Karen Johnson Davidson County
Batch# 1082577 DEEDWARRSP
12/15/2023 11:44:30 AM 6 pgs
Fees: $33.00 Taxes: $77,700.00
20231215-0096917

THIS INSTRUMENT PREPARED BY
AND RETURN TO:
Tailwinds Business Law, PLLC
821 Knox Avenue
Nashville, Tennessee 37204
Attention: Ryan D. Franklin

ADDRESS OF NEW OWNER(S):	SEND TAX BILLS TO:	MAP PARCEL NO.
600 Middleton, LLC 203 Evelyn Avenue Nashville, TN 37205	600 Middleton, LLC 203 Evelyn Avenue Nashville, TN 37205	09314059200

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of Ten Dollars ($10.00), and other good and valuable consideration not herein mentioned, the receipt and sufficiency of which are hereby acknowledged, CITY WINERY NASHVILLE, LLC, a Delaware limited liability company ("***Grantor***") does hereby sell, transfer, and convey unto 600 MIDDLETON, LLC, a Tennessee limited liability company ("***Grantee***"), and its successors and assigns, a certain tract or parcel of land in Davidson County, Tennessee, together with all, buildings and improvements thereon, (collectively, the "***Property***"), described as follows:

See **Exhibit A** attached to and made a part of this Special Warranty Deed.

The Property is improved property with the following two street addresses: (i) 609 Lafayette Street, Nashville, Tennessee, and (ii) 600 Middleton Street, Nashville, Tennessee

TO HAVE AND TO HOLD the Property, with the appurtenances, estate, title and interest thereto belonging to the Grantee, its successors and assigns, forever. Grantor does covenant with Grantee that Grantor is lawfully seized and possessed of the Property in fee simple, has full power and legal authority to convey the Property, and the same is unencumbered, except for and subject to all matters set forth in attached **Exhibit B**.

Grantor further covenants for itself, and its successors, assigns and representatives, to warrant and forever defend the title to the Property to Grantee, its successors and assigns, against the lawful claims of all persons claiming by, through, or under Grantor and no other, but no further or otherwise, except for and subject to all of the matters set forth in attached **Exhibit B**. Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall he applicable to all genders.

(Signature on following page)

IN WITNESS WHEREOF, Grantor has caused its name to be signed on this 4 day of December, 2023.

GRANTOR:

City Winery Nashville, LLC,
a Delaware limited liability company

By: City Winery, LLC, a Delaware limited liability company, its Manager

By:_____
Michael Dorf, Chief Executive Officer

STATE OF NEW YORK :

COUNTY OF NEW YORK :

Before me, a Notary Public of the state and county mentioned, personally appeared Michael Dorf, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged such person to be the Chief Executive Officer of City Winery, LLC, a Delaware limited liability company, the Manager of City Winery Nashville, LLC, a Delaware limited liability company, the within named bargainor, and that such person as such Chief Executive Office of the Manager being authorized so to do, executed the foregoing instrument for the purposes therein contained, by personally signing the name of the limited liability company by such person as such.

WITNESS my hand and seal, at office in New York County, New York, this 4 day of December, 2023.

_____
Notary Public

My Commission Expires: 4/4/24

DYLAN M ROCKE
NOTARY PUBLIC, STATE OF NEW YORK
Registration No. 01R06339694
Qualified in Queens County
Commission Expires April 4, 2024

STATE OF NEW YORK :

COUNTY OF NEW YORK :

The actual consideration for this transfer or the value of property conveyed (whichever is greater) is $21,000,000.

AFFIANT

City Winery Nashville, LLC,
a Delaware limited liability company

By: City Winery, LLC, a Delaware limited liability company, its Manager

By:_____
Michael Dorf, Chief Executive Officer

Sworn and subscribed to before me
this 4 day of December, 2023.

_____
Notary Public

My Commission Expires: 4/4/24

DYLAN M ROCKE
NOTARY PUBLIC, STATE OF NEW YORK
Registration No. 01R06339694
Qualified in Queens County
Commission Expires April 4, 2024

EXHIBIT A

LEGAL DESCRIPTION

LAND IN DAVIDSON COUNTY, TENNESSEE, BEING LOT NO. 3 ON THE PLAN OF THE RESUBDIVISION OF LOT NOS. 1 AND 3, NASHVILLE UNION RESCUE MISSION, OF RECORD IN BOOK 7900, PAGE 786, REGISTER'S OFFICE FOR SAID COUNTY, TO WHICH PLAT REFERENCE IS MADE FOR A MORE DETAILED DESCRIPTION.

BEING THE SAME PROPERTY CONVEYED TO CITY WINERY NASHVILLE, LLC BY DEED FROM 5TH STREET DEVELOPMENT LLC, A GEORGIA LIMITED LIABILITY COMPANY, OF RECORD IN INSTRUMENT NO. 201312230129414, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

EXHIBIT B

PERMITTED ENCUMBRANCES

1. No insurance is afforded as to the acreage or square footage contained in the Land.

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

3. All matters shown on plat(s) of record in Book 7900, Page 786, in the Register's Office of Davidson County, Tennessee.

4. Any facts, rights, interests or claims that may exist or arise by reason of the following matters disclosed by a survey dated October 10, 2023 and last revised December 10 2023, as prepared by Leah M. Metcalf, TN RLS No. 3430, SM&E, under Job No. 23470126, as follows:

    a. Fence of unknown origin located on the property and possibly encroaching along the southerly boundary line.

    b. Overhead powerlines, water meter, gas meter and valve and storm sewer line located on the property without the benefit of a specific easement.

5. Matters contained in Deed of record in Book 9527, Page 985, in the Register's Office of Davidson County, Tennessee.

6. All matters shown on plat(s) of record in Plat Book 21, Page 120 and Plan Book 7900, Page 582, in the Register's Office of Davidson County, Tennessee. (As to Tract 2 only)

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 December 4, 2023.

Affiant Signature

Date: 12/4/2023

State of Tennessee

County of Davidson

Sworn to and subscribed before me this 4th day of December, 2023.

Notary's Signature

My Commission Expires: 7/22/2025

Notary's Seal

Date: 12/4/2023

JODEAN M. KING
STATE OF TENNESSEE NOTARY PUBLIC
ROBERTSON COUNTY