This instrument prepared by and after recording return to:

SWVP-NY T3A LLC
c/o Southwest Value Partners
Attn: Legal Department
12770 El Camino Real, Suite 200
San Diego, CA 92130

Karen Johnson Davidson County
Batch# 782357 **DEEDWARRSP**
12/30/2021 01:46:54 PM 6 pgs
Fees: $33.00 Taxes: $199,430.00
20211230-0171979

SPECIAL WARRANTY DEED

Address New Owner(s) as follows:	Send Tax Bills To:	Tax Map/Parcel IDs:
SWVP-NY T3A LLC c/o Southwest Value Partners 12770 El Camino Real, Suite 200 San Diego, CA 92130	SWVP-NY T3A LLC c/o Southwest Value Partners 12770 El Camino Real, Suite 200 San Diego, CA 92130	093050A040D

FOR AND IN CONSIDERATION of the sum of Ten Dollars and No/100 ($10.00), cash in hand paid by Grantee and other good and valuable consideration accepted as cash, the receipt and sufficiency of which are hereby acknowledged, **UPTOWN PROPERTY HOLDINGS LLC,** a Delaware limited liability company (hereinafter collectively referred to as "Grantor"), herein this day has bargained and sold, and does hereby transfer and convey, unto **SWVP-NY T3A LLC,** a Delaware limited liability company (hereinafter referred to as "Grantee"; the terms "Grantor" and "Grantee" to include their respective heirs, legal representatives, successors and assigns where the context requires or permits), the following described real property, to wit:

> ALL THAT TRACT OR PARCEL of improved land lying and being in Davidson County, Tennessee, being more particularly described on **Exhibit "A"** attached hereto (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 said Property, with the appurtenance, estate, title and interest thereto belonging, to Grantee, its successors and assigns forever.

AND Grantor does hereby covenant with Grantee that it is lawfully seized and possessed of the Property in FEE SIMPLE and that it has good right to sell and convey the same.

AND Grantor does further covenant and bind itself, its successors and assigns, to warrant and forever defend the title to the Property to Grantee, its successors and assigns, against the lawful claims of all persons claiming by, through or under Grantor, but no further or otherwise, subject however to all real estate taxes not yet delinquent; covenants, conditions, restrictions, easements, rights of way and other matters of record; applicable laws, ordinances, statutes, orders, requirements and regulations to which the

Property is subject, including, without limitation, all building, zoning and environmental laws and requirements; and any state of facts which a new or updated survey or physical inspection of the Property might disclose.

BY ACCEPTANCE OF THIS SPECIAL WARRANTY DEED, GRANTEE ACKNOWLEDGES THAT GRANTOR HAS NOT MADE AND DOES NOT MAKE ANY REPRESENTATIONS OR WARRANTIES AS TO THE PHYSICAL CONDITION, OR ANY OTHER MATTER AFFECTING OR RELATED TO THE PROPERTY (OTHER THAN WARRANTIES OF TITLE AS PROVIDED AND LIMITED HEREIN). BY ACCEPTANCE OF THIS SPECIAL WARRANTY DEED, GRANTEE EXPRESSLY AGREES THAT TO THE MAXIMUM EXTENT PERMITTED BY LAW, THE PROPERTY IS CONVEYED "AS IS, WHERE IS, WITH ALL FAULTS," AND GRANTOR EXPRESSLY DISCLAIMS, AND GRANTEE, BY ACCEPTANCE OF THIS SPECIAL WARRANTY DEED, ACKNOWLEDGES AND ACCEPTS THAT GRANTOR HAS DISCLAIMED ANY AND ALL REPRESENTATIONS, WARRANTIES OR GUARANTIES, OF ANY KIND, ORAL OR WRITTEN, EXPRESS OR IMPLIED (EXCEPT AS TO TITLE AS HEREIN PROVIDED AND LIMITED), CONCERNING THE PROPERTY, INCLUDING, WITHOUT LIMITATION, (i) THE VALUE, CONDITION, MERCHANTABILITY, HABITABILITY, MARKETABILITY, PROFITABILITY, SUITABILITY OR FITNESS FOR A PARTICULAR USE OR PURPOSE OF THE PROPERTY, (ii) THE SUITABILITY OF THE PROPERTY FOR ANY AND ALL ACTIVITIES AND USES WHICH GRANTEE OR ANYONE ELSE MAY CONDUCT THEREON, (iii) THE ENVIRONMENTAL CONDITION OF THE PROPERTY AND (iv) THE COMPLIANCE OF THE PROPERTY WITH APPLICABLE LAWS AND REGULATIONS.

IN WITNESS WHEREOF, the Grantor has caused this instrument to be executed on this 30th day of December, 2021.

GRANTOR:

UPTOWN PROPERTY HOLDINGS LLC,
a Delaware limited liability company

By: _____
Name: Mark Schlossberg
Title: Authorized Representative

CALIFORNIA ACKNOWLEDGMENT

A Notary Public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

STATE OF CALIFORNIA)
) SS.
COUNTY OF SAN DIEGO)

On December 22, 2021, before me, JULIE TORRES, personally appeared Mark Schlossberg, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature Julie Torres

JULIE TORRES
Notary Public - California
San Diego County
Commission # 2284925
My Comm. Expires May 9, 2023

(Seal)

[Affidavit of Consideration on Following Page]

STATE OF TENNESSEE

COUNTY OF DAVIDSON

I hereby swear and affirm that the actual consideration for this transfer, or value of the property transferred, whichever is greater, is $ 53,900,000.00, which is equal to or greater than the amount the property transferred would command at a fair and voluntary sale.

Affiant

Sworn to and subscribed before me,
this 30th day of December, 2021.

NOTARY PUBLIC

My Commission Expires: 7/22/2025

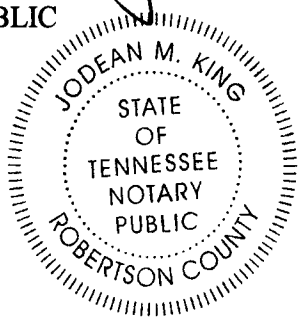


EXHIBIT A

Property Description

111 10th Avenue North 2.8 Acre Tract PROPERTY DESCRIPTION

A tract of land located in the 19th Council District of Metropolitan Nashville Davidson County Tennessee being generally bounded on the north by SWVP-NY P4/5 Tower One LLC, On the east by 10th Avenue North, on the south by the remaining lands by Uptown Property Holdings LLC by Instrument Number 201511250119535 R.O.D.C., Tennessee and on the west by the CSX Transportation Railroad and being more particularly described as follows:

Beginning at a found 1/2" diameter iron rebar with a RSA cap (TN SPC N:666099.88, E: 1736424.07) the southeast corner of SWVP-NY P4/5 Tower One, LLC, recorded in Deed Instrument Number 20190725-0073202 in Register of Deeds of Davidson County Tennessee (R.O.D.C.T.) in the westerly right of way of 10th Avenue North;

Thence with westerly right of way of 10th Ave North said line of the following seven (7) calls and distances:

1. South 25 Degrees 18 Minutes 33 Seconds East, 62.08 feet to a set 1/2" diameter iron rebar with a RSA cap;

2. South 27 Degrees 15 Minutes 05 Seconds East, 123.50 feet to a set 1/2" diameter iron rebar with a RSA cap;

3. 70.61 feet along the arc of a curve to the left having a radius of 132.50, a central angle of 30 Degrees 32 Minutes 03 Seconds, a chord bearing of South 42 Degrees 31 Minutes 06 Seconds East, and a chord distance of 69.78 feet to a set 1/2" diameter iron rebar with a RSA cap.

4. South 27 Degrees 15 Minutes 14 Seconds East, 32.92 feet to a set 1/2" iron rebar with a RSA cap;

5. North 63 Degrees 09 Minutes 36 Seconds East, 16.84 feet to a set 1/2" diameter iron rebar with a RSA cap;

6. 24.54 feet along the arc of a curve to the right having a radius of 87.50, a central angle of 16 Degrees 04 Minutes 17 Seconds a chord bearing of South 35 Degrees 13 Minutes 16 Seconds East and a chord distance of 24.46 feet to a set 1/2" diameter iron rebar with a RSA cap;

7. South 27 Degrees 11 Minutes 06 Seconds East, 256.04 feet to a point.

Thence leaving the westerly right of way of 10th Ave North with a new line of division, South 62 Degrees 48 Minutes 54 Seconds East, 235.63 feet to a found iron rebar with no cap in the easterly line of Open Space PUDE/Public Access Easement as shown on the final plat entitled "Nashville Yards Subdivision, CSX Property" of record Instrument Number 201803060021220, R.OD.C., TN.

Thence with the easterly line of said Open Space PUDE/ Public Access Easement, North 27 Degrees 07 Minutes 11 Seconds West, 224.92 feet to a found iron rebar with no cap in the easterly right of way of the CSX Transportation Railroad, right of way width varies;

Thence with the easterly right of way of the CSX Transportation Railroad the following three calls.

1. North 27 Degrees 07 Minutes 11 Seconds West, 268.24 feet to a set 1/2" diameter iron rebar with a RSA cap in the eastern right of way of Church Street.

2. North 28 Degrees 56 Minutes 36 Seconds West 53.15 feet to a set 1/2" diameter iron rebar with a RSA cap.

3. North 27 Degrees 09 Minutes 54 Seconds West, 10.37 feet to a set ½" diameter iron rebar with a RSA cap.

Thence, with the south line of SWVP-NY-P4/5 Tower One, LLC by Instrument Number 201907250073202, R.O.D.C, TN., North 60 Degrees 06 Minutes 20 Seconds East, 200.05 feet to the Point of Beginning.

Said parcel containing 122,299 square feet or 2.80 acres more or less.

Source of North per State of Tennessee Coordinate System of 1983.

Land description prepared by Ragan Smith Associates, 315 Woodland St, Nashville TN 37206