Karen Johnson Davidson County
Batch# 777222 DEEDWARRSP
12/21/2021 10:19:30 AM 5 pgs
Fees: $28.00 Taxes: $518,370.00
20211221-0168326

ADDRESS NEW OWNER	MAP/PARCEL	SEND TAX BILLS TO:
205 D Owner, LLC c/o WhyHotel, Inc., 1140 3rd Street NE, 4th Floor, Suite B Washington, DC 2002	Map/Parcel 093-06-4-107.00	Same as New Owner

This instrument prepared by:

205 Demonbreun Realty Holding Company LLC
225 N Columbus Dr | Suite 100 | Chicago, IL 60601

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 consideration, the receipt and sufficiency of which are hereby acknowledged, 205 Demonbreun Realty Holding Company LLC, a Delaware limited liability company (Grantor"), has transferred, bargained, sold, granted and conveyed, and by these presents does hereby transfer, bargain, sell, grant and convey to 205 D Owner, LLC, a Delaware limited liability company ("Grantee"), Grantee's successors and assigns, certain land in Davidson County, Tennessee, being more particularly described on **Exhibit A**, attached hereto and incorporated herein by reference (the "Property").

This conveyance of the Property, and all covenants and warranties contained herein, are made expressly subject to all matters of record and those exceptions listed on **Exhibit B**, attached hereto and incorporated herein by reference (collectively, the "Permitted Exceptions"). This is improved property located at 205 Demonbreun Street, Nashville 37201, Davidson County, Tennessee.

TO HAVE AND TO HOLD the Property with all the appurtenances, estate, title and interest thereunto belonging or in any wise appertaining unto the Grantee, his heirs and assigns in fee simple forever.

Grantor further covenants and binds itself to warrant and forever defend title to the Property to the Grantee, Grantee's heirs and assigns, against the lawful claims of all persons whomsoever claiming by, through or under Grantor.

[signature page to follow]

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $140,100,000.00.

Affiant

Subscribed and sworn to before me this 15th day of December, 2021.

Notary Public
My Commission Expires: 9-08-25

DIANNE R. KIRBY STATE OF TENNESSEE NOTARY PUBLIC DAVIDSON COUNTY

IN WITNESS WHEREOF, the Grantor has executed this Special Warranty Deed the 15th day of December, 2021, to be effective December 15, 2021.

205 Demonbreun Realty Holding Company LLC,
a Delaware limited liability company

By: _____
Name: David Carlins
Title: Authorized Signatory

STATE OF ILLINOIS)
COUNTY OF COOK)

Before me, Valerie J Baldassin, of the state and county aforesaid, personally appeared David Carlins, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon oath, acknowledged her/himself to be the Authorized Signatory of 205 Demonbreun Realty Holding Company, the within-named bargainor, a Delaware limited liability company, and that s/he as such Authorized Signatory executed the foregoing instrument for the purpose therein contained, by signing the name of the corporation by her/himself as Authorized Signatory.

WITNESS my hand and seal, at office in Chicago, Illinois, this 7th day of December, 2021.

Valerie J Baldassin
Notary Public
My Commission Expires: 5-22-22

OFFICIAL SEAL
VALERIE J BALDASSIN
NOTARY PUBLIC - STATE OF ILLINOIS
MY COMMISSION EXPIRES:05/22/22

EXHIBIT A

Description of the Property

Parcel I

Land in Davidson County, Tennessee, being Lot 1, as shown on the map entitled Consolidation of SoBro, of record in Instrument No. 20150401-0028122, Register's Office for Davidson County, Tennessee, to which plan reference is hereby made for a more complete and accurate property description.

Being the same property conveyed to 205 DEMONBREUN REALTY HOLDING COMPANY LLC, A DELAWARE LIMITED LIABILITY COMPANY, by deed from WMG REALTY HOLDING COMPANY LLC, A DELAWARE LIMITED LIABILITY COMPANY, of record in Instrument No. 20140722-0064876, dated July 16, 2014, said Register's Office.

Parcel II

Easements and rights set forth in that certain Easement Agreement by and between 205 DEMUNBREUN REALTY HOLDING COMPANY, LLC, AND C.B. RAGLAND COMPANY, dated as of September 16, 2014 and recorded as Instrument No. 20140917-0085202, Register's Office for Davidson County, Tennessee.

Parcel III

Easements and rights set forth in that certain Plan of Consolidation of SoBro of record as Instrument No. 20150401-0028122, Register's Office for Davidson County, Tennessee.

EXHIBIT B

Permitted Encumbrances

1. Taxes for the year 2021 and subsequent years, a lien not yet due and payable, which have been prorated by the parties at closing.

2. Matters shown on the Plan of record in Instrument No. 20150401-0028122, said Register's Office.

3. Easement Agreement by and between 205 Demonbreun Realty Holding Company, LLC, and C.B. Ragland Company of record in Instrument No. 20140917-0085202, said Register's Office.

4. Grant of Easement by and between Comcast of Nashville I, LLC, to 205 Demonbreun Realty Holding Company, LLC, of record in Instrument No. 20161021-0111271, said Register's Office.

5. Notice of Land Use Restrictions of record in Instrument No. 20180319-0025729, said Register's Office.

6. Memorandum of Development Agreement by and between Metropolitan Development and Housing Agency and 205 Demonbreun Realty Company, LLC, of record in Instrument No. 20190220-0015538, said Register's Office. As affected by Certificate of Completion of record in Instrument No. 20200313-0028461, said Register's Office.

7. Parking Declaration and Agreement of record as Instrument No. 20190220-0015539, said Register's Office.

8. Memorandum of Lease by and between 205 Demonbreun Realty Holding Company, LLC, and Dolgen Corp, LLC, of record as Instrument No. 20190726-0073999, said Register's Office.

9. Terms, conditions and restrictions for the Rutledge Hill Development Plan of record in Ordinance Nos. O8O-133, O86-1131, 87-1695, 91-1520, 91-754, 097-755 (also recorded in Book 10512, page 464) and BL2005-875 (also recorded in Instrument No. 20130903-0092716).

10. Stormwater Maintenance Agreement of record as Instrument No. 20140919-0086338, said Register's Office.

Certificate of Authenticity

I, Melissa Foster, do hereby make oath that I am 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 Dec. 15, 2021.

12-15-21
Date

Affiant Signature

State of Tennessee
County of Davidson

Sworn to and subscribed before me this 15th day of December, 2021.

Melissa Ann Foster
Notary's Signature

MELISSA ANN FOSTER
STATE OF TENNESSEE
NOTARY PUBLIC
DAVIDSON COUNTY
MY COMMISSION EXPIRES OCTOBER 2, 2023

My Commission Expires: 10/2/2023
Date