THIS INSTRUMENT PREPARED BY:
PETRINA M. MARKOWITZ, ESQ.
12820 THREE SISTERS ROAD
POTOMAC, MD 20854

Karen Johnson Davidson County
Batch# 885322 DEEDWARRSP
07/07/2022 10:23:17 AM 7 pgs
Fees: $38.00 Taxes: $74,000.00

20220707-0078315

SPECIAL WARRANTY DEED

STATE OF TENNESSEE
COUNTY OF ~~DAVIDSON~~ Williamson

The actual consideration or value, whichever is greater, for this transfer is $ 20,000,000.00

Subscribed and sworn to before me on the 1st day of ~~June~~ July, 2022.

BRANDY GOMAZ
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY

Brandy Gomaz
Notary Public

My commission expires: 5-5-25

ADDRESS OF NEW OWNER AS FOLLOWS:	SEND TAX BILLS TO:	MAP-PARCEL #:
3102 West End Avenue Suite 780 Nashville, TN 37203	3102 West End Avenue Suite 780 Nashville, TN 37203	082050I5800

FOR AND IN CONSIDERATION of the sum of Ten Dollars ($10.00), cash in hand paid by the hereafter named "Grantee," and other good and valuable consideration, the receipt and sufficiency all of which are hereby acknowledged, **BAUGH & PARDUE PROPERTIES, L.L.C.**, a Tennessee limited liability company, hereinafter referred to as "**Grantor**," has bargained and sold, and by these presents does transfer and convey unto **GERMANTOWN PHASE II JV LLC**, a Delaware limited liability company, its successors and/or assigns, hereinafter referred to as "**Grantee**," a certain tract or parcel of land in Davidson County, Tennessee, described on **Exhibit A** attached hereto and incorporated herein by reference.

TO HAVE AND TO HOLD the said tract or parcel of land, together with all appurtenances, estate, title and interest thereto belonging to the said Grantee, its successors and/or assigns forever, and Grantor does covenant with the said Grantee, that it is lawfully seized and possessed of said land in fee simple, it has a good right to convey it, and the same is unencumbered except as to the matters of record shown on **Exhibit B** attached hereto and incorporated herein by reference.

Grantor further covenants and binds itself, and its heirs and representatives, to warrant and forever defend the title to said real estate to said Grantee, its successors and/or assigns, against the lawful claims of all persons whatsoever.

ALL covenants and warranties of Grantor herein contained are expressly limited to those persons or parties claiming by, through or under Grantor.

[Remainder of page left blank.]

IN WITNESS WHEREOF, Grantor has caused its name to be affixed hereto as of June 30, 2022.

BAUGH & PARDUE PROPERTIES, L.L.C., a Tennessee limited liability company

By: _____
John T. Baugh, Jr., President and Manager

By: _____
Timothy E. Pardue, Vice President and Manager

[Acknowledgements appear on the following page.]

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Before me, JOSEPH L. GEORGE JR, a Notary Public of the State and County aforesaid, personally appeared John T. Baugh, Jr., President and Manager of Baugh & Pardue Properties, L.L.C., a Tennessee limited liability company, with whom I am personally acquainted, and who, upon oath, acknowledged to be President and Manager of Baugh & Pardue Properties, L.L.C., a Tennessee limited liability company, and that John T. Baugh, Jr., as such President and Manager of Baugh & Pardue Properties, L.L.C., a Tennessee limited liability company, being authorized to do so, executed the foregoing instrument for the purposes therein contained.

Witness my hand and seal this 13th day of June -, 2022.

_____,
Notary Public

My Commission Expires 3-4-24.

Joseph L. George Jr. Notary Public State of Tennessee Davidson County

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Before me, JOSEPH L. GEORGE JR, a Notary Public of the State and County aforesaid, personally appeared Timothy F. Pardue, Vice President and Manager of Baugh & Pardue Properties, L.L.C., a Tennessee limited liability company, with whom I am personally acquainted, and who, upon oath, acknowledged to be Vice President and Manager of Baugh & Pardue Properties, L.L.C., a Tennessee limited liability company, and that Timothy F. Pardue, as such Vice President and Manager of Baugh & Pardue Properties, L.L.C., a Tennessee limited liability company, being authorized to do so, executed the foregoing instrument for the purposes therein contained.

Witness my hand and seal this 13th day of June -, 2022.

_____,
Notary Public

My Commission Expires 3-4-24.

Joseph L. George Jr. Notary Public State of Tennessee Davidson County

EXHIBIT A

Legal Description

Lot 2, as shown on plat entitled "Modera Germantown" and recorded in Instrument No. 20210309-0030940, Register's Office for Davidson County, Tennessee, as corrected in Surveyor's Certificate of Correction of record in Instrument No. 20220505-0052141, said Register's Office.

Being a portion of the same property conveyed to Baugh & Pardue Properties, LLC, by deed of record in Instrument No. 20150219-0014530, Register's Office for Davidson County, Tennessee

EXHIBIT B

Matters of Record

- Taxes for the year 2022, a lien not yet due and payable.

- Flowage easement of record in Book 2153, Page 183, in the Register's Office for Davidson County, Tennessee.

- Easements for public utilities serving the land described in deed of record in Book 4906, Page 116, in the Register's Office for Davidson County, Tennessee.

- Water (Riparian Rights)
  (a) the rights of upper and lower riparian owners to the free and unobstructed flow of the water of Cumberland River without diminution or pollution and the consequence of any past or future change in the location of Cumberland River;
  (b) riparian rights incident to premises;
  (c) rights of upper and lower riparian owners in and to the waters of Cumberland River crossing or adjoining the property, and the natural flow thereof, free from diminution or pollution;
  (d) any enlargement or loss of land by reason of avulsion, accretion, or reliction, and questions of ownership caused by subsequent rebuilding or reformation of land.

- Title to that portion of the Land lying below the mean high water mark of the Cumberland River.

- Declaration of Restrictions and Covenants for Stormwater Facilities and Systems of record in Instrument No. 20210107-0003410, in the Register's Office for Davidson County, Tennessee.

- Plan of record as Instrument No. 20210309-0030940, in the Register's Office for Davidson County, Tennessee, indicates the following:

- a. Subject to Right of Way dedication along Adams Street.
- b. Proposed SCM Limits along northerly line.
- c. 70' Public Utility and Drainage Easement along northerly line.
- d. 75' Greenway Conservation and Public Access easement in westerly portion.
- e. Floodway buffers in easterly portion.
- f. Proposed SCM Limits in three areas in southerly portion.
- g. Terms, conditions and restrictions contained in the Notes.
- h. NES Easement along Adams Street.

- Temporary Construction Easement Agreement of record in Instrument No. 20201230-0154694, Register's Office for Davidson County, Tennessee.

- Exception to Public Utility and Drainage Easement of record in Instrument No. 20220601-0063089, Register's Office for Davidson County, Tennessee.