Karen Johnson Davidson County
Batch# 712164 DEEDWARRSP
09/09/2021 10:44:30 AM 7 pgs
Fees: $38.00 Taxes: $30,155.00
20210909-0120690

This instrument prepared by:
Dinsmore & Shohl LLP
100 West Main Street
Suite 900
Lexington, KY 40507
Attn: Brady W. Dunnigan

Name and address of person(s) responsible for taxes:
Nashville Rivergate Hotel, LLC
322 S. Mosely Street
Wichita, KS 67202
Attn: Blake Heiman

Return recorded document to:
Stewart Title Guaranty Company
4933 Hadaway Road
Kennesaw, GA 30152
Attn.: Amy Risser Mann

Name and address of Property Owner:
Nashville Rivergate Hotel, LLC
322 S. Mosely Street
Wichita, KS 67202
Attn: Blake Heiman

SPECIAL WARRANTY DEED

This **SPECIAL WARRANTY DEED** is made effective September 1, 2021, between **VP2 MUSIC CITY, LLC**, a Kentucky limited liability company, with an address of 300 West Vine Street, Suite 806, Lexington, Kentucky 40507 ("Grantor"); and **NASHVILLE RIVERGATE HOTEL, LLC**, a Kansas limited liability company, with an address of 322 S. Mosely Street, Wichita, Kansas 67202 ("Grantee").

W I T N E S S E T H:

THAT GRANTOR, for and in consideration of the sum of Ten Dollars ($10.00) and other good and valuable consideration, to it in hand paid by Grantee, the receipt whereof is hereby acknowledged, does hereby forever grant, bargain, sell, convey and confirm to Grantee, and its successors and assigns, a certain tract of land situated, lying, and being in the City of Madison, Davidson County, Tennessee, as more particularly described to wit:

See Exhibit "A" attached hereto and made a part hereof ("Property");

TO HAVE AND TO HOLD said land unto Grantee, and its successors and assigns, forever, with all tenements, appurtenances and hereditaments thereunto belonging, subject to those matters set foth on Exhibit B attached hereto and made a part hereof.

SAID GRANTOR does hereby warrant the title to said Property, and will defend the same against the lawful claims of all persons claiming by, through and under Grantor, but none

other, subject to the easements, encumbrances, restrictions, and other matters of record, the conditions and restrictions as stated herein, and subject to real property taxes for the year of 2021, and thereafter.

AFFIDAVIT OF VALUE

The undersigned hereby swears or affirms that the actual consideration for this transfer or the value of the property transferred, whichever is greater, is $8,150,000.00 which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

Don Howard
AFFIANT

Sworn to and subscribed before me this 31st day of August, 2021.

Cheri P. Radigan
NOTARY PUBLIC

My commission expires: 01/20/2022

[Signature page follows]

Cheri P. Radigan
Notary Public, ID No. 592674
State at Large, Kentucky
My Commission Expires on Jan. 20, 2022

22645116.3

IN WITNESS WHEREOF, Grantor has caused this instrument to be executed in its name by its Managing Member, and caused its seal to be hereto affixed the 31 day August, 2021.

VP2 MUSIC CITY, LLC,
a Kentucky limited liability company

By: _____
Donald L. Howard, Jr.,
Managing Member

[AFFIX SEAL]

ACKNOWLEDGEMENT

COMMONWEALTH OF KENTUCKY)
) §§
COUNTY OF FAYETTE)

In the Commonwealth of Kentucky, County of Fayette, on this 31st day of August, 2021, before me, the undersigned, a Notary Public in and for said County and State, personally appeared Donald L. Howard, Jr., to me personally known, who being by me duly sworn did say that he is Managing Member of the Grantor in the foregoing special warranty deed, and that the seal thereto affixed is the seal of said VP2 Music City, LLC, and that said special warranty deed was signed, sealed and delivered by her on behalf of said company by authority of its Managing Member and said Donald L. Howard, Jr., acknowledged said special warranty deed to be the free act and deed of said company.

WITNESS MY HAND and notarial seal subscribed and affixed in said County and State, the day and year in this certificate above written.

By: Cheri P. Radigan
Notary Public

My commission expires: 01/20/2022

Cheri P. Radigan
Notary Public, ID No. 592674
State at Large, Kentucky
My Commission Expires on Jan. 20, 2022

22645116.3

Exhibit "A"

The Property

TRACT NO. ONE
Situated in the City of Madison in the 10th Councilmanic District of Davidson County, State of Tennessee and known as being tract one of land conveyed to Wal-Mart Stores East, LP by deed Recorded in Instrument 20060905-0109520 in the Davidson County register of deeds office and is further bounded and described as follows: Beginning at a concrete right-of-way monument found at the intersection of the Northeasterly right-of-way of Liberty Lane (50' Wide) with the Southeasterly right-of-way of Vietnam Veterans Boulevard aka State Highway 386 (width varies);Thence along said Northeasterly Right-of-Way of Liberty Lane South 26°11'11" East a distance of 68.10 feet to an iron rebar found and the principal place of beginning of the premises herein intended to be described; Thence North 74°09'15" East a distance of 381.64 feet to an iron rebar found in a Westerly line of land conveyed to Wal-Mart Real Estate Business Trust by Deed recorded in Instrument 20060905-0109521 in the Davidson County Register of Deeds Office; thence along said Westerly line South 25°52'52" East a distance of 125.00 feet to an iron pin set; ; thence South 74°10'19" West a distance of 380.98 feet to an iron pin set with said Northeasterly Right-of-Way line; thence along said Right-of-Way North 26°11'11" West a distance of 125.00 feet to the principal place of beginning containing 46,911 Sq. Ft. or 1.08 Acres of land, more or less.

TRACT NO. TWO
Situated in the City of Madison in the 10th Councilmanic District of Davidson County, State of Tennessee and known as being tract two of land conveyed to Wal-Mart Stores East, LP by Deed recorded in Instrument 20060905-0109520 in the Davidson County Register of Deeds Office and is further bounded and described as follows: Beginning at a concrete Right-of-Way monument found at the intersection of the Northeasterly Right-of-Way of Liberty Lane (50' wide) with the Southeasterly Right-of-Way of Vietnam Veterans Boulevard aka State Highway 386 (width varies);Thence along said Northeasterly Right-of-Way of Liberty Lane South 26°11'11" East a distance of 193.10 feet to an iron rebar set and the principal place of beginning of the premises herein intended to be described; Thence North 74°10'19" East a distance of 380.98 feet to an iron pin set in the Westerly line of land conveyed to Wal-Mart Real Estate Business Trust by Deed recorded in Instrument 20060905-0109521 in the Davidson County Register of Deeds Office; thence along said Westerly line South 25°52'52" East a distance of 123.99 feet to an iron pin set; thence South 74°00'20" West a distance of 380.11 feet to an iron pin set with said Northeasterly Right-of-Way line; thence along said Right-of-Way North 26°11'11" West a distance of 125.23 feet to the principal place of beginning containing 46,682 Sq. Ft. or 1.07 acres of land, more or less.

TRACT NO. THREE
Situated in the City of Madison in the 10th Councilmanic District of Davidson County, State of Tennessee and known as being tract two of Land conveyed to Wal-Mart Stores East, LP by Deed recorded in Instrument 20060905-0109520 in the Davidson County Register of Deeds Office and is further bounded and described as follows: Beginning at a concrete Right-of-Way monument

found at the intersection of the Northeasterly Right-of-Way of Liberty Lane (50' Wide) with the Southeasterly Right-of-Way of Vietnam Veterans Boulevard aka State Highway 386 (width varies); Thence along said Northeasterly Right-of-Way of Liberty Lane South 26°11'11" East a distance of 318.33 feet to an iron pin set and the principal place of beginning of the premises herein intended to be described; Thence North 74°00'20" East a distance of 380.11 feet to an iron pin set in the Westerly line of land conveyed to Wal-Mart Real Estate Business Trust by Deed recorded in Instrument 20060905-0109521 in the Davidson County Register of Deeds Office; thence along said Westerly line South 24°31'15" East a distance of 124.86 feet to an iron pin set; thence; South 74°07'58" West a distance of 376.58 feet to an iron pin set with said Northeasterly Right-of-Way of Liberty Lane; thence along said Right-of-Way North 26°11'11" West a distance of 124.61 feet to the principal place of beginning containing 46,551 Sq. Ft. or 1.07 acres of land, more or less.

TRACT NO. FOUR
TOGETHER WITH rights and benefits of that certain Access Easement of record in Instrument 201610060105693, Register's Office for Davidson County, Tennessee.

Being the same property conveyed to VP2 Music City, LLC, by Special Warranty Deed of record in Instrument 20160929-0102931, in the Register's Office of Davidson County, Tennessee.

Exhibit "B"

Permitted Exceptions

1. Reservation of Minerals and Restrictions contained in the Warranty Deed of record in Instrument 201609290102931, Register's Office for Davidson County, Tennessee.

2. Declaration of Maintenance Covenants of record in Instrument 201609290102930, aforesaid records.

3. Easement to Madison Suburban Utility District of record in Book 8244, Page 835, aforesaid records.

4. Stormwater Detention Agreement of record in Instrument 200706250075187, aforesaid records.

5. Declaration of Restrictions and Covenants for Stormwater Facilities and Systems of record in Instrument 201309240100383, aforesaid records.

6. Agreements for Dedication of Easements for Sanitary Sewer and/or Storm Drainage, Water Mains, Pumps and 201403050018311, Instrument 201403050018325, Instrument 201608260089480, Instrument 201608260089497, aforesaid records.

7. Easement Agreement of record in Instrument 201312020122282, aforesaid records.

8. Declaration of Restrictions and Covenants for Stormwater Facilities and Systems of record in Instrument 201609260101060, aforesaid records.

9. Access Easement of record in Instrument 201610060105693, aforesaid records.

10. All matters shown on ALTA/NSPS Land Title Survey conducted by Andrew Kramer, PLS License No. 3322, dated May 1, 2021 and last revised August 27, 2021 and being designated Project #149826.21R000-001.220, including the following: concrete drive and concrete headwall encroaching over the sanitary sewer along the west boundary line of Tract No. One and Tract No. Two.

11. County of Davidson taxes for the year 2021 and subsequent years, a lien not yet ascertainable, due or payable.

CERTIFICATE OF AUTHENTICITY

I, Jennifer D Stacy do hereby make oath that I am a licensed attorney and/or 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 September 9, 2021.

Jennifer D Stacy
Affiant
Date: 9/9/2021

STATE OF TENNESSEE
COUNTY OF Williamson

Sworn to and subscribed before me this 9th day of September, 2021

Notary Public

My Commission Expires: 1/6/25

KATHERINE ANN HEDRICK
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY