Rutledge Holdings LLC c/o GBX Group LLC 2101 Superior Avenue, Suite 300 Cleveland, Ohio 44114	Same
Map & Parcel Nos.: 093110161.00; 093110159.00; 093110160.00; 093110194.00; 093110195.00; 093110189.00; 093110192.00; 093110197.00	

FOR AND IN CONSIDERATION of the sum of Ten Dollars ($10.00) and other good and valuable consideration, receipt of which is hereby acknowledged, **GBX RUTLEDGE HILL LLC**, a Delaware limited liability company, ("Grantor") does hereby quitclaim, grant, and convey unto **HISTORIC RUTLEDGE HOLDINGS LLC**, a Delaware limited liability company ("Grantee"), its successors and assigns, all of its right, title and interest in and to certain tracts or parcels of land described in Exhibit A, attached hereto and made a part hereof (the "Property").

This is improved Property known as:

623-627 2nd Avenue South, Nashville, Tennessee
30 Middleton Street, Nashville, Tennessee
28 Middleton Street, Nashville, Tennessee
40 Middleton Street, Nashville, Tennessee
45 Hermitage Avenue, Nashville, Tennessee
42 Rutledge Street, Nashville, Tennessee

The Property is conveyed subject to such limitations, restrictions and encumbrances as may affect the Property.

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, Grantee's heirs and assigns, forever.

And Grantor does covenant with the said Grantee that Grantor is lawfully seized and possessed of said land in fee simple, has a good right to convey it, and the same is free from all encumbrances made or suffered by Grantor and representations and limitations as expressly provided for hereby.

[Signature page to follow.]

IN WITNESS WHEREOF, the Grantor has caused this instrument to be executed on this 1 day of July, 2021.

GBX RUTLEDGE HILL LLC, a Delaware limited liability company

By: Dev X, LLC, an Ohio limited liability company, its manager

By: Andrew Sparacia
Name: Andrew Sparacia
Title: Manager

MMC

STATE OF OHIO)
) SS:
COUNTY OF CUYAHOGA)

This is an acknowledgment clause. No oath or affirmation was administered to the signer. The foregoing instrument was acknowledged before me this 1 day of July, 2021 by Andrew Sparacia, the manager of Dev X, LLC, who is the manager of GBX RUTLEDGE HILL LLC, a Delaware limited liability company.

Marianne R Cohen
Notary Public

MARIANNE R. COHEN
Attorney at Law
NOTARY PUBLIC, STATE OF OHIO
My commission has no expiration date
Section 147.03 O.R.C.

Printed Name: Marianne R. Cohen
Notary Public, State of Ohio
My Commission Expires: Does Not Expire

STATE OF OHIO)
COUNTY OF CUYAHOGA)

The actual consideration for this transfer is $00.

AFFIANT:

HISTORIC RUTLEDGE HOLDINGS LLC, a Delaware limited liability company

By: Dev X, LLC, an Ohio limited liability company, its manager

By: Andrew Sparacia

Name: Andrew Sparacia

Title: Manager

STATE OF OHIO)
) SS:
COUNTY OF CUYAHOGA)

This is an acknowledgment clause. No oath or affirmation was administered to the signer. The foregoing instrument was acknowledged before me this 1 day of July, 2021 by Andrew Sparacia, the manager of Dev X, LLC, who is the manager of Historic Rutledge Holdings LLC, a Delaware limited liability company.

Marianne R Cohen

Notary Public
Printed Name: Marianne R. Cohen
Notary Public, State of Ohio
My Commission Expires: Does Not Expire

NOTARIAL SEAL STATE OF OHIO

MARIANNE R. COHEN
Attorney at Law
NOTARY PUBLIC, STATE OF OHIO
My commission has no expiration date
Section 147.03 O.R.C.

NOTARIAL SEAL STATE OF OHIO

MARIANNE R. COHEN
Attorney at Law
NOTARY PUBLIC, STATE OF OHIO
My commission has no expiration date
Section 147.03 O.R.C.

Exhibit A

623 2nd Ave. S. 09311016100:

Land in Davidson County, Tennessee, being part of Lot No. 3 on the Map of William Campbell's Plan of South Nashville, of record in Book U, pages 682 and 683, Register's Office for said County and described as follows:

Beginning at a point in the west margin of Second Avenue, South at the northeast corner of the property conveyed to Thomas W. Wilson and wife, by deed of record in Book 1278, page 8, said Register's Office; thence along Wilson's north line westerly 143.5 feet, more or less, to the east margin of an alley; thence with the margin of same northerly 45 feet, more or less, to the southwest corner of the property of Laura Robinson; thence along Robinson's south line, easterly 143.5 feet, more or less, to the west margin of Second Avenue, south; thence with the margin of the same southerly 45 feet to the point of beginning.

627 2nd Ave. S. 09311015900:

Land in Davidson County, Tennessee, being more particularly described as follows:

Beginning at a point on the West side of Market Street (now Second Avenue South), 83.5 feet North of Elm Street; thence Westwardly and parallel with North margin of said Elm Street, 135 feet to the East margin of an alley; thence Northwardly with margin of said alley, 50 feet to a point; thence Eastwardly 135 feet to a point in the West margin of Market Street (now Second Ave. S.), thence 50 feet with said West margin to the point of beginning.

625 2nd Ave. S. 09311016000:

Land in Davidson County, Tennessee, being part of the Lot No. 3 Campbell's Addition to South Nashville, a plan of which is of record in Book U, page 682, Register's Office for Davidson County, Tennessee.

Beginning at a point in the west margin of 2nd Avenue South, formerly Market Street, as widened; at the southeast corner of part of Lot No. 3 conveyed to Laura Compton, by deed from American National Bank of Nashville, as of record in Book 1323, page 166, said Register's office; thence westerly along Compton's southerly line, 132.5 feet to the easterly margin of an alley; thence southerly with said alley 35 feet; thence in an easterly direction 132.5 feet to the westerly margin of 2nd Avenue South, as widened; thence with said Avenue, northerly 35 feet to the point of beginning.

Being the same property conveyed to GBX Rutledge Hill LLC, a Delaware limited liability company by Quitclaim Deed of record in Instrument No. 20210716-0095638 in the Register's Office for Davidson County, Tennessee, dated July 1, 2021 and recorded on July 16, 2021.

30 Middleton Street 09311019400:

Land in Davidson County, Tennessee, being Lot No. 1 on the plan of Resub of Lots 55, 56, 57, & 58 of Rutledge's Addition Plat Book 21, page 73, of record in Book 6200, Page 841, in the Register's Office for said County.

Said Lot No. 1 fronts 105.00 feet on the northerly margin of Middleton Street and extends back between parallel lines 150.00 feet to an alley in the rear.

Being the same property conveyed to GBX Rutledge Hill LLC, a Delaware limited liability company by Quitclaim Deed of record in Instrument No. 20210716-0095637 in the Register's Office for Davidson County, Tennessee, dated July 1, 2021 and recorded on July 16, 2021.

28 Middleton Street 09311019500:

Land in Davidson County, Tennessee, being Lot No. 54 on the Plan of Rutledge Addition to South Nashville, as of record in Book 21, Page 73, in the Register's Office for Davidson County, Tennessee. Said Lot No. 54 fronts 50 feet on the northerly side of Middleton Avenue and runs back between parallel lines 150 feet to an alley.

Being the same property conveyed to GBX Rutledge Hill LLC, a Delaware limited liability company by Quitclaim Deed of record in Instrument No. 20210716-0095637 in the Register's Office for Davidson County, Tennessee, dated July 1, 2021 and recorded on July 16, 2021.

45 Hermitage Avenue 09311018900:

Land in Davidson County, Tennessee, being parts of lots Nos. 59 and 60 on the Plan of Rutledge's Addition, as of record in Book 21, Page 73, in the Register's Office for said County, described partly according to a survey made by James A. Hamilton, Jr., surveyor, August 7, 1950 as follows:

Beginning on the southeasterly margin of Hermitage Avenue, formerly the Lebanon Turnpike, at the corner of lots Nos. 60 and 61; thence with said Avenue southeastwardly 186.75 feet to the northerly margin of Middleton Avenue; thence with said Avenue westwardly 118.44 feet to the southeast corner of the property conveyed to Kate Eggensper by deed from R.F. Jones and wife, of record in Book 290, Page 176, in said Register's Office; thence with her easterly line northwestwardly 117 feet, more or less, to the line between lots Nos. 60 and 61; thence with said line northeastwardly 98 feet to the beginning.

Being the same property conveyed to GBX Rutledge Hill LLC, a Delaware limited liability company by Quitclaim Deed of record in Instrument No. 20210716-0095635 in the Register's Office for Davidson County, Tennessee, dated July 1, 2021 and recorded on July 16, 2021.

40 Middleton Street 09311019200:

Land in Davidson County, Tennessee, described as follows;

Beginning at an iron rod (old) at the intersection of the western margin of Middleton Street (60 feet right-of-way) and the northern margin of Metro Alley #120 (15 feet right-of-way), said iron rod being the southeast corner of the property herein described; thence leaving said western margin of Middleton Street and following said northern margin of Metro Alley #120 north 62 degrees 16 minutes 00 seconds west, 109.15 feet to an iron rod (old), said iron rod being the southeast corner of the Wall 2 Wall Ventures, LLC property, as of record in instrument no. 20080619-0063373, Register's Office of Davidson County, Tennessee and the southwest corner of the property herein described; thence, leaving said northern margin of Metro Alley #120 and following an eastern boundary of said Wall 2 Wall Ventures, LLC property north 28 degrees 09 minutes 05 seconds east, 51.82 feet to a mag nail (old), said mag nail being the northwest corner of the property herein described; thence, leaving said eastern boundary of the Wall 2 Wall Ventures, LLC property and following a southern boundary of said Wall 2 Wall Ventures, LLC property and continuing along the southern boundary of the Patricia E. Wall & Pendleton Square Trust Company, LLC property, as of record in Instrument No. 20180521-0048385, Register's Office of Davidson County, Tennessee south 62 degrees 26 minutes 08 seconds east, 144.16 feet to an iron rod (old) on said western margin of Middleton Street, said iron rod being the southeast corner of said Wall property and the northeast corner of the property herein described; thence, leaving said southern boundary of the Patricia E. Wall & Pendleton Square Trust Company, LLC property and following said western margin of Middleton Street south 61 degrees 50 minutes 58 seconds west, 63.10 feet to the point of beginning, containing 6,586 square feet or 0.15 acres.

Being the same property conveyed to GBX Rutledge Hill LLC, a Delaware limited liability company by Quitclaim Deed of record in Instrument No. 20210716-0095635 in the Register's Office for Davidson County, Tennessee, dated July 1, 2021 and recorded on July 16, 2021.

42 Rutledge Street 09311019700:

Being parts of Lots Nos. 50, 51, 52, and 53 in Rutledge's Addition to Nashville, Tennessee, Plan of record in Book 21, page 73, in the Register's Office for Davidson County, Tennessee, as follows:

Beginning in the eastern margin of Rutledge Street at a point 68 feet northwardly from Middleton Avenue, and running northwardly with Rutledge Street 52 feet; thence at right angles to said street, eastwardly 190 feet to an alley; thence southwardly with the westerly line of said alley, 52 feet on said alley, 68 feet northwardly from the northern line of Middleton Avenue; thence 190 feet to the beginning.

Being the same property conveyed to GBX Rutledge Hill LLC, a Delaware limited liability company by Quitclaim Deed of record in Instrument No. 20210716-0095636 in the Register's Office for Davidson County, Tennessee, dated July 1, 2021 and recorded on July 16, 2021.

TENNESSEE CERTIFICATION OF ELECTRONIC DOCUMENT

I, Adair Krieger, do hereby make oath that I am 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.

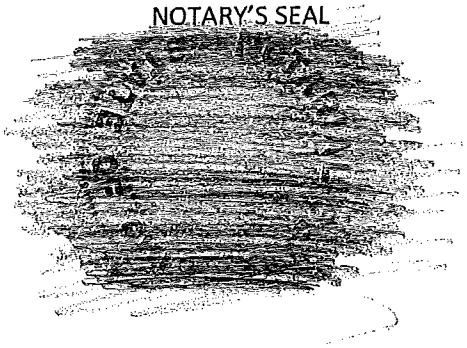
State of Ohio

County of Cuyahoga

Personally appeared before me, Linda Green, a notary public for this county and state, Adair Krieger who acknowledges that this certification of an electronic document is true and correct and whose signature I have witnessed.

MY COMMISION EXPIRES: no expiration

NOTARY'S SEAL



LINDA M. GREEN, Attorney At Law
Notary Public - State of Ohio
My commission has no expiration date.
Section 147.03 R.C.