Karen Johnson Davidson County
Batch# 822247 DEEDWARRSP
03/14/2022 03:48:58 PM 7 pgs
Fees: $38.00 Taxes: $186,850.00
20220314-0029706

This Instrument Was Prepared By:

Fragner Seifert Pace & Winograd, LLP
300 S. Grand Ave., Suite 1400
Los Angeles, CA 90071
Attn: Matthew C. Fragner, Esq.

Address New Owner(s):	**Send Tax Bills to:**	**Map and Parcel:**
80 SW 8th Street, Suite 2100	New Owner	Map: 93-06-1
Miami, FL 33130		Parcel: 89.00

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 considerations, the receipt and sufficiency of which are hereby acknowledged, 401 Church Street Property Owner, LLC, a Delaware limited liability company, (the "Grantor"), has bargained and sold, and by these presents does hereby transfer and convey unto TRIMAC 401 CHURCH PROPERTY OWNER LLC, a Delaware limited liability company, (the "Grantee"), its successors and assigns, all of Grantor's right, title and interest in and to that certain land commonly known as 401 Church Street in Davidson County, Tennessee, as more particularly described on Exhibit "A" attached hereto and incorporated herein by reference.

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said Grantee and its successors and assigns, forever. And Grantor does covenant with the Grantee that it is lawfully seized and possessed of said land in fee simple and has a good right to convey it and the same is unencumbered, except for those exceptions included on Exhibit "B", attached hereto and incorporated herein by reference. Grantor does further covenant and bind itself, its successors, and assigns to warrant and forever defend the title to said land to the Grantee, its successors and assigns, against the lawful claims of all persons claiming by, through or under Grantor, but not further or otherwise.

Whenever used, the singular shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

[*Signatures appear on following page*]

WITNESS Grantor's hand, this 10 day of March, 2022.

401 Church Street Property Owner, LLC,
a Delaware ~~limited liability~~ company

By: _____
Name: David Thompson
Title: ~~Vice President~~ and Chief Financial Officer

ACKNOWLEDGEMENT

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 LOS ANGELES)

On March 10, 2022 before me, MAGGIE MURADIAN, NOTARY PUBLIC (here insert name and title of the officer), personally appeared DAVID THOMPSON (insert name(s) of signer(s)) who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) 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.

MAGGIE MURADIAN
Notary Public - California
Los Angeles County
Commission # 2367154
My Comm. Expires Jul 22, 2025

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration for this transfer, or value of property (whichever is greater) is $ 50,500,000.00

Affiant

Subscribed and sworn before me
this 11 day of March, 2022.

Notary Public

JODEAN M. KING
STATE OF TENNESSEE NOTARY PUBLIC
ROBERTSON COUNTY

My Commission Expires: 7/22/2025

Exhibit A to Grant Deed
Legal Description

TRACT I:

BEING A PARCEL OF LAND IN NASHVILLE, FIRST CIVIL DISTRICT, NINETEENTH COUNCILMANIC DISTRICT, DAVIDSON COUNTY, TENNESSEE, LOCATED IN THE SOUTHWEST QUADRANT OF THE INTERSECTION OF CHURCH STREET AND FOURTH AVENUE NORTH, BEING A PART OF LOT NO. 66, AS SHOWN ON THE PLAN OF THE ORIGINAL TOWN OF NASHVILLE, NOT OF RECORD, AN BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE POINT OF INTERSECTION OF THE SOUTHERLY RIGHT-OF-WAY LINE OF CHURCH STREET AND THE WESTERLY RIGHT-OF-WAY LINE OF FOURTH AVENUE NORTH;

THENCE, WITH SAID RIGHT-OF-WAY LINE, S 29 DEG. 51 MIN. E, 233.26 FEET TO A POINT;

THENCE, LEAVING SAID RIGHT-OF-WAY LINE WITH THE NORTHERLY RIGHT-OF-WAY LINE OF ALLEY NO. 54, S 59 DEG. 32 MIN. W, 118.96 FEET TO THE POINT OF INTERSECTION WITH THE EASTERLY RIGHT-OF-WAY LINE OF ALLEY NO. 66;

THENCE, WITH SAID RIGHT-OF-WAY LINE, N 29 DEG. 51 MIN. W, 110.16 FEET TO A POINT;

THENCE, LEAVING SAID RIGHT-OF-WAY LINE WITH THE NORTHERLY RIGHT-OF-WAY LINE OF SAID ALLEY NO. 66, N 75 DEG. 08 MIN. W, 7.46 FEET TO A POINT;

THENCE, CONTINUING WITH SAID RIGHT-OF-WAY LINE, S 60 DEG. 14 MIN. W, 6.64 FEET TO A POINT IN THE EASTERLY LINE OF PROPERTY CONVEYED TO CRESCENT ASSOCIATES, LTD BY DEED OF RECORD IN BOOK 6375, PAGE 440, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE;

THENCE, WITH SAID LINE , N 30 DEG. 01 MIN. W, 119.13 FEET TO A POINT IN THE SOUTHERLY RIGHT-OF-WAY LINE OF CHURCH STREET;

THENCE, WITH SAID RIGHT-OF-WAY LINE, N 60 DEG. 09 MIN. E, 131.24 FEET TO THE POINT OF BEGINNING.

TRACT II:

ALL OF THAT CERTAIN PROPERTY THAT WAS FORMERLY KNOWN AS METROPOLITAN NASHVILLE ALLEY NO. 66, ACCORDING TO THE OFFICIAL STREET AND ALLEY ACCEPTANCE AND MAINTENANCE MAP FOR THE METROPOLITAN GOVERNMENT OF NASHVILLE AND DAVIDSON COUNTY, AS ENACTED BY ORDINANCE NO. BL2003-63. SAID PROPERTY WAS ABANDONED AS AN ALLEY PURSUANT TO METROPOLITAN ORDINANCE NO. BL2005-570, ENACTED ON APRIL 7, 2005.

SAID PROPERTY BEING THE SAME AS THE PROPERTY DESCRIBED IN SURVEY PREPARED BY BRAD T. THOMAS TN Lic. No. 2431, DATED February 25, 2022, AND LAST REVISED ON March 3, 2022, IN JOB NO. 3219704, AND BEING MORE PARTICUARLY DESCRIBED AS FOLLOWS:

Being a parcel of land in Nashville, Central Business Improvement District, Sixth Councilmanic District, Davidson County, Tennessee, Being property conveyed to 401 Church Street, Property Owner, LLC as of record in Instrument No. 20150929-0098813,R.O.D.C. Being located in the southwest quadrant of the intersection of Church Street and Fourth Avenue North, being a part of Lot No. 66, as shown on the plan of the original Town of Nashville, not of record, and being more particularly described as follows:

BEGINNING at the point of intersection of the southerly Right-of-Way line of Church Street and the westerly Right-of-Way line of Fourth Avenue North;

THENCE, with said Right-of-Way line, S 29°51' 00" E, 233.26 feet to the northerly side of Alley No. 54;

THENCE, leaving the westerly Right-of-Way line of Fourth Avenue North with to the northerly side of Alley No. 54, S 59°32' 00" W, 130.57 feet;

THENCE, leaving the northerly side of Alley No. 54, with the easterly line of Viridian Condominium, as of record in Instrument No. 20070711-0082578, R.O.D.C., N 30°00' 59"W, 234.57 feet to the southerly Right-of-Way line of Church Street;

THENCE, with the southerly Right-of-Way line of Church Street, N 60°09' 00"E, 131.24 feet to the point of Beginning;

Containing: 30,626 square feet or 0.70 of an acre, more or less.

Prepared by:
Barge Design Solutions, Inc.
File No. 3219705
Date February 25, 2022

BEING THE SAME PROPERTY CONVEYED TO 401 CHURCH STREET PROPERTY OWNER, LLC, A DELAWARE LIMITED LIABILITY COMPANY, BY DEED FROM 401 CHURCH STREET LLC, A TENNESSEE LIMITED LIABILITY COMPANY, OF RECORD IN INSTRUMENT NO. 201509290098813, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE.

Exhibit B
Permitted Exceptions

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

2. Terms and provisions of Deed of Easement, by and between Life and Casualty Insurance Company of Tennessee and City of Nashville, its successors and assigns forever, of record in Book 2651, Page 35, in the Register's Office of Davidson County, Tennessee, as approximately shown on the survey prepared by Brad T. Thomas TN RLS#2431 Barge Design dated February 25, 2022 and last revised March 3, 2022 (herein known as the "Survey").

3. Restrictive Covenants for the Capital Mall Redevelopment Project of record in Book 7423, Page 374; as affected by Restrictive Covenants for the Capital Mall Redevelopment Project in Book 8421, Page 587; Restrictive Covenants for the Capital Mall Redevelopment Project in Book 9208, Page 613; Ordinance No. 77-716; Ordinance No. 093-774; Ordinance No. 097-755, also recorded in Book 10512, Page 464; Ordinance No. 098-1187; Ordinance No. BL2002-1033, also recorded in Instrument No. 200206260076795; and Restrictive Covenants for the Capital Mall Redevelopment Project with Supplemental Requirements in Instrument No. 200501240008719, in the Register's Office of Davidson County, Tennessee.

4. Terms and provisions of Parking Agreement, by and between 401 Church Street LLC, and 3535 Market Street Associates and Powellton Holdings, of record in Instrument No. 200506240072963; as affected by Modification and Reaffirmation of Parking Agreement and Estoppel in Instrument No. 201404140030844; and First Amendment to Parking Agreement in Instrument No. 201505220047614, in the Register's Office of Davidson County, Tennessee.

5. Terms and provisions of Easement Agreement, by and between 401 Church Street, L.L.C., a Delaware limited liability company and Viridian Development Company, LLC, a Tennessee limited liability company, of record in Instrument No. 200609280120211, in the Register's Office of Davidson County, Tennessee, as approximately shown on the Survey.

6. Terms and provisions of Agreement and Release, by and between 401 Church Street, L.L.C. and Viridian Development Company, LLC, of record in Instrument No. 200609280120212, in the Register's Office of Davidson County, Tennessee, as approximately shown on the Survey.

7. That portion of the land embraced within the bounds of any public road or thoroughfare.

8. Rights of those tenants occupying all or part of the insured Property under unrecorded leases or rental agreements that are set forth on the current Certified Rent Roll (which will be provided to Title Company at or prior to Closing), without any rights or options to purchase.

9. Any facts, rights, interests or claims that may exist or arise by reason of the following matters disclosed by an ALTA/NSPS survey made by Brad T Thomas TN RLS# 2431 of Barge Design Solutions, Inc. on February 25, 2022 last revised March 3, 2022, designated Job No. 3219704:
   (a) building on western property line;
   (b) 3' building overhang extends over easterly borderline into adjoining right-of-way;
   (c) NES vaults near northerly borderline of subject land lack benefit of an easement; and
   (d) Water line extends over easterly borderline of subject land without benefit of an easement.

10. Easements retained, terms and provisions of City of Nashville Ordinance at Bill No 54-443.