THIS INSTRUMENT PREPARED BY:
NEAL & HARWELL, PLC
1201 Demonbreun Street, Suite 1000
Nashville, TN 37203

Karen Johnson Davidson County
Batch# 764422 DEEDWARRSP
12/01/2021 12:22:30 PM 7 pgs
Fees: $38.00 Taxes: $55,500.00
20211201-0158802

SPECIAL WARRANTY DEED

ADDRESS OF NEW OWNER(S):	SEND TAX BILLS TO:	MAP PARCEL NO.
CHERNER BRENTWOOD LOFTS, LLC, *et al.*	**(SAME)**	16200030200
(Name) c/o Cherner Development Group 8550 Leesburg Pike	(Name) c/o Brookside Properties, Inc. 2002 Richard Jones Rd, Suite C200 |	
(Street Address) Vienna, VA 22182	(Street Address) Nashville, TN 37215	
(City) (State) (Zip)	(City) (State) (Zip)	

FOR AND IN CONSIDERATION of the sum of Ten Dollars ($10.00), and other good and valuable consideration not herein mentioned, the receipt and sufficiency of which are hereby acknowledged 1616 BELL ROAD LLC, a Tennessee limited liability company ("**Grantor**") does hereby sell, transfer, and convey unto (a) CHERNER BRENTWOOD LOFTS, LLC, a Delaware limited liability company, a 18.82949% undivided interest; (b) ESC LOFTS SPE LLC, a Delaware limited liability company, a 18.82949% undivided interest; (c) ESC CHERNER BRENTWOOD LOFTS, LLC, a Delaware limited liability company, a 38.60044% undivided interest; and (d) AM LOFTS SPE LLC, a Delaware limited liability company, a 23.74058% undivided interest (collectively, the "**Grantee**"), as tenants in common, and its successors and assigns, the improved tract or parcel of real property in Nashville, Davidson County, Tennessee described in Exhibit A attached to and made a part of this Special Warranty Deed (the "**Land**"), TOGETHER WITH any and all improvements, appurtenances, rights, privileges and easements benefiting, belonging or pertaining to the Land, and any right, title and interest of Grantor in and to any land lying in the bed of any street, road or highway in front of or adjoining said Land, together with any strips or gores relating to the Land (the Land and the foregoing rights, easements and appurtenances being hereinafter collectively referred to as the "**Property**").

TO HAVE AND TO HOLD the same unto Grantee and its successors and assigns forever in fee simple. Grantor does covenant that it is lawfully seized and possessed of the Property in FEE SIMPLE, has full power and legal authority to convey the Property, and the title to the

Property is free, clear and unencumbered, except as noted in Exhibit B attached to and made a part of this Special Warranty Deed.

Grantor further covenants for itself and its successors and assigns, to warrant and forever defend the title to the Property to Grantee and its successors and assigns against all lawful claims of all persons claiming by, through or under it, but not further or otherwise.

IN WITNESS WHEREOF, Grantor has caused this instrument to be executed as of this 23rd day of November, 2021.

GRANTOR:

1616 Bell Road LLC,
a Tennessee limited liability company

By: Ramston 1616 Bell LLC
Its: Manager

By: Ramston Capital, LLC
Its: Manager

By: _____
Daniel N. McVicker, Jr., Manager

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public of the state and county mentioned, personally appeared Daniel N. McVicker, Jr., with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the Manager of Ramston Capital, LLC, Manager of Ramston 1616 Bell LLC, Manager of 1616 Bell Road LLC, the within named bargainor, a Tennessee limited liability company, and that he as such Manager, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of Ramston Capital, LLC, Manager of Ramston 1616 Bell LLC, Manager of 1616 Bell Road LLC as such Manager.

WITNESS my hand and seal, at office in Nashville, Tennessee, this 22nd day of November, 2021.

Tammy L. Morris
Notary Public

My Commission Expires: 1-8-2024

TAMMY L. MORRIS
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY

STATE OF California)
COUNTY OF San Diego)

I hereby swear or affirm that the actual consideration for this transfer, or value of the property transferred, whichever is greater, is $15,000,000.00, which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

Affiant Benjamin Chen

Sworn to and subscribed before me this 18 day of November, 2021.

Notary Public
My Commission Expires: July 5, 2023

JESSICA VAUGHN MASON
Notary Public - California
San Diego County
Commission # 2292690
My Comm. Expires Jul 5, 2023

EXHIBIT A
TO
SPECIAL WARRANTY DEED

LEGAL DESCRIPTION

TRACT 1:

LAND IN DAVIDSON COUNTY, TENNESSEE, BEING LOT 2 ON THE FINAL PLAT, RE-SUBDIVISION OF LOT #1, NATIONAL COLLEGE SUBDIVISION, OF RECORD IN INSTRUMENT NO. 201906210060113, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, TO WHICH REFERENCE IS HERE MADE FOR A MORE COMPLETE DESCRIPTION THEREOF.

BEING THE SAME PROPERTY CONVEYED TO 1616 BELL ROAD LLC BY DEED FROM COROLLA MANAGEMENT CORPORATION, OF RECORD IN INSTRUMENT NO. 201907300074976, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE.

TRACT 2:

EASEMENT(S) BENEFITING TRACT 1 MORE PARTICULARLY DESCRIBED IN INSTRUMENT NO. 20190730007495; AS AMENDED IN INSTRUMENT NO. 202110130137805, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE.

EXHIBIT B
TO
SPECIAL WARRANTY DEED

EXCEPTIONS

1. Taxes for the year 2022, and subsequent years, not yet due and payable.
2. Rights of tenants in possession, as tenants only, under prior unrecorded written residential leases with no rights of purchase or rights of first refusal.
3. All matters shown on plat of record in Instrument No. 201906210060113, in the Register's Office of Davidson County, Tennessee.
4. Sewer Easements from William Dyer and wife, Mrs. Wm. Dyer, to First Suburban Water Utility District of Davidson County, Tennessee (Radnor Water District), of record in Book 4545, Page 197 and Book 4545, Page 210, in the Register's Office of Davidson County, Tennessee.
5. Terms and provisions of Inspection and Maintenance Agreement for Private Stormwater Management Facilities, by and between Corolla Management Corp. and Metropolitan Government of Nashville and Davidson County, Tennessee, of record in Instrument No. 200802250017918, in the Register's Office of Davidson County, Tennessee.
6. Grant of Easement Transmission from Corolla Management Corporation to Piedmont Natural Gas Company, Inc., of record in Instrument No. 201507130067729, in the Register's Office of Davidson County, Tennessee.
7. Agreement for Dedication of Easement for Water Quality and/or Storm Drainage from Corolla Management Corporation to The Metropolitan Government of Nashville and Davidson County, Tennessee, of record in Instrument No. 200802250017951, in the Register's Office of Davidson County, Tennessee.
8. Easements granted to Piedmont Natural Gas Company, Inc. by Order of Possession of record in Instrument No. 201305030045026, and Consent Judgment and Final Decree in Instrument No. 201508100079946, in the Register's Office of Davidson County, Tennessee.
9. Terms and provisions of Declaration of Restrictions and Covenants for Stormwater Facilities and Systems, by Corolla Management Corporation in favor of the Metropolitan Government of Nashville and Davidson County, Tennessee, of record in Instrument No. 201905210048109, in the Register's Office of Davidson County, Tennessee.
10. Terms and provisions of Declaration of Easements, Covenants and Agreements by Corolla Management Corporation as Grantor of record in Instrument No. 201907300074975, in the Register's Office of Davidson County, Tennessee; as amended by Amendment to Declaration of Easements, Covenants and Agreements of record in Instrument No. 202110130137805, in said Register's Office.
11. Agreement for Dedication of Public Right-of-Way from 1616 Bell Road LLC to The Metropolitan Government of Nashville and Davidson County, Tennessee, of record in Instrument No. 201908050077480, in the Register's Office of Davidson County, Tennessee.
12. Any facts, rights, interests or claims that may exist or arise by reason of the following matters disclosed by the survey dated November 18, 2021, as prepared by Bryan A. Shirley, TN RLS 2085, of Blew and Associates, P.A., coordinated by Pixis, LLC, under Job No. 21-8036, as follows:

a. Overhead power lines, water meters and sanitary sewer lines located on the property without the benefit of a specific easement.
b. Encroachment of sidewalks over and into the proposed fifteen foot public storm easement.
c. Encroachment of parking, sidewalk and concrete curbing over and onto the adjoining property to the east.

True Copy Certification

I, Matt Foster, do hereby make oath that I am a licensed attorney and/or the custodian of the original version of the attached electronic document tendered for registration herewith and that this is a true and correct copy of the original document executed and authenticated according to law on 11/23/2021.

Signature

Date: 11/23/2021

State of Tennessee

County of Davidson

Personally, appeared before me, Kristy Engle, a notary public for this county and state, Matt Foster who acknowledges that this certification of an electronic document is true and correct and whose signature I have witnessed.

Notary's Signature 11/23/2021

My Commission Expires: 12/18/2022
Notary Seal

KRISTY ENGLE
STATE OF TENNESSEE NOTARY PUBLIC
MONTGOMERY COUNTY