SPECIAL WARRANTY DEED

Karen Johnson Davidson County
Batch# 952298 DEEDWARRSP
12/16/2022 08:48:30 AM 9 pgs
Fees: $48.00 Taxes: $27,010.00
20221216-0130207

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

I hereby swear or affirm that the actual consideration or value, whichever is greater, for this transaction is $7,300,000.

Affiant

Subscribed and sworn to before me, this the 13th day of December, 2022.

Notary Public

My Commission Expires:

STACEY DENSON PALMER
NOTARY PUBLIC
STATE OF TENNESSEE
My Commission Expires on 01/03/2026
DAVIDSON COUNTY

THIS INSTRUMENT PREPARED BY
Spencer Fane LLP, 511 Union Street, Suite 1000, Nashville, TN 37219

Name and Address of New Owner:	Map-Parcel Number(s):	Send Tax Bills To:
RC Midtown Nashville Apartments LLC 2 Carlson parkway, Suite 400 Plymouth, MN 55447	09212035700 09212035600 09212035900	SAME AS NEW OWNER

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, **Thomas Michael Horrell and Sara Darby Smith** (collectively, the "Grantor"), have this day bargained and sold, and by these presents do hereby transfer and convey unto **RC Midtown Nashville Apartments LLC**, a Delaware limited liability company (the "Grantee"), and its successors and assigns, forever, the real estate located in Davidson County, State of Tennessee (the "Property"), which Property is more particularly described on Exhibit A attached hereto and incorporated herein (the "Land"), together with all buildings, structures and other improvements of any and every nature located on the Land and all fixtures attached or affixed to the Land or to any such buildings, structures or other improvements and all of Grantor's interest, if any, in the land lying beneath the public roads and public rights-of-way adjoining the real property, all privileges, rights, easements, claims of adverse possession, rights of way and easements now or hereafter belonging or pertaining to any of the foregoing, including any portion thereof located in any neighboring rights of way, streets, or strips, all development rights, air rights, wind rights, water rights, riparian rights and water stock relating to the real property, and all other rights, benefits, licenses, interests, privileges, easements, tenements, and hereditaments

appurtenant to such real property or used in connection with the beneficial use and enjoyment of such real property or any improvements thereon, or in anywise appertaining to such real property or the improvements thereon (collectively with the Land, the "Property").

The Property is improved property located at (i) 210 15th Avenue North, Nashville, Davidson County, Tennessee 37203, and municipally known as Map/Parcel No. 09212035700; (ii) 212 15th Avenue North, Nashville, Davidson County, Tennessee 37203, and municipally known as Map/Parcel No. 09212035600; and (iii) 1414 Church Street, Nashville, Davidson County, Tennessee 37203, and municipally known as Map/Parcel No. 09212035900.

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

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

GRANTOR COVENANTS 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.

GRANTOR FURTHER COVENANTS and binds Grantor and their heirs, successors and assigns to warrant and forever defend the title to the Property to Grantee and its successors and assigns against the lawful claims of all persons whomsoever claiming by, through or under Grantor (subject to the Permitted Exceptions), but not further or otherwise.

EFFECTIVE this 13th day of December, 2022.

[*Signature page follows*]

[Signature page to Special Warranty Deed]

GRANTOR:

Thomas Michael Horrell

STATE OF TENNESSEE)
COUNTY OF _____)

Before me, the undersigned, a Notary Public of said County and State, personally appeared Thomas Michael Horrell, 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 within named bargainor, and that he executed the foregoing instrument for the purposes therein contained by signing his name.

WITNESS my hand and seal at office this ____ day of _____, 2022.

NOTARY PUBLIC

My Commission Expires: 01/12/2026

CALIFORNIA ACKNOWLEDGMENT

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 San Diego)

On December 7, 2022, before me, Jaz Rodriguez, Notary Public, personally appeared Thomas Michael Horrell who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person 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.

Signature _____

JAZ RODRIGUEZ
Commission No. 2390453
NOTARY PUBLIC - CALIFORNIA
SAN DIEGO COUNTY
Commission Expires January 12, 2026

202212160130207

[Signature page to Special Warranty Deed]

GRANTOR:

Sara Darby Smith

STATE OF TENNESSEE)
COUNTY OF Davidson)

Before me, the undersigned, a Notary Public of said County and State, personally appeared Sara Darby Smith, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged herself to be the within named bargainor, and that she executed the foregoing instrument for the purposes therein contained by signing her name.

WITNESS my hand and seal at office this 8th day of December, 2022.

NOTARY PUBLIC

My Commission Expires: 03/18/2026

BRIAN HARLIN
STATE OF TENNESSEE NOTARY PUBLIC
MONTGOMERY COUNTY

EXHIBIT A

Property Description

TRACT 1 (MAP 92-12, PARCEL 359):

A CERTAIN TRACT OR PARCEL OF LAND IN DAVIDSON COUNTY, STATE OF TENNESSEE, DESCRIBED AS FOLLOWS, TO WIT:

BEING THE EASTERLY PART OF LOT NO. 61 ON THE MAP OF HYNES' ADDITION, AS OF RECORD IN MINUTE BOOK "B", PAGE 85, CHANCERY COURT, AT NASHVILLE, DESCRIBED ACCORDING TO A SURVEY MADE BY S. R. SANFORD, JR., SURVEYOR, OCTOBER 29, 1943, AS FOLLOWS:

BEGINNING ON THE NORTHERLY MARGIN OF CHURCH STREET, AS WIDENED, AT A POINT 35.8 FEET EAST OF THE EASTERLY MARGIN OF 15TH AVENUE NORTH, SAID POINT BEING THE CENTER OF A PARTY WALL; THENCE, WITH THE CENTER OF SAID PARTY WALL NORTHERLY 59.66 FEET TO THE NORTHERN TERMINUS OF SAID WALL, CONTINUING IN THE SAME DIRECTION 73.7 FEET, MORE OR LESS, IN ALL 133.36 FEET, MORE OR LESS, TO AN OLD FENCE IN THE SOUTHERLY LINE OF THE PROPERTY CONVEYED TO M. J. HALLORAN BY DEED FROM ROBERT VAUGHN, CLERK AND MASTER, OF RECORD IN BOOK 472, PAGE 48, REGISTER'S OFFICE FOR SAID COUNTY; THENCE, WITH SAID LINE EASTWARDLY 33.2 FEET TO A STAKE AT THE NORTHWEST CORNER OF CONCRETE FOOTING; THENCE, SOUTHWARDLY 133.4 FEET TO THE NORTHERLY MARGIN OF CHURCH STREET; THENCE, WITH SAME WESTWARDLY 33.8 FEET TO THE BEGINNING.

ALSO AN EASEMENT OR RIGHT-OF-WAY ACROSS THE NORTHWESTERLY PART OF LOT NO. 61 ON THE MAP OF HYNES' ADDITION, AS OF RECORD IN MINUTE BOOK "B", PAGE 85, CHANCERY COURT AT NASHVILLE, DESCRIBED ACCORDING TO A SURVEY MADE BY S. R. SANFORD, JR., SURVEYOR, OCTOBER 29, 1943, AS FOLLOWS:

BEGINNING ON THE EASTERLY MARGIN OF 15TH AVENUE NORTH AT A POINT 118.95 FEET NORTH OF THE NORTHERLY MARGIN OF CHURCH STREET, AS WIDENED; THENCE, WITH SAID AVENUE NORTHWARDLY 15.4 FEET TO A SPIKE IN AN OLD FENCE IN THE SOUTHERLY LINE OF THE PROPERTY CONVEYED TO M. J. HALLORAN BY DEED FROM ROBERT VAUGHN, CLERK AND MASTER, OF RECORD IN BOOK 472, PAGE 48, REGISTER'S OFFICE FOR SAID COUNTY; THENCE, WITH SAID LINE EASTWARDLY 53.3 FEET; THENCE, SOUTHWARDLY 15 FEET; THENCE, WESTWARDLY 50.2 FEET TO THE BEGINNING.

TRACT 2 (MAP 92-12, PARCEL 359):

A CERTAIN TRACT OR PARCEL OF LAND IN DAVIDSON COUNTY, STATE OF TENNESSEE, DESCRIBED AS FOLLOWS, TO WIT:

BEING PART OF LOT NO. 62 ON THE MAP OF HYNES' ADDITION, OF RECORD IN MINUTE BOOK "B", PAGE 85, OF THE CHANCERY COURT AT NASHVILLE, AND DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT IN THE NORTH MARGIN OF CHURCH STREET, AS WIDENED, 47 FEET WEST OF THE WESTERLY MARGIN OF A 20-FOOT ALLEY AT THE SOUTHWEST CORNER OF THE PROPERTY CONVEYED TO D. L. NICHOLSON AND WIFE BY DEED OF RECORD IN BOOK 1097, PAGE 340, REGISTER'S OFFICE FOR SAID COUNTY; THENCE, WITH THE MARGIN OF SAID STREET WESTERLY 23 FEET TO A POINT AT THE COMMON CORNER OF LOTS NOS. 61 AND 62; THENCE, WITH THE LINE BETWEEN SAID LOTS NORTHERLY 132 1/2 FEET, MORE OR LESS, TO A POINT; THENCE, EASTERLY 70 FEET, MORE OR LESS TO THE EASTERLY MARGIN OF SAID 20-FOOT ALLEY; THENCE, WITH THE MARGIN OF THE SAME SOUTHERLY 12 1/2 FEET TO A POINT AT THE NORTHEAST CORNER OF THE PROPERTY CONVEYED TO DELUXE ICE CREAM COMPANY BY DEED FROM JOHN W. KELLEY AND WIFE, OF RECORD IN BOOK 1281, PAGE 624, REGISTER'S OFFICE FOR SAID COUNTY; THENCE, ALONG SAID DELUXE ICE CREAM COMPANY'S NORTH LINE AND ALONG THE NORTH LINE OF SAID NICHOLSON LOT ABOVE-MENTIONED WESTERLY 47 FEET TO A POINT; THENCE, ALONG NICHOLSON'S WESTERLY LINE SOUTHERLY 120 FEET TO THE POINT OF BEGINNING.

TRACT 3 (MAP 92-12, PARCEL 357):

A CERTAIN TRACT OR PARCEL OF LAND IN DAVIDSON COUNTY, STATE OF TENNESSEE, DESCRIBED AS FOLLOWS, TO WIT:

BEING PART OF LOT NO. 60 ON THE MAP OF THE HYNES' ADDITION, OF RECORD IN BOOK 1, PAGE 21, OF THE CHANCERY COURT AT NASHVILLE, AND DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT IN THE EASTERLY MARGIN OF 15TH AVENUE NORTH, 171 FEET 11 INCHES, MORE OR LESS, NORTH OF CHURCH STREET, AS WIDENED, BEING THE SOUTHWEST CORNER OF THE PROPERTY CONVEYED TO TENNIE L. SMITH BY DEED OF RECORD IN BOOK 919, PAGE 778, REGISTER'S OFFICE FOR SAID COUNTY; THENCE, ALONG SMITH'S SOUTHERLY LINE EASTERLY 158 FEET, MORE OR LESS, TO THE WESTERLY MARGIN OF A 20-FOOT ALLEY; THENCE, WITH THE MARGIN OF THE SAME SOUTHERLY 45 1/2 FEET TO A POINT; THENCE, WESTERLY 154 FEET, MORE OR LESS, TO THE EASTERLY MARGIN OF 15TH AVENUE NORTH; THENCE, WITH THE MARGIN OF SAME NORTHERLY 35 FEET 5 INCHES TO THE POINT OF BEGINNING.

TRACT 4 (MAP 92-12, PARCEL 356):

A CERTAIN TRACT OR PARCEL OF LAND IN DAVIDSON COUNTY, STATE OF TENNESSEE, DESCRIBED AS FOLLOWS, TO WIT:

BEING THE SOUTHERLY PART OF LOT NO. 59 AND THE NORTHERLY PART OF LOT NO. 60 ON THE PLAN OF HYNES' ADDITION, AS OF RECORD IN PLAN NO. 1, PAGE 21, CHANCERY COURT AT NASHVILLE, DESCRIBED AS FOLLOWS:

BEGINNING ON THE EASTERLY MARGIN OF 15TH AVENUE NORTH, FORMERLY CARROLL STREET, AT A POINT 171 FEET 11 INCHES NORTH OF THE NORTHERLY MARGIN OF CHURCH STREET, AS WIDENED, SAID POINT BEING THE NORTHWEST CORNER OF TRACT NO. 1 CONVEYED TO M. J. HALLORAN BY DEED FROM ROBERT VAUGHN, CLERK AND MASTER, OF RECORD IN BOOK 472, PAGE 48, REGISTER'S OFFICE FOR SAID COUNTY; THENCE, WITH THE EASTERLY MARGIN OF SAID AVENUE NORTHWARDLY 59 FEET, 7 INCHES, MORE OR LESS, TO THE SOUTHWEST CORNER OF THE PROPERTY CONVEYED TO FANNIE MITCHELL BY DEED FROM R. H. THOMPSON AND WIFE, OF RECORD IN BOOK 546, PAGE 252, SAID REGISTER'S OFFICE; THENCE, WITH HER SOUTHERLY LINE EASTWARDLY 166 FEET, MORE OR LESS, TO THE WESTERLY MARGIN OF AN ALLEY; THENCE, WITH SAID ALLEY SOUTHWARDLY 47 1/2 FEET MORE OR LESS, TO THE NORTHEAST CORNER OF SAID HALLORAN LOT; THENCE, WITH THE NORTHERLY LINE OF SAME WESTWARDLY 158 FEET, MORE OR LESS, TO THE BEGINNING.

BEING THE SAME PROPERTY CONVEYED TO THOMAS MICHAEL HORRELL, AS TO A 1/2 INTEREST BY DEED FROM FRED THOMAS HORRELL OF RECORD IN INSTRUMENT NO. 202107150095447 AND BEING THE SAME PROPERTY CONVEYED TO SARA DARBY SMITH, AS TO A 1/2 INTEREST BY DEED FROM STEPHEN H. HORRELL OF RECORD N INSTRUMENT NO. 201907190070671, IN THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

EXHIBIT B

Permitted Exceptions

1. All real estate taxes and assessments for 2023 and future years, the liens for such future years not yet due and payable;

2. All matters shown on that ALTA/NSPS Survey by Brad T. Thomas, TNRLS #2431, Barge Design Solutions, dated December 9, 2022 and being File No. 378240;

3. All governmental zoning rules and regulations applicable to the ownership and use of the Property; and

4. An unrecorded sewer easement, which is the subject of that certain action brought by Plaintiffs Phillip R. Saunders and L.E. Saunders and Sons, Inc. against Defendants Thomas H. Horrell, Kathleen V. Horrell and Fleming Companies, Inc. in the Chancery Court for Davidson County, Tennessee (case number 96-1178-III (II)).

Tennessee Certification of Electronic Document

I, Matt Foster, do hereby make oath that I am a licensed attorney and/or the custodian of the original version of the electronic document tendered for registration herewith and that this electronic document is a true and exact correct copy of the original document executed and authenticated according to law on 12/15/2022.

Affiant Signature

Date: 12/15/2022

State of Tennessee

County of Davidson

Sworn to and subscribed before me this 15 day of December, 2022.

Notary's Signature

My Commission Expires: 7/22/2025

Date: 12/15/2022

Notary's Seal

JODEAN M. KING
STATE OF TENNESSEE NOTARY PUBLIC
ROBERTSON COUNTY