(2)

THIS INSTRUMENT WAS PREPARED BY:
Bass, Berry & Sims PLC
100 Peabody Place, Suite 1300
Memphis, Tennessee 38103
Attention: B. Taylor Gray, Esq.

RECORD AND RETURN TO:
Vinson & Elkins LLP
1114 Avenue of the Americas, 32nd Floor
New York, New York 10036
Attention: Christy Mazzola, Esq.

Karen Johnson Davidson County
Batch# 803862 DEEDWARRSP
02/11/2022 08:50:30 AM 7 pgs
Fees: $38.00 Taxes: $41,070.00
20220211-0015913

SPECIAL WARRANTY DEED

MTP DEV – 620 8TH AVE SOUTH, LLC, a Delaware limited liability company ("**Grantor**"), for and in consideration of the sum of Ten Dollars ($10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, has GRANTED, BARGAINED, SOLD, and CONVEYED and by these presents does GRANT, BARGAIN, SELL, AND CONVEY unto 620 8TH AVENUE S GROUND OWNER LLC, a Delaware limited liability company ("**Grantee**"), the real property in Davidson County, State of Tennessee, fully described in Exhibit A hereto, together with all and singular rights, titles, tenements, hereditaments, appurtenances and interests belonging or in any way appurtenant thereto (collectively, the "**Property**").

This Special Warranty Deed and the conveyance hereinabove set forth is executed by Grantor and accepted by Grantee subject only to the matters described in Exhibit B hereto (collectively, the "**Permitted Encumbrances**").

Being the same property conveyed to Grantor by Harmolio, LLC, a Tennessee limited liability company, of record in Instrument No. (i) 20191218-0130526 pursuant to that certain Special Warranty Deed dated as of December 15, 2019, and (ii) 20191219-0131007 pursuant to that certain Quitclaim Deed dated as of December 13, 2019, each in the Register's Office of Davidson County, State of Tennessee.

TO HAVE AND TO HOLD the Property, together with all and singular rights, titles, tenements, hereditaments, appurtenances and interests thereunto in anywise belonging, unto Grantee, its successors and assigns in fee simple forever.

Grantor does hereby covenant and bind itself, its successors and assigns, to WARRANT AND FOREVER DEFEND all and singular the title to the Property unto the said Grantee, its successors and assigns against every person whomsoever lawfully claiming or to claim the same or any part thereof by, through or under Grantor but not otherwise, subject to the Permitted Encumbrances.

[*Signature Page Follows*]

EXECUTED as of February 7, 2022.

MTP DEV – 620 8TH AVE SOUTH, LLC,
a Delaware limited liability company

By: _____
Name: Fergus Campbell
Title: Authorized Signatory

STATE OF New York
COUNTY OF New York

Before me, the undersigned, a Notary Public of the State and County aforesaid, personally appeared Fergus Campbell with whom I am personally acquainted (or proved to me to be on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the Authorized Signatory of **MTP DEV – 620 8TH AVE SOUTH, LLC**, the within named bargainor, a Delaware limited liability company, and that he as such Authorized Signatory, being authorized so to do, executed the within instrument for the purposes therein contained, by signing the name of the **MTP DEV – 620 8TH AVE SOUTH, LLC** by himself/herself as Authorized Signatory.

WITNESS my hand and Official Seal at office, this 2 day of February, 2022.

_____
Notary Public

My Commission Expires April 22, 2023

RODLEY A HAYDEN
Notary Public, State of New York
No. 01HA6390911
Qualified in New York County
Commission Expires Apr. 22, 2023

***

I, or we, hereby swear or affirm that to the best of affiant's knowledge, information, and belief, the actual consideration for this transfer or value of the property transferred, whichever is greater, is $11,100,000.00, which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

AFFIANT

Subscribed and sworn to before me this 3 day of February, 2022.

Notary Public

RODLEY A HAYDEN
Notary Public, State of New York
No. 01HA6390911
Qualified in New York County
Commission Expires Apr. 22, 2023

My Commission Expires April 22, 2023

Tax Parcel Number:

093-14-0-223.00
093-14-0-224.00
093-14-0-225.00

Tax Notices to:
MTP – Paseo Phase II Leasehold, LLC
c/o SomeraRoad Inc.
130 West 42nd Street, 10th Floor
New York, New York 10036

Property Address:
618 8th Avenue S, Nashville, Tennessee 37203
620 8th Avenue S, Nashville, Tennessee 37203
708 Fogg St, Nashville, Tennessee 37203

Name and Address of
Property Owner:

620 8th Avenue S Ground Owner LLC
c/o Safehold Inc.
1114 Avenue of the Americas
New York, New York 10036

Exhibit A – Legal Description
Exhibit B – Permitted Encumbrances

EXHIBIT A

LEGAL DESCRIPTION

Legal Description

618 8th Ave South, 620 8th Ave South, and 708 Fogg Street

(Deed from MTP DEV - 620 8th Ave South, LLC)

Parcel A (618 8th Ave South; APN 09314022300):

BEING A TRACT OF LAND LYING IN THE 19TH COUNCIL DISTRICT OF NASHVILLE, DAVIDSON COUNTY, TENNESSEE, SAID TRACT BEING NOTED AS TRACT NO. 1 AS OF RECORD IN INSTRUMENT NO. 20001204- 0118394, REGISTER'S OFFICE, DAVIDSON COUNTY, TENNESSEE AND ALSO BEING NOTED AS PARCEL 223 SHOWN ON TAX MAP 93-14 AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A MAG-NAIL NEW, SITUATED AT THE INTERSECTION OF EASTERLY RIGHT OF WAY OF 8TH AVENUE SOUTH AND SOUTHERLY RIGHT OF WAY ALLEY NO. 140; THENCE, WITH SAID SOUTHERLY RIGHT OF WAY OF ALLEY NO. 140, NORTH 88 DEG 02 MIN 24 SEC EAST, 131.17 FEET TO A MAG NAIL NEW SITUATED IN THE INTERSECTION OF THE SOUTHERLY RIGHT OF WAY OF ALLEY NO. 140 AND THE WESTERLY RIGHT OF WAY OF ALLEY NO. 159; THENCE, WITH THE WESTERLY RIGHT OF WAY OF ALLEY NO. 159, SOUTH 01 DEG 52 MIN 07 SEC EAST, 32.50' FEET TO A MAG NAIL NEW AND NORTHEAST CORNER OF MAP 93-14, PARCEL 224, BEING PROPERTY OF CHARLOTTE GIBSON P'POOL OF RECORD IN WILL BOOK 383, PAGE 500 AND DEED BOOK 3251, PAGE 635, REGISTER'S OFFICE, DAVIDSON COUNTY, TENNESSEE; THENCE, WITH THE SAID NORTHLINE OF P'POOL, SOUTH 88 DEG 02 MIN 24 SEC WEST, 131.14 FEET TO A MAG NAIL NEW AND IN THE EAST RIGHT OF WAY OF 8TH AVE. SOUTH; THENCE, WITH 8TH AVE. SOUTH, NORTH 01 DEG 55 MIN 49 SEC WEST, 32.50' TO THE POINT OF BEGINNING. CONTAINING: 4,262 SQUARE FEET OR 0.098 ACRES, MORE OR LESS.

Parcel B (620 8th Ave South; APN 09314022400):

Land in the 19th Councilmanic District of Nashville, Davidson County, Tennessee, being Lots 2-4 on the Ewing and Wetmore's Addition to South Nashville, a Plat of which is of record in Plat Book 14, pages 202 and 203, Register's Office for said County, and more particularly described as follows:

Beginning at a Mag-nail old in the easterly right-of-way of 8th Ave. South and being the southwest corner of Lot 1 Plat Book 14, pages 202 and 203 and being the property of Harmolio, LLC of record in Instr. No. 20141006-0092052 and being the northwest corner of the herein described tract; Thence, leaving 8th Ave. South and running with the south line of said Lot 1, N 88 deg. 02' 24" E, 131.14' to a Mag-nail old and in the west right-of-way of Alley# 159 (10' ROW); Thence, with said westerly right-of-way of Alley# 159, S 01 deg. 52' 07" E, 97.50' to a Mag-nail new in the concrete sidewalk and being in the north right-of-way of Fogg Street; Thence, with Fogg Street, S 88 deg. 02' 24" W, 131.03' to a Mag-nail new in concrete and being the intersection of the north right-of-way of Fogg Street and the East right-of-way of 8th Ave. South; Thence, with 8th Ave. South, N 01 deg. 55' 49" W, 97.50' to the point of Beginning and containing 12,781 sq. ft. or 0.293 acres, more or less.

Parcel C (708 Fogg Street; APN 09314022500):

Land in the 19th Councilmanic District of Nashville, Davidson County, Tennessee, being Lot No. 5 and parts of Lot Nos. 6, 7 and 8 in the Ewing and Wetmore's Addition to South Nashville, a Plat of which is of record in Plat Book 14, pages 202 and 203, Register's Office for said County, and more particularly

described as follows:

Beginning at a "X" in concrete walk new and being the southwest corner of the herein described tract and being in the north right-of-way of Fogg Street and the east right-of-way of Alley No. 159; Thence, with the north right-of-way of Fogg Street, N 88 deg. 02' 24" E, 128.00' to a "X" in concrete walk new in the west edge of Railroad right-of-way; Thence, leaving Fogg Street and running with the westerly right-of-way of the Railroad, N 01 deg. 52' 07" W, 61.03', to an iron pin new; Thence, N 49 deg. 38' 19" W, 102.44' to an iron pin new and being in the south right-of-way of Alley No. 140; Thence, leaving the Railroad right-of-way and running with the south right-of-way of Alley No. 140, S 88 deg. 02' 24" W, 52.15' to a "X" in top of concrete wall old and being at the intersection of Alley No. 140 & Alley No. 159; Thence, with the east right-of-way of Alley No. 159, S 01 deg. 52' 07" E, 130.00' to the point of Beginning and containing 14,024 sq. ft. or 0.332 acres, more or less.

Parcel D (Fogg Street and Alley #140):

A tract of land lying in Nashville, Davidson County, Tennessee, lying within the aforesaid tracts as affected and being those portions of Fogg Street and Alley #140 from 8th Avenue South eastward to the Railroad Right of Way and Alley #159 from Fogg Street northward to Alley #140 as closed and abandoned by Ordinance No. BL 2019-1503 of record in the Metro Clerk's Office for Davidson County TN.

Being a portion of the property conveyed to MTP DEV - 620 8th Ave South, LLC, a Delaware limited liability company, by the Special Warranty Deed of record in Instrument Number 20191218-0130526, and the Quitclaim Deed of record in Instrument Number 20191219-0131007, in the Register's Office for Davidson County, Tennessee.

EXHIBIT B

PERMITTED ENCUMBRANCES

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

2. Easements set forth in the Easement Deed by Court Order in Settlement of Landowner Action of record in Instrument No. 20140114-0003778, in the Register's Office for Davidson County, Tennessee.

3. Slope Easement set forth in the Agreement for Dedication of Easement of Record in Instrument No. 20150729-0074789, in the Register's Office for Davidson County, Tennessee.

4. Declaration of Restrictions and Covenants for Stormwater Facilities and Systems of record in Instrument No. 20211015-0138893, in the Register's Office for Davidson County, Tennessee.

5. Agreement for Dedication of Easement of record in Instrument No. 201507290074790, in the Register's Office for Davidson County, Tennessee.

Tennessee Certification of Electronic Document

I, Teresa A Beardsley, do hereby make oath that I am a licensed attorney and/or 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 2/10/2022 (date of document).

Teresa A Beardsley
Affiant Signature

2/10/2022
Date

State of Tennessee
County of Williamson

Sworn to and subscribed before me this 10th day of February, 2022.

Brina Mathis
Notary's Signature

MY COMMISSION EXPIRES: 2-24-2025

NOTARY'S SEAL

