Karen Johnson Davidson County
Batch# 862050 DEEDWARRSP
05/24/2022 02:57:04 PM 5 pgs
Fees: $28.00 Taxes: $24,050.00
20220524-0060280

THIS INSTRUMENT PREPARED BY, AND WHEN RECORDED, RETURN TO:

Nelson Mullins Riley & Scarborough LLP
Laurence M. Papel
150 4th Ave. North, Suite 1100
Nashville, Tennessee 37219

VALERIE FLORES
Notary Public, State of Texas
Comm. Expires 04-23-2025
Notary ID 133059063

STATE OF Texas
COUNTY OF Dallas

The actual consideration or value, whichever is greater, for this transfer is: $6,500,000.00.

Judson L. Pankey
Affiant

Subscribed and sworn to before me this 18 day of May 2022.

Notary Public

My commission expires: 04-23-2025

SPECIAL WARRANTY DEED

Name and Address of New Owner:	Send Tax Bills To:	Parcel Nos.:
PSF II 2025 RLP OME, LP 3100 Monticello, Suite 600 Dallas, Texas 75205 Attn: Wes O'Quinn	SAME	081 04 0 222.00

For and in consideration of the sum of Ten and No/100 Dollars ($10.00), the receipt and sufficiency of which are hereby acknowledged, **PENSION BENEFIT GUARANTY CORPORATION, AS STATUTORY TRUSTEE OF THE ALADDIN INDUSTRIES, LLC RETIREMENT PLAN FOR SALARIED AND HOURLY EMPLOYEES**, ("***Grantor***"), have bargained and sold, and by these presents do hereby transfer and convey unto **PSF II 2025 RLP OME, LP**, a Tennessee limited partnership, ("***Grantee***"), together with its successors and assigns, those certain tracts or parcels of improved real property located at 2025 Rosa L Parks Boulevard, Nashville, Davidson County, Tennessee, more particularly described on **Exhibit A** attached hereto and incorporated herein by reference (all of which tracts or parcels are collectively referred to herein as the "***Property***").

This conveyance is expressly made subject to those matters more specifically set forth on **Exhibit B** attached hereto and incorporated herein by this reference (the "***Permitted Encumbrances***").

To have and to hold the Property with the appurtenances, estate, title and interest thereto belonging to Grantee and its successors and assigns in fee simple forever.

Grantor does covenant with Grantee that Grantor is lawfully seized and possessed of the Property in fee simple and Grantor has a good right to convey the Property, subject in all instances to the Permitted Encumbrances.

Grantor further covenants and binds Grantor, its successors and assigns to warrant and defend the title to the Property to Grantee, its successors and assigns against the lawful claims of all persons whomsoever claiming title as against all acts of the Grantor herein and no other Permitted Encumbrances, but not further or otherwise. This conveyance is expressly made subject to the Permitted Encumbrances.

[SIGNATURE APPEARS ON THE FOLLOWING PAGE]

SIGNATURE PAGE
TO
SPECIAL WARRANTY DEED

Witness my hand this 19 day of May 2022

GRANTOR:

PENSION BENEFIT GUARANTY CORPORATION, AS STATUTORY TRUSTEE OF THE ALADDIN INDUSTRIES, LLC RETIREMENT PLAN FOR SALARIED AND HOURLY EMPLOYEES

By: J.P Morgan Asset Management, Inc.
Its: Agent

Allina Boohoff
Allina Boohoff, Authorized Signatory

State of New York)
County of New York)

Before me, a notary public of the aforesaid state and county, personally appeared Allina Boohoff, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), the Authorized Signatory of J.P. Morgan Asset Management, Inc., the Agent of Pension Benefit Guaranty Corporation, as Statutory Trustee of the Aladdin Industries, LLC Retirement Plan for Salaried and Hourly Employees, the within named bargainor, who, upon oath, acknowledged that she, as such Authorized Signatory of such Agent of such Statutory Trustee, executed the within instrument on behalf of such corporation for the purposes therein contained, by signing her name as such Authorized Signatory.
Witness my hand and seal, this 19th day of May 2022.

Lorraine Paradiso
Notary Public

[SEAL]

My commission expires: April 21, 2024

LORRAINE PARADISO
Notary Public - State of New York
NO. 01PA6185794
Qualified in Nassau County
My Commission Expires Apr 21, 2024

EXHIBIT A

Description of the Property

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

BEING LOT NO. 1 ON THE PLAT OF SECTION 6, METROCENTER TRACT 20, OF RECORD IN BOOK 4955, PAGE 73, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, TO WHICH PLAT REFERENCE IS MADE FOR A MORE COMPLETE DESCRIPTION.

BEING THE SAME PROPERTY CONVEYED TO PENSION BENEFIT GUARANTY CORPORATION, AS THE STATUTORY TRUSTEE OF THE ALADDIN INDUSTRIES LLC RETIREMENT PLAN FOR SALARIED AND HOURLY EMPLOYEES, BY DEED FROM ALADDIN INDUSTRIES, LLC, A DELAWARE LIMITED LIABILITY COMPANY, OF RECORD IN INSTRUMENT NO. 201010130082074, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE.

EXHIBIT B

Permitted Encumbrances

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

2. All matters shown on plat(s) of record in Book 4955, Page 73, in the Register's Office of Davidson County, Tennessee.

3. Terms and provisions of Restrictive Covenants, by Mat-Nel Company, a Tennessee partnership, of record in Book 4784, Page 659; as affected by Modification to Restrictive Covenants MetroCenter Properties in Book 5792, Page 787; and Amendment to Protective Covenants and Waiver of Repurchase Right for MetroCenter Tracts in Book 11503, Page 607, in the Register's Office of Davidson County, Tennessee.

4. Terms and provisions of unrecorded lease, as evidenced by Memorandum of Lease by and between MetroCenter Properties, a partnership, composed of Pathfinder Resources, incorporated; R.C. Mathews, Contractor, Inc.; and Robert C.H. Mathews, Jr. and Associated Inns & Restaurants Company of America, an Ohio corporation, of record in Book 5225, Page 112; as affected by Assignment of Lease in Book 5225, Page 130; Substitute Trustee Deed of Leasehold Estate in Book 8242, Page 181; Assumption Agreement in Book 8347, Page 173; and Assignment and Assumption of Ground Lease in Book 11535, Page 948, in the Register's Office of Davidson County, Tennessee.

5. Terms and provisions of Restrictive Covenants for MetroCenter, Lot 1, Section 6, Tract 20 and Lot 23B, Tract 23B, by MetroCenter Properties, a Tennessee partnership, of record in Book 5225, Page 125, in the Register's Office of Davidson County, Tennessee.

6. Matters contained in Deed of record in Book 6139, Page 991, in the Register's Office of Davidson County, Tennessee.

7. Terms and provisions of Declaration, by MetroCenter Properties, a Tennessee general partnership, of record in Book 7012, Page 61, in the Register's Office of Davidson County, Tennessee.

8. Terms and provisions of Declaration of Agreements, Charges, Assessments and Liens for MetroCenter Business Park, by MetroCenter Properties, a Tennessee general partnership, of record in Book 7487, Page 952; as affected by Amendment to Declaration of Agreements, Charges, Assessments and Liens for MetroCenter Business Park in Book 10602, Page 499, in the Register's Office of Davidson County, Tennessee.

9. Terms and provisions of Declaration of Restrictive Covenant, by and between MetroCenter Holdings, Inc., a Tennessee corporation and Taco Bell Corp., a California corporation, of record in Book 9420, Page 176, in the Register's Office of Davidson County, Tennessee.