SPECIAL WARRANTY DEED

Karen Johnson Davidson County
Batch# 969437 **DEEDWARRSP**
02/10/2023 10:24:59 AM 7 pgs
Fees: $38.00 Taxes: $93,610.00

20230210-0009877

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

I hereby swear or affirm that the actual consideration or value, whichever is greater, for this transaction is $25,300,000.

Affiant

Subscribed and sworn to before me, this the 8th day of February, 2023.

Notary Public

My Commission Expires: 7/22/2023

JODEAN M. KING
STATE OF TENNESSEE NOTARY PUBLIC
ROBERTSON 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:
SWVP-NY 9A3 LLC c/o Southwest Value Partners 12770 El Camino Real, Suite 200 San Diego, California 92130	A portion of 09305440500	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, **AEG SWVP-NY 9A LLC**, a Delaware limited liability company ("Grantor"), has this day bargained and sold, and by these presents does hereby transfer and convey unto **SWVP-NY 9A3 LLC**, a Delaware limited liability company ("Grantee"), and its successors and assigns, forever, the real estate located in Davidson County, State of Tennessee that is more particularly described on Exhibit A attached hereto, together with all improvements thereon or thereto and all privileges, rights, easements, claims of adverse possession, rights of way and easements now or hereafter belonging or pertaining to any of the foregoing (collectively, the "Property").

The Property is a portion of the property currently municipally known as 910 Commerce Street, Nashville, Tennessee 37203.

This conveyance is expressly made subject to taxes and assessments for the year 2023 and subsequent years, not yet due and payable, all matters of record that affect the Property (including, without limitation (as applicable), that certain (i) Deed of Trust, dated April 13, 2022, in favor of Pinnacle Bank and recorded as Instrument No. 20220414-0043272 with the Davidson County Register of Deeds and/or (ii) Deed of Trust, dated April 13, 2022, in favor of Pinnacle Bank and recorded as Instrument No. 20220414-0043273 with the Davidson County Register of Deeds), contractor liens related to construction of the Garage (defined in the Declaration Establishing Nashville Yards Parcel 9 Condominium identified in Exhibit A hereto) and/or Property improvements, and all governmental rules and regulations (including, without limitation, the zoning ordinance) applicable to the ownership and use of the Property and any portion thereof (collectively, the "Permitted Exceptions").

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 its 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 8 day of February, 2023.

[*Signature pages follow*]

[Signature pages to Special Warranty Deed]

GRANTOR:

AEG SWVP-NY 9A LLC
a Delaware limited liability company

By: AEG SWVP Nashville, LLC,
a Delaware limited liability company,
Its Sole Member and Manager

By: SWVP NSH, LLC,
a Delaware limited liability company,
Its Co-Managing Member

By: _____
Cary Mack, Authorized Representative

By: AEG NSH, LLC,
a Delaware limited liability company,
Its Co-Managing Member

By: _____
Ted Tanner, Representative

[Signature pages to Special Warranty Deed]

GRANTOR:

AEG SWVP-NY 9A LLC
a Delaware limited liability company

By: AEG SWVP Nashville, LLC,
a Delaware limited liability company,
Its Sole Member and Manager

By: SWVP NSH, LLC,
a Delaware limited liability company,
Its Co-Managing Member

By: _____
Cary Mack, Authorized Representative

By: AEG NSH, LLC,
a Delaware limited liability company,
Its Co-Managing Member

By: _____
Ted Tanner, Representative

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned Notary Public in and for the County and State aforesaid, personally appeared Cary Mack, 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 Authorized Representative of SWVP NSH, LLC, a Delaware limited liability company and a co-managing member of AEG SWVP Nashville, LLC, a Delaware limited liability company and the sole member and manager of AEG SWVP-NY 9A LLC, a Delaware limited liability company and the within named bargainor, and that he as such Authorized Representative, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the co-managing member of the sole member and manager by himself as Authorized Representative.

Witness my hand and seal at office in Nashville, Tennessee, this _____ day of _____, 2023.

_____
Notary Public

My Commission Expires: _____

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 Los Angeles)

On January 26, 2023 before me, L. Millis, Notary Public
(insert name and title of the officer),

personally appeared Ted Tanner, who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/~~are~~ subscribed to the within instrument and acknowledged to me that he/~~she/they~~ executed the same in his/~~her/their~~ authorized capacity(~~ies~~), and that by his/~~her/their~~ signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) 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: L. Millis [Seal]

L. MILLIS
Notary Public - California
Los Angeles County
Commission # 2375073
My Comm. Expires Sep 14, 2025

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 February 6, 2023, before me, Mayra Mariscal, Notary Public, personally appeared Cary Mack 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 Mayra Mariscal

(Seal)

EXHIBIT A

Property Description

Being the following real estate in Davidson County, Tennessee:

The (i) 9A3 Residential Tower unit, (ii) 9A3 Retail Unit, and (iii) 9A3 Garage Unit of the Nashville Yards Parcel 9 Condominium described in the Declaration Establishing Nashville Yards Parcel 9 Condominium, of record as Instrument No. 20230210-0009871, Register's Office for Davidson County, Tennessee, together with (x) the undivided percentage interest in the Common Elements appurtenant to each such unit as set forth in Exhibit E of the Declaration Establishing Nashville Yards Parcel 9 Condominium and (y) all Limited Common Elements (or any undivided interest therein) appurtenant to each such unit as set forth in the Declaration.

Reference is hereby made to the Plat of Nashville Yards Parcel 9 Condominium of record as Exhibit B to the Declaration Establishing Nashville Yards Parcel 9 Condominium for a more complete identification and description of said units.

Being a portion of the same property conveyed to AEG SWVP-NY 9A LLC by (i) Quitclaim Deed dated April 12, 2022, from AEG-SWVP Nashville, LLC of record as Instrument No. 20220414-0043270, Register's Office for Davidson County, Tennessee, and (ii) Quitclaim Deed of even date herewith, from SWVP-NY 9B LLC of record as Instrument No. 20230210-0009870, said register's office.