Instrument prepared by:
Adam Docks, Esq.
Dentons US LLP
233 S. Wacker Drive, Ste. 5900
Chicago, IL 60606

After recording send to:
Laurence M. Papel, Esq.
Nelson Mullins Riley & Scarborough LLC
1222 Demonbreun Street, Ste. 1700
Nashville, TN 37203

Mail tax bills to:
Roaring 20s Hotel LLC
c/o Dreamscape Companies LLC
595 Madison Avenue
New York, NY 10022
Attn: Scott Broder

Karen Johnson Davidson County
Batch# 1071842 DEEDWARRSP
11/14/2023 04:15:30 PM 8 pgs
Fees: $43.00 Taxes: $222,542.60
20231114-0088910

Map/Parcel Number:
093 06 3 025.00
093 06 3 026.00
093 06 3 027.00

SPECIAL WARRANTY DEED

THIS INDENTURE is made and entered into effective as of this 14th day of November, 2023, by and between **URBAN NASHVILLE ROBERTSON BUILDING, LLC**, a Delaware limited liability company ("Grantor"), and **ROARING 20S HOTEL LLC**, a Delaware limited liability company ("Grantee").

WITNESSETH:

THAT for and in consideration of TEN DOLLARS ($10.00), cash in hand paid, and other good and valuable consideration, the receipt and sufficiency of all of which is hereby acknowledged, Grantor has bargained and sold and does hereby bargain, sell, convey and confirm unto the said Grantee the following described real estate situated and being in Nashville, Davidson County, Tennessee to wit:

> All of that certain real estate described in Exhibit A attached hereto and incorporated herein by this reference (the "Real Estate").

The Real Estate being the same real estate conveyed to Grantor by deed of record in Instrument No. 201603010019496 and Instrument No. 201603010019497, in the Register's Office for Davidson County, Tennessee (the "Register's Office"). The Real Estate is improved real

property commonly known as Holston House Nashville – The Unbound Collection by Hyatt and located in the historic "James Robertson Building" at 112, 114 and 118 7th Avenue North, Nashville, Tennessee 37203.

TO HAVE AND TO HOLD the Real Estate together with all the appurtenances and hereditaments thereunto belonging or in the anywise appertaining unto Grantee, its successors and assigns in fee simple forever.

Grantor covenants with Grantee that Grantor is lawfully seized and possessed of the Real Estate in fee simple and has a good right and lawful authority to sell and convey the Real Estate, and that the Real Estate is free from all encumbrances, subject only to those matters shown on Exhibit B attached hereto and incorporated herein by reference (collectively, the "Permitted Exceptions"). Grantor further covenants and binds itself, its successors, and assigns to warrant and forever defend the title to the Real Estate against the lawful claims of all persons claiming by, through or under Grantor, but not further or otherwise, subject to the Permitted Exceptions.

As used herein, pronouns shall be construed according to their gender and number according to the context thereof.

[signature(s) on following page]

IN WITNESS WHEREOF, Grantor has executed or caused this instrument to be executed by its duly authorized agent on the day and year first above written.

GRANTOR:

URBAN NASHVILLE ROBERTSON BUILDING, LLC, a Delaware limited liability company

By: _____

Name: A. Thomas Leonhard, Jr.

Title: Duly Authorized Agent

STATE OF ~~TENNESSEE~~ Louisiana)
) SS
~~COUNTY OF DAVIDSON~~ Parish of Orleans)

Before me, the undersigned, a Notary Public within and for the State and ~~County~~ Parish aforesaid, personally appeared A. Thomas Leonhard, Jr., 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 Duly Authorized Agent of Urban Nashville Robertson Building, LLC, a Delaware limited liability company, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing his name as such Duly Authorized Agent on behalf of such limited liability company.

Witness my hand and official seal his day the 3rd day of November, 2023.

_____

Notary Public

Commission Expires: _____

SARAH D. HANAUER
NOTARY PUBLIC
STATE OF LOUISIANA
MY COMMISSION IS ISSUED FOR LIFE
BAR ROLL NO. 33569

[Signature Page to Special Warranty Deed]

125228334

AFFIDAVIT OF CONSIDERATION

STATE OF ~~TENNESSEE~~ Louisiana) SS
~~COUNTY OF DAVIDSON~~ Parish of Orleans)

The actual consideration for this transfer is $60,146,648.00.

A. Thomas Leonhard, Jr.

Subscribed and sworn to before me, this 30th day of November, 2023.

NOTARY PUBLIC

My Commission Expires: _____

SARAH D. HANAUER
NOTARY PUBLIC
STATE OF LOUISIANA
MY COMMISSION IS ISSUED FOR LIFE
BAR ROLL NO. 33569

125228334

EXHIBIT A

Legal Description

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

TRACT NO. 1:

Land in Davidson County, Tennessee, being part of Lot No. 128 on the Plan of the Original Town of Nashville, not of record, described according to a survey made February 25, 1978 by John 'I'. White, Surveyor, as follows:

BEGINNING at the west corner of the existing James Robertson Hotel Bldg., said corner being on the east side of 7th Avenue, No. and S. 41° 04' E. 155.5 feet from the intersection of the inside of the sidewalks on the east side of said 7th Avenue, No. and the south side of Commerce Street; thence N. 48° 25' E. 167.5 feet to an iron pin on the west side of an alley; thence with the west side of said alley S. 41° 04' E. 91.3' to the point of intersection of the west side of said alley and the north side of another alley; thence with the north side of said 2nd alley S. 48° 25W. 167.5 feet to the point of intersection of the north side of said 2nd alley and the east side of the aforementioned 7th Avenue, No.; thence with the east side of said 7th Avenue, No., N. 41° 04' W. 91.3' to the point of beginning and containing 15,292.13 square feet.

TRACT NO. 2:

Land in Davidson County, Tennessee, being the north 28-1/2' of Lot No. 129 on the Map of the Original Town of Nashville, not of record, and described as follows:

BEGINNING at the point of intersection of the east side of 7th Avenue, No. and the south side of an alley, said point being S. 41° 04' E. 258.8 feet from the intersection of the inside of the sidewalks on the cast side of said 7th Avenue, No., and the south side of Commerce Street; thence with the east side of said 7th Avenue, No. S. 41° 04' E. 28.5 feet to the south corner of an existing building wall; thence N. 48° 25' E. 167.5 feet to an iron pin on the west side of a 2nd alley; thence No. 41° 04' W. 28.5 feet to the point of intersection of the west side of said 2nd alley and the south side of the previous mentioned alley; thence with the south side of said alley S. 48° 25' W., 167.5 feet to the point of beginning and containing 4,773.56 square feet.

TRACT NO. 3:

Being part of the original Lot No. 129 in the original Plan of Nashville, Beginning at a point on the east margin of Seventh Avenue North, formerly Vine Street, 281/2 feet southwardly from its intersection with an alley that runs between said original Lot No. 129 and Lot No. 128 on said Original Plan of Nashville, and running thence southwardly along said Seventh Avenue North, formerly Vine Street, 28 ½ feet to a point, thence at right angles eastwardly 170 feet to an alley, thence northwardly along said alley 28 ½ feet to a point being Rubert Elliot's Southeast corner, thence at right angles westwardly 170 feet to the beginning.

BEING THE SAME PROPERTY CONVEYED TO URBAN NASHVILLE ROBERTSON BUILDING, LLC, A DELAWARE LIMITED LIABILITY COMPANY, BY DEEDS FROM

10TH AVENUE MULTIFAMILY PARTNERS, LLC, A DELAWARE LIMITED LIABILITY COMPANY, OF RECORD IN INSTRUMENT NO. 201603010019496; AND INSTRUMENT NO. 201603010019497, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE.

EXHIBIT B
Permitted Exceptions

1. Taxes and assessments for the year 2023 and subsequent years, not yet due and payable.

2. Easements and rights retained in Metropolitan County Council Ordinance No. O84-397, not of record in the Register's Office of Davidson County, Tennessee.

3. Terms and provisions of Permanent Easement for Alley, by and between James Robertson Apartments and Metropolitan Government of Nashville and Davidson County, its successors and assigns forever, of record in Book 7334, Page 765, in the Register's Office of Davidson County, Tennessee.

4. Terms and provisions of Permanent Easement for Alley, by and between Robert A. Keenan, and wife, Nell N. Keenan and Metropolitan Government of Nashville and Davidson County, its successors and assigns forever, of record in Book 7334, Page 768, in the Register's Office of Davidson County, Tennessee.

5. Terms and provisions of Agreement for Dedication of Easement for Sanitary Sewers and/or Storm Drainage Water Mains, Pumps and Appurtenances, by and between Urban Nashville Robertson Building, LLC and The Metropolitan Government of Nashville and Davidson County, its successors and assigns forever, of record in Instrument No. 201611150120308, in the Register's Office of Davidson County, Tennessee.

6. Terms and provisions of Grant of Easement Distribution, by and between Urban Nashville Robertson Building, LLC and Piedmont Natural Gas Company, Inc., of record in Instrument No. 201701090002413, in the Register's Office of Davidson County, Tennessee.

7. Rights of others in and to the Alley No. 57 contiguous to the land.

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

9. Any facts, rights, interests or claims that may exist or arise by reason of the following matters disclosed by an ALTA/NSPS survey made by Robert Paul Bannerman, RLS Survey License #2037, for CRESurveys on August 17, 2023:

    a. Underground phone line up from ground o adjacent building extends 0.5' on subject tract;
    b. Underground gas line, per utility markings, crosses southern corner of subject tract;
    c. Overhead sign extended 4.3' into the right-of-way;
    d. Canopy extends 6.9' into the right-of-way;
    e. Roof drain extends 0.1' into the right-of-way;
    f. Fire connector extends 0.7' into the right-of-way; and
    g. Ventilation extends 0.9' onto subject tract.

Tennessee Certification of Electronic Document

I, John F. Nielsen, 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 November 14, 2023.

Affiant Signature

Date: 11/14/2023

State of Tennessee

County of Davidson

Sworn to and subscribed before me this 14th day of November, 2023.

Notary's Signature

My Commission Expires: 7/22/2025

Date: 11/14/2023

Notary's Seal

