Karen Johnson Davidson County
Batch# 836447 DEEDWARRSP
04/08/2022 10:32:13 AM 5 pgs
Fees: $28.00 Taxes: $649,165.00
20220408-0041125

SPECIAL WARRANTY DEED

THIS INSTRUMENT PREPARED BY:

Herrick, Feinstein LLP
2 Park Avenue
New York, New York 10016

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, NASHVILLE CBD LP, a Delaware limited partnership (the "***Grantor***"), has bargained and sold, and by these presents do transfer and convey to SMIV 315 DEADERICK STREET, LLC, a Delaware limited liability company (the "***Grantee***"), Grantee's representatives, 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 this reference, together with all improvements thereon and fixtures affixed thereto and all privileges, easements, tenements and appurtenances thereon or in any way appertaining to such land (the "***Property***").

This conveyance of the Property, and all covenants and warranties contained herein, are made expressly subject to those Permitted Exceptions set forth on **Exhibit B**, attached hereto and incorporated herein by reference (the "***Permitted Exceptions***").

This is improved property located at 315 Deaderick Street, Nashville, Davidson County, Tennessee.

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

Grantor covenants with the Grantee that the Property is free from all encumbrances made or suffered by Grantor, except to the extent otherwise set forth herein.

[remainder of page left intentionally blank]

Grantor covenants and binds itself and its successors and assigns, to warrant specially and forever defend the title to the Property to the Grantee, Grantee's heirs, successors and assigns against the lawful claims of all persons whomsoever claiming by, through or under Grantor, except (i) claims arising under or by virtue of the Permitted Exceptions, and (ii) Grantor makes no warranty as to the amount of acreage in the Property.

IN WITNESS WHEREOF, the Grantor has executed this Special Warranty Deed this _____ day of April, 2022.

GRANTOR:

NASHVILLE CBD LP, a Delaware limited partnership

By: _____
Name: Matthew M. Knisely
Title: Vice President

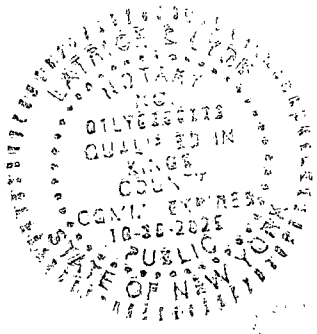
STATE OF NEW YORK)
COUNTY OF NEW YORK)

Before me, the undersigned, Latrice S. Lyde, a Notary Public in and for the State and County aforesaid, personally appeared Matthew M. Knisely, 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 Vice President of Nashville CBD LP, the within named bargainor, a Delaware limited partnership, and that as such Vice President, being duly authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the company by himself as such Vice President.

WITNESS my hand and seal at office in _____, this the 4th day of April, 2022

Latrice S. Lyde
Notary Public
My commission expires: 10/30/2025

LATRICE S. LYDE
NOTARY PUBLIC-STATE OF NEW YORK
No. 01LY6366333
Qualified in Kings County
My Commission Expires 10-30-2025



STATE OF Shelby
COUNTY OF Tennessee

The actual consideration or value, whichever is greater, for this transfer is $175,450,000.00.

Pam Cox, as agent
Affiant

Subscribed and sworn to before me this 7 day of April 2022.

Genie Rushing
Notary Public
My Commission Expires: 12-30-2025

GENIE RUSHING
STATE OF TENNESSEE NOTARY PUBLIC
SHELBY COUNTY
MY COMMISSION EXPIRES 12-30-2025

Address of New Owner:	Send Tax Bills To:	Map/Parcel Number(s):
SMIV 315 Deaderick Street, LLC c/o KBS Realty Advisors, LLC 3003 Washington Blvd., Suite 950 Arlington, VA 22201 Attn: Allen Aldridge	SMIV 315 Deaderick Street, LLC c/o KBS Realty Advisors, LLC P.O. Box 28270 Santa Ana, CA 92799	**093-023-081.00**

Exhibit A
Property

LAND IN DAVIDSON COUNTY, TENNESSEE, BEING DESCRIBED AS FOLLOWS:

BEING A PARCEL OF LAND IN NASHVILLE, FIRST CIVIL DISTRICT, NINETEENTH COUNCIL MANIC DISTRICT, DAVIDSON COUNTY, TENNESSEE, BEING BOUNDED ON THE NORTH BY DEADERICK STREET, ON THE EAST BY THIRD AVENUE NORTH, ON THE SOUTH BY UNION STREET, AND ON THE WEST BY FOURTH AVENUE NORTH; BEING BLOCK "G", PART OF PROJECT ONE CENTRAL LOOP, GENERAL NEIGHBORHOOD RENEWAL AREA, PROJECT NO. TENN. R-72, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE POINT OF INTERSECTION OF THE WESTERLY RIGHT-OF-WAY LINE OF THIRD AVENUE NORTH AND THE NORTHERLY RIGHT-OF-WAY LINE OF UNION STREET, SAID POINT BEING THE SOUTHEASTERLY CORNER OF THE HEREIN DESCRIBED PARCEL;

THENCE WITH SAID NORTHERLY RIGHT-OF-WAY LINE OF UNION STREET, S 62° 26' 49" W, 351.09 FEET TO A POINT AT THE INTERSECTION WITH THE EASTERLY RIGHT-OF-WAY LINE OF FOURTH AVENUE NORTH;

THENCE WITH SAID EASTERLY RIGHT-OF-WAY LINE OF FOURTH AVENUE NORTH, N 27° 37' 02" W, 226.74 FEET TO A POINT AT THE INTERSECTION WITH THE SOUTHERLY RIGHT-OF-WAY LINE OF DEADERICK STREET;

THENCE WITH SAID SOUTHERLY RIGHT-OF-WAY LINE OF DEADERICK STREET, N 62° 48' 35" E, 353.05 FEET TO A POINT AT THE INTERSECTION WITH THE WESTERLY RIGHT-OF-WAY LINE OF THIRD AVENUE NORTH;

THENCE WITH SAID WESTERLY RIGHT-OF-WAY LINE OF THIRD AVENUE NORTH, S 27° 07' 09" E, 224.52 FEET TO THE POINT OF BEGINNING.

BEING THE SAME PROPERTY CONVEYED TO NASHVILLE CBD, LP, A DELAWARE LIMITED PARTNERSHIP, BY DEED FROM 315 DEADERICK OWNERS LLC, A DELAWARE LIMITED LIABILITY COMPANY, OF RECORD IN INSTRUMENT NO. 201903070020906, IN THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

Exhibit B
Permitted Exceptions

1. Rights or claims of parties in possession under the leases assigned by Grantor to Grantee on this date, as tenants only.

2. Any claim to oil, gas, minerals, and all rights incident thereto, previously conveyed, transferred, leased or reserved.

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

4. Rights of UBS Americas Inc., a Delaware corporation ("UBS"), as successor-in-interest to UBS AG, New York Branch, a Swiss banking corporation, as tenant only, under an unrecorded lease as disclosed by the Memorandum of Lease dated September 3, 2013, recorded as Instrument No. 201309050093847; as affected by that Amendment to Memorandum of Office Lease recorded as Instrument No. 201505290049890; as affected by that Second Amendment to Memorandum of Office Lease recorded as Instrument No. 201601130003676; as affected by that Third Amendment to Memorandum of Office Lease recorded as Instrument No. 201902250016805; as affected by that Fourth Amendment to Memorandum of Office Lease recorded as Instrument No.202104220054107 in Official Records of Davidson County, which rights do not include any right of first refusal or option to purchase all or any portion of the insured land.

5. Rights of State of Tennessee, as tenant only, under a recorded lease dated September 12, 2014, and recorded on October 28, 2014 in Official Records of Davidson County as Instrument No. 201410280099413; which rights do not include any right of first refusal or option to purchase all or any portion of the insured land.

6. Rights of State of Tennessee, as tenant only, under a recorded lease dated September 16, 2014, and recorded on October 28, 2014 in Official Records of Davidson County as Instrument No. 201410280099418; which rights do not include any right of first refusal or option to purchase all or any portion of the insured land.

7. Rights of Jeff Ruby's Nashville, LLC, an Ohio limited liability company, as tenant only, under an unrecorded lease as disclosed by the Memorandum of Lease dated November 19, 2019, and recorded on December 2, 2019 as Instrument No. 201912020123334, in the office records of Davidson County, which rights do not include any right of first refusal or option to purchase all or any portion of the insured land.

8. The following matters shown on that certain ALTA/NSPS Land Title Survey prepared by Barge Design Solutions, dated November 18, 2021, last revised March 15, 2022, Project File No. 3541306.

   a. columns encroach 0.4' along Deadrick
   b. 0.60' encroachment
   c. building columns, planters and attached canopy overhang along Deadrick Street