Karen Johnson Davidson County
Batch# 733588 DEEDWARRSP
10/11/2021 11:03:30 AM 7 pgs
Fees: $38.00 Taxes: $265,475.00
20211011-0136286

SPECIAL WARRANTY DEED

FROM: BES STATION 40 FUND XII LLC, a Delaware limited liability company, AS TO AN UNDIVIDED 45% TENANT IN COMMON INTEREST AND BES STATION 40 FUND XIII LLC, a Delaware limited liability company, AS TO AN UNDIVIDED 55% TENANT IN COMMON INTEREST

TO: VELOCIS STATION 40 SPE, LLC, a Delaware limited liability company

Name and Address New Owner as follows:	Send Tax Bills to:	Map-Parcel Number:
VELOCIS STATION 40 SPE, LLC 300 Crescent Court, Suite 850 Dallas, Texas 75201 Attn: Asset Manager	(same)	091-16-0-392.00

THIS INSTRUMENT PREPARED BY: Michael B. Manuel-Goldberg Kohn, Ltd., 55 E. Monroe Street, Suite 3300, Chicago, Illinois 60603

STATE OF TEXAS)
COUNTY OF DALLAS)

The actual consideration or value, whichever is greater, for this transfer is Seventy-One Million, Seven Hundred Fifty Thousand and No/100ths Dollars ($71,750,000.00).

Affiant, W. Frederick Hamm,
Authorized Agent of Grantee

Subscribed and sworn to before me, this the 4th day of Sept, 2021.

Carla Neal
Notary Public

My Comm. Expires: 11-20-2024

CARLA S NEAL
Notary Public, State of Texas
Comm. Expires 11-20-2024
Notary ID 12652284-0

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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 BES STATION 40 FUND XII LLC, a Delaware limited liability company, AS TO AN UNDIVIDED 45% TENANT IN COMMON INTEREST AND BES STATION 40 FUND XIII LLC, a Delaware limited liability company, AS TO AN UNDIVIDED 55% TENANT IN COMMON INTEREST, hereinafter called "GRANTOR", has bargained and sold, and by these presents does transfer and convey unto VELOCIS STATION 40 SPE, LLC, a Delaware limited liability company, hereinafter called "GRANTEE", its successors and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described as follows, to wit (the "Property"):

Land in Davidson County, Tennessee, being Lot No. 1 on the Plan of Resubdivision Plat of Lot 1 Hill Center Sylvan Heights of record in Instrument Number 20180914-0091408, in the Register's Office for Davidson County, Tennessee, to which Plan reference is hereby made for a more complete description of the property.

Together with beneficial easements contained in the Declaration of Covenants, Conditions, Restrictions and Easements by Hill Center Sylvan Heights, LLC, a Tennessee limited liability company of record as Instrument No. 20180906-0088545, in the Register's Office for Davidson County, Tennessee.

Being the same property conveyed to BES Station 40 Fund XII LLC, a Delaware limited liability company, an undivided 45% interest and BES Station 40 Fund XIII LLC, a Delaware limited liability company, an undivided 55% interest by Special Warranty Deed from Hill Center Sylvan Heights, LLC, a Tennessee limited liability company of record in Instrument No. 20180926-0095239, in the Register's Office for Davidson County, Tennessee.

Said property is transferred subject to the limitations, restrictions, and encumbrances set forth below and the covenants, conditions and restrictions set forth on Exhibit A attached hereto and made a part hereof.

This is improved property known as Station 40 Apartments, 610 Sylvan Heights Way, Nashville, Davidson County, Tennessee 37209.

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.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, Grantor has caused this Special Warranty Deed to be executed this 6th day of October, 2021.

GRANTOR:

BES STATION 40 FUND XII LLC, AS TO AN UNDIVIDED 45% TENANT IN COMMON INTEREST

By: _____
Name: Mark J. Putterman
Title: Vice President

STATE OF ILLINOIS)

COUNTY OF COOK)

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared Mark J. Putterman, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged him/herself to be the Vice President of BES STATION 40 FUND XII LLC, a Delaware limited liability company, the within named grantor, and being authorized so to do, executed the foregoing instrument for the purposes therein contained on behalf of the foregoing entity.

Witness my hand and seal, this the 28th day of September, 2021.

_____
NOTARY PUBLIC

My Commission Expires: May 29, 2025

JOYCE VOJCAK
OFFICIAL SEAL
Notary Public - State of Illinois
My Commission Expires
May 29, 2025

BES STATION 40 FUND XIII LLC, AS TO AN UNDIVIDED 55% TENANT IN COMMON INTEREST

By: _____
Name: Mark J. Putterman
Title: Vice President

STATE OF ILLINOIS)

COUNTY OF COOK)

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared Mark J. Putterman, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged him/herself to be the Vice President of BES STATION 40 FUND XIII LLC, a Delaware limited liability company, the within named grantor, and being authorized so to do, executed the foregoing instrument for the purposes therein contained on behalf of the foregoing entity.

Witness my hand and seal, this the 28th day of September, 2021.

_____
NOTARY PUBLIC

My Commission Expires: May 29, 2025

JOYCE VOJCAK
OFFICIAL SEAL
Notary Public - State of Illinois
My Commission Expires
May 29, 2025

EXHIBIT A

1. Taxes and assessments for the year 2021, and subsequent years, a lien not yet due and payable. Map/Parcel 091-16-0-392.00 (Davidson County).

2. Subject to all matters shown on the Plan of record as Instrument Number 20180914-0091408, Register's Office of Davidson County, Tennessee.

3. Declaration of Restrictions and Covenants for Stormwater Facilities and Systems of record in Instrument No. 20141105-0102022, in the Register's Office for Davidson County, Tennessee.

4. Terms, provisions, covenants, conditions, restrictions, easements, charges, assessments and liens provided in the Declaration of Covenants, Conditions, Restrictions and Easements of record in Instrument Number 20180906-0088545, Register's Office for Davidson County, Tennessee.

5. Restrictions as contained in Special Warranty Deed of record as Instrument No. 20180926-0095239, in the Register's Office for Davidson County, Tennessee.

6. The following matters shown on the Plan of record as Instrument No. 20180914-0091408, said Register's Office, and shown on the ALTA/NSPS Land Title Survey prepared by Clifford McGill (RLS #2699) of Azimuth Land Surveying, for Bock & Clark Corporation, field work completed August 4, 2021, dated August 18, 2021, last revised September 24, 2021, and designated NV5 NSN Project No. 202104437-001 / Azimuth Job No. AZ785:
   a. Utility easement in southeast corner
   b. Rights of others to use of private road known as Sylvan Heights Way
   c. 40' public utility drainage easement along northern portion of property
   d. Utility easement as set forth in plat crossing northern boundary at three points
   e. Detention vault
   f. 1' Nashville Electric Services easement along eastern boundary

Tennessee Certification of Electronic Document

I, Will Rogers, 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 10/7/21 (date of document).

Affiant Signature

10/7/21
Date

State of Tennessee

County of Williamson

Sworn to and subscribed before me this 7th day of October, 2021.

Notary's Signature

MY COMMISSION EXPIRES: 2-24-2025

NOTARY'S SEAL

BRINA MATHIS
STATE OF TENNESSEE NOTARY PUBLIC
WILLIAMSON COUNTY