2

Address New Owner:	Map-Parcel Numbers:	Send Tax Bills To:
NASHVILLE GULCH PII JV HOLDINGS **500 W. 5th Street, Suite 700** **Austin, Texas 78701**	**Part of 093-09-0E-002.00CO**	**SAME AS NEW OWNER**
This instrument prepared by: Bradley Arant Boult Cummings, LLP 1600 Division Street, Suite 700, Nashville, TN 37203		

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 all of which are hereby acknowledged, **12D NASHVILLE LAND PARTNERS, LP,** a Delaware limited partnership ("Grantor"), has bargained and sold, and by these presents transfers and conveys to **NASHVILLE GULCH PII JV HOLDINGS,** a Delaware general partnership ("Grantee"), and to Grantee's successors and assigns, certain land in Davidson County, State of Tennessee, being more particularly described in Exhibit A, which is 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 those items listed on Exhibit B, which is attached hereto and incorporated herein by reference (collectively, the "Permitted Encumbrances").

TO HAVE AND TO HOLD the Property, with all appurtenances, estate, title, and interest thereto belonging to Grantee and Grantee's successors and assigns, forever.

Grantor covenants with Grantee that the Property is free from all encumbrances made or suffered by Grantor, except the Permitted Encumbrances.

Grantor further covenants and binds itself, to warrant and forever defend the title to the Property to Grantee and Grantee's successors and assigns against the lawful claims of all persons whomsoever claiming by, through or under Grantor, except that no warranty is made as to the amount of acreage in the Property.

Karen Johnson Davidson County
Batch# 806844 **DEEDWARRSP**
02/16/2022 11:56:18 AM 4 pgs
Fees: $23.00 Taxes: $67,710.00

20220216-0018086

STATE OF TX
COUNTY OF Travis

The actual consideration or value, whichever is greater, for this transfer is $18,300,000.

Affiant: **12D NASHVILLE LAND PARTNERS, LP,**
a Delaware limited partnership

MARY RENEE HARRINGTON
Notary Public, State of Texas
Comm. Expires 07-11-2022
Notary ID 131639100

By: EGP 2017 Management, LLC,
a Texas limited liability company,
its general partner

By: _____
Name: CHAD WASH
Title: EVP

Subscribed and sworn to before me this 10th day of February, 2022

_____
Notary Public
My Commission Expires: 7/11/2022

IN WITNESS WHEREOF, Grantor has executed this Special Warranty Deed this 9th day of February, 2022.

12D NASHVILLE LAND PARTNERS, LP
a Delaware limited partnership

By: EGP 2017 Management, LLC,
a Texas limited liability company,
its general partner

By: _____
Name: Chad Marsh
Title EVP

STATE OF TEXAS)

COUNTY OF TRAVIS)

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared Chad Marsh, 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 EVP of EGP 2017 Management, LLC, a Texas limited liability company, the general partner of 12D Nashville Land Partners, LP, a Delaware limited partnership, the within named bargainor, and that he as such EVP, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the limited partnership by himself as such EVP of EGP 2017 Management, LLC as the general partner of 12D Nashville Land Partners, LP.

WITNESS my hand and seal at office in Travis County, Texas, this the 9th day of February, 2022.

_____
Notary Public

My Commission Expires:

7/23/2022

LISA PARK
Notary ID #125877283
My Commission Expires
July 23, 2022

EXHIBIT A

LEGAL DESCRIPTION

Parcel I

Land in Davidson County, Tennessee, being Master Unit No. B, on the Horizontal Property Regime for Gulch Union Master Condominium, as recorded in the Master Condominium Declaration of record in Instrument No. 20180802-0075851, as amended in Instrument No. 20181030-0107529, and Instrument No. 20211228-0170673, Register's Office for Davidson County, Tennessee, to all of which reference is hereby made for a more complete description together with an undivided percentage interest in the common elements allocated to said unit as set forth in said Master Condominium Declaration.

Being a portion of the same property conveyed to the herein named Grantor, by deeds of record in Instrument No. 20180802-0075843; Instrument No. 20180802-0075844; Instrument No. 20180802-0075845; Instrument No. 20180802-0075846; Instrument No. 20180802-0075847; Instrument No.20180802-0075849; and Instrument No. 20180802-0075850, said Register's Office.

Parcel 2

TOGETHER WITH Easement rights contained in the Demonbreun Temporary Construction and Egress Easement Agreement, of record in Instrument No. 20180802-0075852, as amended in Instrument No. 202111228-0170674, Register's Office for said County.

TOGETHER WITH Easement rights contained in the Air Rights and Access Easement Agreement, of record in Instrument No. 20211228-0170675, Register's Office for said County.

TOGETHER WITH the easement rights as shown under the Master Condominium Declaration for Gulch Master Condominium of record in Instrument No. 20180802-0075851, as amended in Instrument No. 20181030-0107529, and Instrument No. 20211228-0170673, Register's Office for said County.

EXHIBIT B

PERMITTED ENCUMBRANCES

1. General or special taxes and assessments required to be paid in the year 2022 and subsequent years for Map-Par. 093-09-0E-002.00CO, a lien, not yet due and payable.

2. Arts Center Redevelopment Plan containing restrictive covenants of record in Book 10965, Page 404, amended in Book 11625, Page 252, Instrument No. 20020715-0084598, Instrument No. 20130903-0092714, Instrument No. 20130903-0092715 and Instrument No. 20140410-0030060, said Register's Office.

3. Restrictions as set out in deed of record in Instrument No. 20120411-0031092, as amended in Instrument No. 20180405-0032256, said Register's Office.

4. Restrictive Covenants contained in instrument of record Instrument No. 20160209-0012564, Instrument No. 20160209-0012565, Instrument No. 20160209-0012566 and in Instrument No. 20160209-0012567, said Register's Office.

5. Subject to easements retained in Metropolitan Government of Nashville and Davidson County Ordinance No. BL2018-1225.

6. Master Condominium Declaration for Gulch Master Condominium of record in Instrument No. 20180802-0075851, as amended in Instrument No. 20181030-0107529, and Instrument No. 20211228-0170673, said Register's Office. Partial Termination of Declarant Rights Under Master Condominium Declaration for Gulch Union Master Condominium with respect declarants rights reserved in Section 4.3 to designate additional portions of the Regime as part of any Master Unit, as to Master Unit B only, of record in Instrument No. 20220216-0018085, Said Register's Office.

7. Demonbreun Temporary Construction and Egress Easement Agreement of record in Instrument No. 20180802-0075852, as amended in Instrument No. 20211228-0170674, said Register's Office.

8. Declaration of Restrictions and Covenants for Stormwater Facilities and Systems of record in Instrument No. 20211105-0148518, said Register's Office.

9. Air Rights and Access Easement Agreement of record in Instrument No. 20211228-0170675, said Register's Office.

10. The following matters shown on the plat of survey by William J. Huffman, Tenn. RLS No. 1754, with CESO, INC., dated December 9, 2021, last revised February 7, 2022, and designated as Job No. 759349.01:

    a. 12' P.U.D.E. running east to west along northern part of the property.
    b. Overhead Electric Lines running east to west northern part of property.
    c. Overhead Electric lines running north to south northern part of property.

11. Declaration of Restrictive Covenants in instrument of record in Instrument No. 20220203-0012995, said Register's Office.