This Instrument Prepared By: Laurence M. Papel Nelson Mullins Riley & Scarborough, LLP 150 Fourth Avenue North Suite 1100 Nashville, Tennessee 37219	Karen Johnson Davidson County Batch# 784458 **DEEDWARRSP** 01/04/2022 03:05:44 PM 9 pgs Fees: $48.00 Taxes: $129,500.00 20220104-0001386

SPECIAL WARRANTY DEED

Address New Owner:	**Send Tax Bills To:**	**Map & Parcel Nos.:**
Second Avenue Nashville Property LLC c/o The Congress Group 33 Arch Street Boston, MA 02110 Attention: Dean Stratouly, CEO	Same	093-11-028.00 093-11-029.00 093-11-032.00 093-11-036.00 093-11-037.00 093-11-038.00 093-11-039.00 093-11-040.00 093-11-041.00

FOR AND IN CONSIDERATION of the sum of Ten ($10.00) Dollars, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, **SECOND AVENUE PROPERTIES, G.P.**, a Tennessee general partnership ("**Grantor**"), has bargained and sold and does hereby transfer and convey unto **SECOND AVENUE NASHVILLE PROPERTY LLC**, a Delaware limited liability company ("**Grantee**"), its successors and assigns, all of Grantor's right, title and interest in and to those certain tracts or parcels of land located in Davidson County, Tennessee and described with greater particularity in **Exhibit A**, attached and incorporated by this reference, together with all of Grantor's rights, title and interest in and to all rights, appurtenances and hereditaments pertaining thereto, and all of Grantor's interest in and to all improvements in, upon and under such land.

The above-referenced land is improved property in Nashville, Davidson County, Tennessee 37210, known by the following addresses and parcel identification numbers:

Davidson County Parcel ID	**Address**
093-11-0028.00	507 2nd Ave. S.
093-11-0029.00	203 Peabody St.
093-11-0032.00	518 3rd Ave. S.

093-11-0036.00	521 2nd Ave. S.
093-11-0037.00	519 2nd Ave. S.
093-11-0038.00	517 2nd Ave. S.
093-11-0039.00	515 2nd Ave. S.
093-11-0040.00	511 2nd Ave. S.
093-11-0041.00	509 2nd Ave. S.

The foregoing is referred to herein together with the improvements and other rights described in the first paragraph hereof as the "**Property**".

TO HAVE AND TO HOLD the Property, and the appurtenances and hereditaments thereunto belonging or in any way appertaining to the said 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; that it has a 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 against the lawful claims of all persons claiming by, through or under Grantor, but no further or otherwise, subject however to the matters set forth on **Exhibit B** attached hereto and incorporated by reference.

[SIGNATURE ON FOLLOWING PAGE]

SIGNATURE PAGE
TO
SPECIAL WARRANTY DEED

IN WITNESS WHEREOF, Grantor has executed or caused this instrument to be executed on the day and year first above written.

GRANTOR:

SECOND AVENUE PROPERTIES, G.P.,
a Tennessee general partnership

By: Corner Partnership, LLC, a Tennessee limited liability company, its Partner

By: _____
Name: Laurence M. Papel
Title: Chief Manager

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public for the state and county aforesaid, Laurence M. Papel, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the Chief Manager of Corner Partnership, LLC, a Tennessee limited liability company, the Partner of **SECOND AVENUE PROPERTIES**, a Tennessee general partnership, the within named bargainor, and is authorized to execute this instrument on behalf of such general partnership.

WITNESS my hand and office, this 29th day of December 2021.

TAMMY RHOADES
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY

Tammy Rhoades
Notary Public

My Commission Expires: July 3, 2023

AFFIDAVIT OF CONSIDERATION

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, is ~~$35,000,000.00~~.

Affiant

Subscribed before me this 29th day of December 2021.

Notary Public

TAMMY RHOADES
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY

My Commission Expires: July 3, 2023

EXHIBIT A

Legal Description

Land situated in the County of Davidson, State of Tennessee, and described as follows:

TRACT 1 (511, 515 & 517 2ND AVE. SO.):

LAND IN DAVIDSON COUNTY, TENNESSEE, BEING THE SOUTHERLY 20 FEET OF LOT NO. 1 AND ALL LOTS NOS. 2, 3, 4 AND 5, IN THE UNIVERSITY PLAN OF LOTS, CALLED "COLLEGE CAMPUS", NOT OF RECORD, DESCRIBED AS FOLLOWS:

BEGINNING ON THE WESTERLY MARGIN OF 2ND AVENUE, SOUTH, FORMERLY MARKET STREET, AT A POINT 50 FEET NORTH OF THE NORTHERLY MARGIN OF HIGHLAND AVENUE; THENCE WITH THE WESTERLY MARGIN OF 2ND AVENUE, SOUTH, NORTHWARDLY 120 FEET; THENCE WESTWARDLY 102 FEET, MORE OR LESS, TO THE EASTERLY MARGIN OF AN ALLEY; THENCE WITH SAID ALLEY, SOUTHWARDLY 120 FEET; THENCE EASTWARDLY 102 FEET TO THE BEGINNING.

TRACT 2:

PARCEL 1 (518 3RD AVE. SO.):

LAND IN DAVIDSON COUNTY, TENNESSEE, BEING LOTS 8, 9, 10, 11, 12, AND 13 IN THE SUBDIVISION OF COLLEGE CAMPUS, NOT OF RECORD.

SAID LOTS ADJOIN AND FRONT TOGETHER 150 FEET ON THE EASTERLY SIDE OF COLLEGE STREET, NOW THIRD AVENUE SOUTH, AND EXTEND BACK 102 FEET, MORE OR LESS, TO AN ALLEY, MEASURING 150 FEET MORE OR LESS, THEREON.

TRACT 2, PARCEL 1 ALSO DESCRIBED ACCORDING TO A SURVEY PREPARED BY MICHAEL R. WILLIAMS, RLS NO. 1906, HFR DESIGN, SURVEY DIVISION, PROJECT NO. 2013016, DATED FEBRUARY 8, 2013, LAST REVISED MARCH 7, 2013, AS FOLLOWS:

BEING A TRACT OF LAND IN THE 19TH COUNCILMANIC DISTRICT OF DAVIDSON COUNTY, TENNESSEE AND BEING TAX MAP 93-11, PARCEL 32 AND BEING THE PROPERTY OF WILSON P. STEVENSON, JR. OF RECORD IN INSTRUMENT NO. 200511220141138 AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A MAG-NAIL AND DISK NEW IN THE EAST RIGHT-OF-WAY LINE OF 3RD AVENUE SOUTH AND AT A BUILDING CORNER AND BEING THE NORTHWEST CORNER OF THE HEREIN DESCRIBED TRACT AND THE SOUTHWEST CORNER OF LAURENCE M. PAPEL TRUSTEE PROPERTY OF RECORD IN DEED BOOK 9846, PAGE 228;

THENCE, LEAVING 3RD AVENUE RIGHT-OF-WAY AND RUNNING WITH PAPEL'S SOUTH LINE, N 62 DEG. 42' 58" E, 99.73' TO A MAG-NAIL AND DISK NEW IN THE WEST RIGHT-OF-WAY LINE OF ALLEY NO. 149 (12' WIDE) AND A CORNER WITH PAPEL AND BEING THE NORTHEAST CORNER OF THE HEREIN DESCRIBED TRACT;
THENCE, LEAVING PAPEL AND RUNNING WITH THE WEST LINE OF ALLEY NO. 149, S 27 DEG. 23' 27" E, 150.42' TO A MAG-NAIL AND DISK NEW IN THE CONCRETE WALK AND IN THE NORTH RIGHT-OF-WAY LINE OF LEA AVENUE AND BEING THE SOUTHEAST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, LEAVING ALLEY NO. 149 AND RUNNING WITH LEA AVENUE, S 62 DEG. 57' 26" W, 99.80' TO A MAG-NAIL AND DISK NEW IN THE CONCRETE WALK AND BEING THE SOUTHWEST CORNER OF THE HEREIN DESCRIBED TRACT AND THE INTERSECTION OF NORTH RIGHT-OF-WAY LINE OF LEA AVENUE AND THE EAST RIGHT-OF-WAY LINE OF 3RD AVENUE SOUTH;

THENCE, LEAVING LEA AVENUE AND RUNNING WITH 3RD AVENUE SOUTH, N 27 DEG. 21' 54" E, 150.00' TO THE POINT OF BEGINNING.

PARCEL 2 (519 & 521 2ND AVE. SO.):

LAND IN DAVIDSON COUNTY, TENNESSEE, BEING LOTS 6 AND 7 ON THE PLAN OF THE NASHVILLE UNIVERSITY LOTS CALLED "COLLEGE CAMPUS," NOT OF RECORD, AND BEING DESCRIBED AS FOLLOWS:

LOT NO. 6 FRONTS 25 FEET ON THE WESTERLY SIDE OF SECOND AVENUE SOUTH, FORMERLY MARKET STREET, AND RUNS BACK BETWEEN PARALLEL LINES, PARALLEL WITH AND 25 FEET NORTH OF THE NORTHERLY MARGIN OF HIGHLAND AVENUE, 101 FEET, MORE OR LESS, TO AN ALLEY. SAID LOT NO. 7 FRONTS 25 FEET ON THE WESTERLY SIDE OF 2ND AVENUE SOUTH, FORMERLY MARKET STREET, AND RUNS BACK BETWEEN PARALLEL LINES WITH THE NORTHERLY MARGIN OF HIGHLAND AVENUE OR TROOST STREET, 101 FEET, MORE OR LESS, TO AN ALLEY.

TRACT 1 AND TRACT 2, PARCEL 2 ALSO DESCRIBED ACCORDING TO A SURVEY PREPARED BY MICHAEL R. WILLIAMS, RLS NO. 1906, HFR DESIGN, SURVEY DIVISION, PROJECT NO. 2013016, DATED FEBRUARY 8, 2013, LAST REVISED MARCH 7, 2013, AS FOLLOWS:

BEING A TRACT OF LAND IN THE 19TH COUNCILMANIC DISTRICT OF DAVIDSON COUNTY, TENNESSEE AND BEING TAX MAP 93-11, PARCELS 36-40 AND BEING THE PROPERTY OF WILSON P. STEVENSON, JR. OF RECORD IN INSTRUMENT NO. 200511220141138 FOR PARCEL 36, STEVENSON TRUST NO. 4 OF RECORD IN DEED BOOK 9074, PAGE 107 FOR PARCEL 37, AND LEONARD A. STEPHENS OF RECORD IN DEED BOOK 7893, PAGE 827 FOR PARCELS 38-40 AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A MAG-NAIL AND DISK NEW IN THE WEST RIGHT-OF-WAY LINE OF 2ND AVENUE SOUTH GENERALLY AT THE BACK OF WALK AND IN THE SOUTH RIGHT-OF-WAY LINE OF ALLEY NO. 149 (12' WIDE);

THENCE, LEAVING ALLEY NO. 149 AND RUNNING WITH 2ND AVENUE RIGHT-OF-WAY, S 27 DEG. 23' 27" E, 170.00' TO A MAG-NAIL AND DISK NEW AT THE BACK OF WALK CORNER AND THE CORNER OF 2ND AVENUE AND LEA AVENUE RIGHT-OF-WAY AND BEING THE SOUTHEAST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, LEAVING 2ND AVENUE AND RUNNING WITH THE NORTH RIGHT-OF-WAY LINE OF LEA AVENUE, S 62 DEG. 57' 26" W, 100.01' TO A MAG-NAIL AND DISK NEW IN THE CONCRETE WALK AND IN THE EAST RIGHT-OF-WAY LINE OF ALLEY NO. 149 AND BEING THE SOUTHWEST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, LEAVING LEA AVENUE AND RUNNING WITH ALLEY NO. 149, N 27 DEG. 23' 27" W, 169.39' TO A MAG-NAIL AND DISK NEW IN ASPHALT AND BEING THE NORTHWEST CORNER OF THE HEREIN DESCRIBED TRACT AND THE CORNER OF THE SOUTH RIGHT-OF-WAY LINE OF ALLEY NO. 149;

THENCE, WITH SAID SOUTH RIGHT-OF-WAY OF ALLEY NO. 149, N 62 DEG. 36' 33" E, 100.00' TO THE POINT OF BEGINNING.

TRACT 3 (507 2ND AVE. SO.):

LAND LYING IN DAVIDSON COUNTY, TENNESSEE, MORE PARTICULARLY DESCRIBED ACCORDING TO A SURVEY BY R.L. MONTOYA-LAND SURVEYING, INC., DATED AUGUST 28, 1995, BEING JOB NO. 95-9-105, AS FOLLOWS:
BEGINNING AT AN EXISTING IRON ROD IN THE WESTERLY MARGIN OF 2ND AVENUE SOUTH, SAID POINT BEING THE NORTHEASTERLY CORNER OF THE HEREIN DESCRIBED TRACT; THENCE, WITH SAID ROAD MARGIN, SOUTH 28 DEG. 20 MIN. 00 SEC. EAST, 109.94 FEET TO AN EXISTING IRON ROD; THENCE, LEAVING SAID ROAD MARGIN, SOUTH 61 DEG. 33 MIN. 27 SEC. WEST, 210.99 FEET TO A P.K. NAIL SET IN THE EASTERLY MARGIN OF 3RD AVENUE SOUTH; THENCE, WITH SAID ROAD MARGIN, NORTH 28 DEG. 13 MIN. 35 SEC. WEST, 189.94 FEET TO A P.K. NAIL SET IN THE INTERSECTION OF 3RD AVENUE SOUTH AND PEABODY STREET THENCE, WITH SAID PEABODY STREET, NORTH 61 DEG. 36 MIN. 00 SEC. EAST, 150.05 FEET TO AN EXISTING IRON ROD; THENCE, LEAVING SAID ROAD MARGIN, SOUTH 28 DEG. 20 MIN. 00 SEC. EAST, 79.77 FEET TO A P.K. NAIL SET; THENCE, NORTH 61 DEG. 40 MIN. 00 SEC. EAST, 60.13 FEET TO THE POINT OF BEGINNING.

TRACT 4 (509 2ND AVE. SO.):

LAND LYING IN DAVIDSON COUNTY, TENNESSEE, MORE PARTICULARLY DESCRIBED ACCORDING TO A SURVEY BY R.L. MONTOYA-LAND SURVEYING, INC., DATED AUGUST 28, 1995, BEING JOB NO. 95-9-105, AS FOLLOWS:

BEGINNING AT AN EXISTING IRON ROD IN THE WESTERLY MARGIN OF 2ND AVENUE SOUTH, SAID POINT BEING THE NORTHEASTERLY CORNER OF THE HEREIN DESCRIBED TRACT; THENCE, WITH SAID ROAD MARGIN, SOUTH 28 DEG. 20 MIN. 00 SEC. EAST, 63.79 FEET TO AN EXISTING P.K. NAIL AT THE BEGINNING OF A CURVE; THENCE, WITH SAID CURVE TO THE RIGHT, HAVING A RADIUS OF 20.00 FEET AND AN ARC LENGTH OF 31.42 FEET, TO A P.K. NAIL SET IN THE NORTHERLY MARGIN OF A 12' ALLEY; THENCE, WITH SAID ALLEY, SOUTH 61 DEG. 40 MIN. 00 SEC. WEST, 92.00 FEET TO A P.K. NAIL SET; THENCE, SOUTH 28 DEG. 20 MIN. 00 SEC. EAST, 30.90 FEET TO A P.K. NAIL SET, SAID POINT BEING THE NORTHEAST CORNER TO M.K. STEPHENSON AND J.E. STEPHENSON, AS OF RECORD IN DEED BOOK 9541, PAGE 583, R.O.D.C., TN; THENCE, WITH SAID COMMON LINE, SOUTH 61 DEG. 46 MIN. 25 SEC. WEST, 99.20 FEET TO A P.K. NAIL SET IN THE EASTERLY MARGIN OF 3RD AVENUE SOUTH; THENCE, WITH SAID ROAD MARGIN, NORTH 28 DEG. 13 MIN. 35 SEC. WEST, 114.10 FEET TO A P.K. NAIL SET; THENCE, NORTH 61 DEG. 33 MIN. 27 SEC. EAST, 210.99 FEET TO THE POINT OF BEGINNING.

TRACT 5 (203 PEABODY):

LAND LYING IN DAVIDSON COUNTY, TENNESSEE, MORE PARTICULARLY DESCRIBED ACCORDING TO A SURVEY BY R.L. MONTOYA-LAND SURVEYING, INC., DATED AUGUST 28, 1995, BEING JOB NO. 95-9-105, AS FOLLOWS:

BEGINNING AT A P.K. NAIL SET IN THE SOUTHEASTERN INTERSECTION OF THE MARGINS OF 2ND AVENUE SOUTH AND PEABODY STREET, SAID POINT BEING THE NORTHEAST CORNER OF THE HEREIN DESCRIBED TRACT; THENCE, WITH THE MARGIN OF 2ND AVENUE SOUTH, SOUTH 28 DEG. 20 MIN. 00 SEC. EAST, 79.84 FEET TO AN EXISTING IRON ROD; THENCE, LEAVING SAID ROAD MARGIN SOUTH 61 DEG. 40 MIN 00 SEC WEST, 60.13 FEET TO A P.K. NAIL SET; THENCE, NORTH 28 DEG 20 MIN 00 SEC WEST, 79.77 FEET TO AN EXISTING IRON ROD IN THE SOUTHERLY MARGIN OF PEABODY STREET; THENCE, WITH SAID ROAD MARGIN NORTH 61 DEG 36 MIN 00 SEC EAST, 60.13 FEET TO THE POINT OF BEGINNING.

TRACTS 3, 4, AND 5 ALSO DESCRIBED ACCORDING TO A SURVEY PREPARED BY STANLEY K. DRAPER, RLS NO. 2389, HART FREELAND ROBERTS, INC., PROJECT NO. 20062006-52, DATED SEPTEMBER 8, 2006, LAST REVISED OCTOBER 3, 2006, AS FOLLOWS:

LAND LYING IN THE 19TH COUNCILMANIC DISTRICT OF NASHVILLE, DAVIDSON COUNTY, TENNESSEE, AND BEING THE PROPERTY OF LAURENCE M. PAPEL, OF RECORD IN DEED BOOK 9846, PAGE 228, AT THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, AND BEING DESCRIBED ACCORDING TO A BOUNDARY & TOPOGRAPHIC SURVEY BY HART FREELAND ROBERTS, INC., DATED SEPTEMBER 08, 2006, STANLEY K. DRAPER, R.L.S. #2389, JOB NO. 2006200652, AND BEING BOUND ON THE NORTH BY THE SOUTHERLY RIGHT-OF-WAY LINE OF PEABODY STREET, ON THE EAST BY THE WESTERLY RIGHT-OF-WAY LINE OF 2ND AVE. SO., ON THE SOUTH BY ALLEY NO. 149,

AND THE PROPERTY OF WILSON P. STEVENSON, JR., OF RECORD AT INSTRUMENT NO. 200511220141138, AND ON THE WEST BY THE EASTERLY RIGHT-OF-WAY LINE OF 3RD AVE. SO., AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:
BEGINNING AT A P.K. NAIL SET IN THE TOP ON THE WALL AT THE INTERSECTION OF THE SOUTHERLY RIGHT-OF-WAY LINE OF PEABODY STREET AND THE EASTERLY RIGHT-OF-WAY LINE OF 3RD AVE. SO., THENCE, WITH SAID SOUTHERLY LINE, N 62 DEG. 32' 33" E, PASSING AN IRON PIN DD AT A DISTANCE OF 150.51', A TOTAL DISTANCE OF 210.64' TO A P.K. NAIL SET IN THE WESTERLY RIGHT-OF-WAY LINE OF 2ND AVE. SO.;

THENCE, WITH SAID WESTERLY RIGHT-OF-WAY LINE, S 27 DEG. 23' 27" E, 253.57' TO A P.K. NAIL OLD;

THENCE, WITH A CURVE TO THE RIGHT, HAVING A RADIUS OF 20.00', A CENTRAL ANGLE OF 90 DEG. 00' 00", CHORD BEARING AND DISTANCE, S 17 DEG. 36' 33" W, 28.28', ALONG AN ARC LENGTH OF 31.42' TO A P.K. NAIL SET IN THE NORTHERLY RIGHT-OF-WAY LINE OF SAID ALLEY;

THENCE, WITH SAID NORTHERLY LINE, S 62 DEG. 36' 33" W, 92.00' TO A P.K. NAIL SET;

THENCE, S 27 DEG. 23' 08" E, 30.90' TO A P.K. NAIL SET IN THE NORTHERLY LINE OF THE STEVENSON PROPERTY;

THENCE, WITH SAID STEVENSON PROPERTY, S 62 DEG. 42' 58" W, 99.20' TO A P.K. NAIL SET IN THE EASTERLY RIGHT-OF-WAY LINE OF 3RD AVE. SO.;

THENCE, WITH SAID RIGHT-OF-WAY LINE, N 27 DEG. 17' 02" W, 304.04' TO THE POINT OF BEGINNING.

BEING THE SAME PROPERTY CONVEYED TO SECOND AVENUE PROPERTIES, A TENNESSEE GENERAL PARTNERSHIP, BY DEEDS FROM LAURENCE M. PAPEL, TRUSTEE, OF RECORD IN INSTRUMENT NO. 201812190123410 AND INSTRUMENT NO. 201812190123411, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE.

EXHIBIT B

Permitted Exceptions

1. Taxes and assessments for the year 2022 and subsequent years, not yet due and payable.

2. Terms, conditions, restrictions and reservations as set forth in the Rutledge Hill Redevelopment Plan of record in Book 7084, page 983, in the Register's Office for Davidson County, Tennessee, as amended in Book 10512, page 464, in said Register's Office.