Karen Johnson Davidson County
Batch# 923977 DEEDWARRSP
09/30/2022 02:51:58 PM 4 pgs
Fees: $23.00 Taxes: $204,240.00
20220930-0108282

SPECIAL WARRANTY DEED

ADDRESS NEW OWNER	MAP/PARCEL	SEND TAX BILLS TO:
c/o Northwood Investors 575 Fifth Avenue, 40th Floor New York, NY 10017	093 13 0 335.00	Same as New Owner
This instrument prepared by: Bradley Arant Boult Cummings LLP (JKJ) 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 which are hereby acknowledged, **1 MUSIC CIRCLE SOUTH, LLC**, a Delaware limited liability company ("Grantor"), has transferred, bargained, sold, granted and conveyed, and by these presents does hereby transfer, bargain, sell, grant and convey to **US VI MUSIC CIRCLE SOUTH, LLC**, a Delaware limited liability company ("Grantee"), Grantee's successors and assigns, certain land in Davidson County, Tennessee, being more particularly described on **Exhibit A**, 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 all matters of record and those exceptions listed on **Exhibit B**, attached hereto and incorporated herein by reference (collectively, the "Permitted Exceptions"). This is improved property located at 1 Music Circle South, Nashville, Davidson County, Tennessee.

TO HAVE AND TO HOLD the Property with all the appurtenances, estate, title and interest thereunto belonging or in any wise appertaining unto the Grantee, his heirs and assigns in fee simple forever.

Grantor further covenants and binds itself to warrant and forever defend title to the Property to the Grantee, Grantee's heirs and assigns, against the lawful claims of all persons whomsoever claiming by, through or under Grantor.

[signature page to follow]

STATE OF Tennessee
COUNTY OF Davidson

The actual consideration or value, whichever is greater, for this transfer is $55,200,000.00.

Affiant

Subscribed and sworn to before me this 27 day of September, 2022.

RACHEL GRADY
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY

Notary Public
My Commission Expires: January 11, 2026

My Commission Expires
January 11, 2026

IN WITNESS WHEREOF, the Grantor has executed this Special Warranty Deed the 27 day of September, 2022, to be effective September ~~27~~ 30, 2022. RG

GRANTOR:

1 MUSIC CIRCLE SOUTH, LLC,
a Delaware limited liability company

By: 1 Music Circle South PDC, LLC,
a Delaware limited liability company,
Managing Member

By: PDC TN/FL, LLC,
a Delaware limited liability company,
Manager

By: _____
Name: Whitfield Hamilton
Title: Local Partner

STATE OF Tennessee)
COUNTY OF Davidson)

Before me, Rachel Grady, of the state and county aforesaid, personally appeared Whitfield Hamilton, 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 Local Partner of PDC TN/FL, LLC, a Delaware limited liability company, the Manager of 1 Music Circle South PDC, LLC, a Delaware limited liability company, the Managing Member of 1 Music Circle South, LLC, a Delaware limited liability company, the within named bargainor, and that he as such Local Partner executed the foregoing instrument for the purpose therein contained, by signing the name of the corporation by himself as the Local Partner of the Manager, of the Managing Member of the within named Grantor.

WITNESS my hand and seal, at office in Nashville, Tennessee, Davidson County, this 27 day of September, 2022.

Rachel Grady
Notary Public
My Commission Expires: _____

RACHEL GRADY
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY

My Commission Expires
January 11, 2026

EXHIBIT A

Description of the Property

The land referred to herein below is situated in the County of Davidson, State of Tennessee, and described as follows:

A TRACT OF LAND IN THE 19TH COUNCIL DISTRICT OF DAVIDSON COUNTY, TENNESSEE, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT AN IRON PIN (NEW), IN THE SOUTHERLY MARGIN OF MUSIC CIRCLE SOUTH, THE NORTHEAST CORNER OF A TRACT OF LAND WHICH BELONGS TO 11 MUSIC CIRCLE SOUTH, LLC, HAVING A DEED REFERENCE IN INSTRUMENT NO. 201306030055483, RODCT, THE NORTHWEST CORNER OF THIS TRACT, AND CONTINUING, AS FOLLOWS:

S 82°16'28" E, 195.00 FEET TO AN IRON PIN (NEW), IN THE SOUTHERLY MARGIN OF MUSIC CIRCLE SOUTH, IN THE WESTERLY MARGIN OF HAWKINS STREET, THE NORTHWEST CORNER OF A TRACT OF LAND WHICH BELONGS, TO RICHARD. D. HESTER, HAVING A DEED REFERENCE IN INSTRUMENT. NO. 201212280119856, RODCT; THENCE S 08°31'56" W, 205.00 FEET TO A CONCRETE MONUMENT (OLD), THE SOUTHWEST CORNER OF SAID TRACT OF LAND WHICH BELONGS TO RICHARD D. HESTER, IN THE NORTHERLY MARGIN OF ALLEY #425; THENCE, N 82°16'28" W, 195.00 FEET TO AN IRON PIN (NEW), IN THE NORTHERLY MARGIN OF ALLEY #425, THE SOUTHEAST CORNER OF SAID TRACT OF LAND WHICH BELONGS TO 11 MUSIC CIRCLE SOUTH, LLC; THENCE, N 08°31'56" E, 205.00 FEET, TO THE POINT OF BEGINNING.

BEING THE SAME PROPERTY CONVEYED TO 1 MUSIC CIRCLE SOUTH, LLC, A DELAWARE LIMITED LIABILITY COMPANY, BY DEEDS FROM COUNTRY MUSIC ASSOCIATION, INC., A TENNESSEE CORPORATION, OF RECORD IN INSTRUMENT NO. 201608290090408 AND IN INSTRUMENT NO. 201608290090409, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE.

EXHIBIT B

Permitted Encumbrances

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

2. Terms and provisions of Declaration of Restrictions and Covenants for Stormwater Facilities and Systems, by 1 Music Circle South, LLC, of record in Instrument No. 201704040032785, in the Register's Office of Davidson County, Tennessee.

3. Terms and provisions of Agreement for Dedication of Easement and/or Public Street Right-of-Way, by and between 1 Music Circle South, LLC and The Metropolitan Government of Nashville and Davidson County, its successors and assigns forever, of record in Instrument No. 201709150094349, in the Register's Office of Davidson County, Tennessee.

4. Terms and provisions of Easement, by and between 1 Music Circle South, LLC, a Delaware limited liability company and 11 Music Circle South, LLC, a Delaware limited liability company, of record in Instrument No. 201711300122239, in the Register's Office of Davidson County, Tennessee.

5. Rights of others in and to the Alley #425 contiguous to the land.

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

7. Rights of parties in possession not shown by the Public Records.