This Instrument Was Prepared By:

Fragner Seifert Pace & Winograd, LLP
300 S. Grand Ave., Suite 1400
Los Angeles, CA 90071
Attn: Matthew C. Fragner, Esq.

Karen Johnson Davidson County
Batch# 682053 DEEDWARRSP
07/23/2021 09:57:34 AM 8 pgs
Fees: $43.00 Taxes: $292,300.00
20210723-0099023

Address New Owner(s):
535 Main St Owner, LLC
78 Irving Place, #5
New York, NY 10003
Attention: Stella Templo and Mark Lapidus

Send Tax Bills to:
New Owner

Map and Parcel Number:
08215022700

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of Ten and No/100 Dollars ($10.00), cash in hand paid, and other good and valuable considerations, the receipt and sufficiency of which are hereby acknowledged, **535 Main St. (Nashville) Owner, LLC**, a Delaware limited liability company ("Grantor"), has bargained and sold, and by these presents does hereby transfer and convey unto **535 Main St Owner, LLC**, a Delaware limited liability company ("Grantee"), its successors and assigns, all of Grantor's right, title and interest in and to that certain land in Davidson County, Tennessee, as more particularly described on Exhibit "A" attached hereto and incorporated herein by reference.

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 and its successors and assigns, forever. And Grantor does covenant with the Grantee that it is lawfully seized and possessed of said land in fee simple and has a good right to convey it and the same is unencumbered, except for those exceptions included on Exhibit "B", attached hereto and incorporated herein by reference. Grantor does further covenant and bind itself, its successors, and assigns to warrant and forever defend the title to said land to the Grantee, its successors and assigns, against the lawful claims of all persons claiming by, through or under Grantor, but not further or otherwise.

Whenever used, the singular shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

This is improved property known as: 535 Main Street, Nashville, TN 37206

[*signatures appear on following page*]

WITNESS Grantor's hand, this 22nd day of July, 2021.

535 Main St. (Nashville) Owner, LLC, a Delaware limited liability company

~~Stacks on Main Owner, LLC, a Delaware limited liability company~~

By:
Name: David Thompson
Title: Vice President and Chief Financial Officer

ACKNOWLEDGEMENT

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)
) ss.
COUNTY OF Los Angeles)

On July 20, 2021 before me, Patricia Gutierrez, notary public (here insert name and title of the officer), personally appeared David Thompson (insert 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.

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 _____ (Seal)

PATRICIA GUTIERREZ
Notary Public - California
Los Angeles County
Commission # 2256753
My Comm. Expires Aug 31, 2022

STATE OF California)
COUNTY OF Los Angeles)

The actual consideration for this transfer, or value of property (whichever is greater) is $79,000,000.00.

Affiant

David Thompson
Vice President
and
Chief Financial Officer

Subscribed and sworn before me
this _____ day of _____.

SEE
ATTACHED

Notary Public

My Commission Expires: _____

CALIFORNIA JURAT **GOVERNMENT CODE § 8202**

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

Subscribed and sworn to (or affirmed) before me on this 20th day of July, 2021, by

Date *Month* *Year*

(1) David Thompson

(and (2)),

Name(s) of Signer(s)

proved to me on the basis of satisfactory evidence to be the person(s) who appeared before me.

PATRICIA GUTIERREZ
Notary Public - California
Los Angeles County
Commission # 2256753
My Comm. Expires Aug 31, 2022

Signature

Place Notary Seal and/or Stamp Above *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: _____

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EXHIBIT A

Property Description

LAND IN DAVIDSON COUNTY, TENNESSEE, DESCRIBED AS FOLLOWS:

TRACT I:

PARCEL A:

LOT NO. 2 AS SHOWN ON THE FINAL PLAT OF VTH 5TH AND MAIN PROPERTY, OF RECORD AS INSTRUMENT NO. 201210120093520, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, TO WHICH PLAT REFERENCE IS HEREBY MADE FOR A MORE COMPLETE AND ACCURATE LEGAL DESCRIPTION OF LOT NO. 2.

PARCEL B:

PARCEL ID# 08215015400 AS SHOWN ON THE FINAL PLAT OF VTH 5TH AND MAIN PROPERTY, OF RECORD AS INSTRUMENT NO. 201210120093520, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, IS MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT AN IRON PIN ON THE WESTERLY MARGIN ON OF SIXTH STREET AND THE SOUTHEASTERLY CORNER OF THE WELCH PROPERTY, AS OF RECORD IN BOOK 9428, PAGE 291, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:
(1) THENCE ALONG SIXTH STREET; S 25° 16' 16" E, 230.33 FEET TO AN IRON PIN;
(2) THENCE WITH A CURVE TO THE RIGHT, HAVING A CENTRAL ANGLE OF 90° 22' 37", A RADIUS 17.50 FEET AND AN ARC LENGTH OF 27.61 FEET TO AN IRON PIN;
(3) THENCE ALONG MAIN STREET; S 65° 06' 17" W, 138.40 FEET TO AN IRON PIN;
(4) THENCE N 27° 11' 11" W, 244.96 FEET TO AN IRON PIN;
(5) THENCE N 63° 59' 45" E, 164.20 FEET TO THE POINT OF BEGINNING.

LAND SITUATED IN THE NORTHWEST CORNER OF THE INTERSECTION OF MAIN STREET AND NORTH 6TH STREET, IN THE 5TH COUNCILMANIC DISTRICT OF METROPOLITAN NASHVILLE, DAVIDSON COUNTY, TENNESSEE BEING THE LAND DEEDED TO SIXTH & MAIN, LLC BY DEED RECORDED AS INSTRUMENT #20121017-0095420 IN THE REGISTER'S OFFICE FOR DAVIDSON COUNTY (R.O.D.C.), TENNESSEE ALSO CONTAINING ALL OF LOT 2 OF THE VTH 5TH AND MAIN, LLC PROPERTY, RECORDED AS INSTRUMENT #20121012-0093520, R.O.D.C., TENNESSEE BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A CAPPED 5/8" IRON ROD (NEW) ON THE NORTH RIGHT OF WAY LINE OF MAIN STREET AND AT THE SOUTHWEST CORNER OF LOT 2;

THENCE WITH THE COMMON LOT LINE BETWEEN LOT 2 AND LOT 1 OF THE VTH 5TH AND MAIN, LLC PROPERTY THE FOLLOWING 3 CALLS (1 THROUGH 3):

1. N24°44'54"W, A DISTANCE OF 262.38 FEET TO A CAPPED 5/8" IRON ROD (NEW);

2. S65°15'06"W, A DISTANCE OF 69.81 FEET TO A "MAG" NAIL (NEW);

3. N24°44'54"W, A DISTANCE OF 117.75 FEET TO A CAPPED 5/8" IRON ROD (NEW) ON THE SOUTH LINE OF THE LAND DEEDED TO THE NASHVILLE HOUSING AUTHORITY (NOW M.D.H.A.) BY DEED RECORDED IN BOOK 4528, PAGE 125, R.O.D.C., TENNESSEE;

4. THENCE, WITH THE SOUTH LINE OF SAID M.D.H.A. LAND, N64°43'08"E, A DISTANCE OF 411.16 FEET TO A CAPPED (RAGAN-SMITH CAP) 1/2" IRON ROD (OLD) ON THE WEST RIGHT OF WAY LINE OF NORTH 6TH STREET;

5. THENCE, WITH THE WEST RIGHT OF WAY OF NORTH 6TH STREET AND WITH A CURVE TO THE RIGHT, SOUTHEASTERLY AN ARC LENGTH OF 69.32 FEET, SAID CURVE HAVING A RADIUS OF 649.50 FEET, A DELTA ANGLE OF 06°06'55", AND A CHORD OF S27°55'04"E, 69.29 FEET TO A CAPPED 5/8" IRON ROD (NEW);

6. THENCE, CONTINUING WITH THE WEST RIGHT OF WAY LINE OF NORTH 6TH STREET, S24°45'48"E, A DISTANCE OF 309.24 FEET TO A CAPPED 5/8" IRON ROD (NEW) AT THE POINT OF CURVATURE;

7. THENCE, WITH THE RADIUS RETURN BETWEEN THE WEST RIGHT OF WAY LINE OF NORTH 6TH STREET AND THE NORTH RIGHT OF WAY LINE OF MAIN STREET AND WITH A CURVE TO THE RIGHT, SOUTHWESTERLY AN ARC LENGTH OF 27.46 FEET, SAID CURVE HAVING A RADIUS OF 17.50 FEET, A DELTA ANGLE OF 89°54'11", AND A CHORD OF S20°11'18"W, 24.73 FEET TO A CAPPED 5/8" IRON ROD (NEW);

8. THENCE, WITH THE NORTH RIGHT OF WAY LINE OF MAIN STREET, S65°12'24"W, A DISTANCE OF 138.71 FEET TO A CAPPED 5/8" IRON ROD (NEW);

9. THENCE, WITH AN OFFSET IN THE NORTH RIGHT OF WAY LINE OF MAIN STREET, N26°37'59"W, A DISTANCE OF 7.50 FEET A CAPPED 5/8" IRON ROD (NEW);

10. THENCE, WITH THE NORTH RIGHT OF WAY LINE OF MAIN STREET, S66°38'37"W, A DISTANCE OF 188.87 FEET TO THE POINT OF BEGINNING;

BEING THE SAME PROPERTY CONVEYED TO 535 MAIN ST. (NASHVILLE) OWNER, LLC, A DELAWARE LIMITED LIABILITY COMPANY FROM STACKS ON MAIN OWNER, LLC, A DELAWARE LIMITED LIABILITY COMPANY BY QUITCLAIM DEED OF RECORD IN INSTRUMENT NO. 201710300110897, IN THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

TRACT II:

EASEMENTS BENEFITTING TRACT I OF THE LAND CONTAINED IN THE TENTH AMENDMENT TO MASTER DEED FOR 5TH AND MAIN CONDOMINIUM OF RECORD IN INSTRUMENT NO. 20121017-0095419, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

TRACT III:

EASEMENTS BENEFITTING TRACT I OF THE LAND CONTAINED IN THE EASEMENT AGREEMENT BETWEEN 5TH AND MAIN CONDOMINIUM ASSOCIATION, LLC AND STACKS ON MAIN OWNER, LLC OF RECORD IN INSTRUMENT NO. 201501290008490, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

EXHIBIT B

Permitted Exceptions

1. No insurance is afforded as to the acreage or square footage contained in the Land.
2. Taxes and assessments for the year and subsequent years, not yet due and payable.
3. Restrictive Covenants Running with the Land of The Metro Development and Housing Agency in the East Bank Redevelopment District of record in Book 10078, Page 364; as supplemented in Book 10169, Page 1; and as supplemented in Book 11625, Page 241, in the Register's Office of Davidson County, Tennessee.
4. Stormwater Detention Agreement of record in Instrument No. 200506230072082, in the Register's Office of Davidson County, Tennessee.
5. Agreement for Dedication of Easement for Sanitary Sewers and/or Storm Drainage Water Mains, Pumps and Appurtenances of record in Instrument No. 200506230072134, in the Register's Office of Davidson County, Tennessee.
6. Restrictive Covenants contained in Deed of record in Instrument No. 200606300078750; as affected by Release of Property from Restrictive Covenants of record in Instrument No. 201412050111676, in the Register's Office of Davidson County, Tennessee.
7. This item has been intentionally deleted.
8. Terms and provisions, including, but not limited to, ingress/egress easement and restrictions, contained in Tenth Amendment to Master Deed for 5th and Main Condominium of record in Instrument No. 201210170095419, in the Register's Office of Davidson County, Tennessee.
9. Declaration of Restrictions and Covenants for Stormwater Facilities and Systems of record in Instrument No. 201409260088904, in the Register's Office of Davidson County, Tennessee.
10. Grant of Utility Line Easement of record in Instrument No. 201411130104851, in the Register's Office of Davidson County, Tennessee.
11. Agreement for Dedication of Public Street Right of Way of record in Instrument No.v201501270007832; as corrected in Instrument No. 201504150033416, in the Register's Office of Davidson County, Tennessee.
12. Easement Agreement by and between Stacks on Main Owner, LLC and 5th and Main Condominium Association, Inc., of record in Instrument No. 201501290008490, in the Register's Office of Davidson County, Tennessee.
13. Grant of Easement from Stacks on Main Owner, LLC to Comcast of Nashville I, LLC, of record in Instrument No. 201603010019398, in the Register's Office of Davidson County, Tennessee.
14. All matters as shown on that certain plat of record in Instrument No.201210120093520 , in the Register's Office of Davidson County, Tennessee.
15. Declaration of Restrictions and Covenants made by Stacks on Main Owner LLC, a Delaware limited liability company in Instrument No. 201709060091447, in the Register's Office of Davidson County, Tennessee.
16. Rights of tenants in possession, as tenants only, under unrecorded leases.
17. Any rights, easements, interests or claims that may exist by reason of, or be reflected by, the following facts shown on the survey dated June 17, 2021, last revised 7/12/2021, by Christopher S. Denham, RLS No. 2000, Job No. 21067 : (a) building encroaches over the 20' overhead line easement.