SPECIAL WARRANTY DEED

STATE OF TENNESSEE, COUNTY OF Davidson

THE ACTUAL CONSIDERATION OR VALUE, WHICHEVER IS GREATER FOR THIS TRANSFER IS $4,100,000.00.

Affiant

Subscribed and sworn to me on October 11th, 2021.

NOTARY PUBLIC

My Commission Expires: 5/22/2023

TRACI NEWBY
STATE OF TENNESSEE NOTARY PUBLIC
GILES COUNTY

Karen Johnson Davidson County
Batch# 734780 DEEDWARRSP
10/12/2021 01:31:38 PM 3 pgs
Fees: $18.00 Taxes: $15,170.00
20211012-0137141

THIS INSTRUMENT WAS PREPARED BY:

Richard W. Sebastian
Ortale Kelley
330 Commerce Street, Suite 110
Nashville, TN 37201
File # 35211

NAME/ADDRESS OF NEW OWNER:	SEND TAX BILLS TO:	MAP – PARCEL #
State Street Flats, LLC 15332 Antioch St. #540 Pacific Palisades, CA 90272	SAME AS NEW OWNER	092-15-209

FOR AND IN CONSIDERATION of Ten ($10.00) 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, **216 LOUISE, LLC, a Tennessee limited liability company, as to an undivided 75% interest,** and **STATE & LOUISE, LLC, a Tennessee limited liability company, as to an undivided 25% interest**, hereinafter called "GRANTORS," have bargained and sold, and by these presents do transfer and convey unto **STATE STREET FLATS, LLC**, a Delaware limited liability company, hereinafter called "GRANTEE," its successors and assigns, certain tracts or parcels of land in Davidson County, State of Tennessee, more particularly described as follows:

Land in the 21st councilmanic district of Nashville, Davidson County, Tennessee, being the westerly part of Lots 19, 20, and 21 on the plan of Perry D. Maddin's subdivision of Elliston Place, of record in Book 57, Page 139, R.O.D.C. and more particularly described according to a survey by Patrick S. Coode T.R.L.S. No. 855 dated June 7, 2009, as follows:

Beginning at the intersection of the southerly right of way of State Street and the easterly right of way of Louise Avenue;
Thence along the right of way of State Street N 59°16'32" E, 72.0 feet to an iron pin; Thence leaving said State Street S 30°33'22"E, 146.59 feet to the north line of Lot 18;
Thence with said Lot 18 S 59°16'32" W, 72.00 feet to an iron pipe in the easterly right of way of Louise Avenue;

Thence along said Louise Avenue N 30°33'22" E, 146.59 feet to the point of beginning and containing 0.24 acre, more or less.

Being the same property conveyed to 216 Louise, LLC, as to an undivided 75% interest, by Deed from TPMG Holdings, LLC, a Tennessee limited liability company, dated October 14, 2009 and recorded on October 15, 2009, of record in Instrument No. 20091015-0095642, Register's Office for Davidson County, Tennessee. Also, being the same property conveyed to State and Louise, LLC, as to an undivided 25% interest, by Deed from TPMG Holdings, LLC, a Tennessee limited liability company, dated October 14, 2009 and recorded on October 15, 2009, of record in Instrument No. 20091015-0095643, Register's Office for Davidson County, Tennessee.

The conveyance of the Property, and all covenants and warranties contained herein,are made expressly subject to those Permitted Encumbrances set forth below (the "Permitted Encumbrances"):

1. 2021 Davidson County Taxes which have been prorated by the parties and are assumed by the Grantee;
2. All matters as shown on the plan of record in Book 57, page 139, Register's Office for Davidson County, Tennessee.
3. All matters as shown on the plat of survey made by Kevin L. Birdwell, Tenn. RLS No. 1797, with Ragan-Smith-Associates, dated October 8, 2021, Project 21-0323, shows the following, including but not limited to the following:
   (a) Encroachment of a wood fence 2.8' over and across the easterly property line onto the Land.
   (b) Concrete pad encroaches 3.1' over and across the easterly property line onto the Land.
   (c) Overhead power lines across the southerly property line.
4. Any and all zoning regulations, building restrictions, setback lines, if any, and easements and rights of way for public utilities applicable to this property.

This property is also known as improved property known as 214 Louise Avenue, Nashville, TN 37203.

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 GRANTORS do hereby covenant that the Property is free and clear from all encumbrances made or suffered by GRANTORS, except to the extent otherwise set forth herein; and GRANTORS do further covenant and bind itself, its successors and representatives, to warrant and forever defend the title to said land to said GRANTEE, its successors and assigns, against the lawful claims of all persons claiming by, through or under said GRANTORS, but not otherwise.

WITNESS our hands this 11th day of October, 2021.

216 LOUISE, LLC, a Tennessee limited liability company

By: _____
Ben H. Willingham, III, Manager

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Before me personally appeared Ben H. Willingham, III, to me known (or proved to me on the basis of satisfactory evidence) to be Manager of 216 LOUISE, LLC, the within named bargainor, and who, being duly authorized, executed the foregoing instrument on behalf of 216 LOUISE, LLC as authorized Manager.

Witness my hand, at office, on October 11th, 2021.

_____
Notary Public

TRACI NEWBY
STATE OF TENNESSEE NOTARY PUBLIC
GILES COUNTY

My Commission Expires: 05/22/2023

STATE & LOUISE, LLC, a Tennessee limited liability company

By: _____
Ben H. Willingham, III, Manager

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Before me personally appeared Ben H. Willingham, III, to me known (or proved to me on the basis of satisfactory evidence) to be Manager of STATE & LOUISE, LLC, the within named bargainor, and who, being duly authorized, executed the foregoing instrument on behalf of STATE & LOUISE, LLC as authorized Manager.

Witness my hand, at office, on October 11th, 2021.

_____
Notary Public

TRACI NEWBY
STATE OF TENNESSEE NOTARY PUBLIC
GILES COUNTY

My Commission Expires: 05/22/2023