FROM: Nashville Portfolio Priest Lake, LLC, a Delaware limited liability company
TO: Fairfield Priest Lake LLC, a Delaware limited liability company

Address New Owner as follows:	Send Tax Bills to:	Tax-Parcel No.
Fairfield Priest Lake LLC c/o Fairfield Residential LLC 5355 Mira Sorrento Place, Suite 100 San Diego, CA 92121	New Owner	10900000800 10900001200

THIS INSTRUMENT PREPARED OUTSIDE OF TENNESSEE BY:

KATTEN MUCHIN ROSENMAN LLP
1919 Pennsylvania Ave., N.W.
Suite 800
Washington, DC 20006

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $45,193,230.33.

AFFIANT:

FAIRFIELD PRIEST LAKE LLC,
a Delaware limited liability company

By: FRH GP LLC, a Delaware limited liability company, its non-member Manager

By: _____
Tracy Stottlemyer
Its: Vice President and Assistant Secretary

Karen Johnson Davidson County
Batch# 1112077 DEEDWARRSP
03/18/2024 02:51:30 PM 9 pgs
Fees: $48.00 Taxes: $167,214.95
20240318-0018567

Subscribed and sworn to before me, this the _____ day of March, 2024.

_____
Notary Public
My Comm. Expires: _____

See Attached Notary Page

CALIFORNIA JURAT **GOVERNMENT CODE § 8202**

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
County of San Diego

Subscribed and sworn to (or affirmed) before me on this 10th day of March, 2024, by
Date Month Year

(1) Tracy Stottlemyer

(and (2) _____),
Name(s) of Signer(s)

proved to me on the basis of satisfactory evidence to be the person(s) who appeared before me.



Signature Olga Buelna
Signature of Notary Public

Place Notary Seal and/or Stamp Above

OPTIONAL

Completing this information can deter alteration of the document or fraudulent reattachment of this form to an unintended document.

Description of Attached Document

Title or Type of Document: Affidavit of value

Document Date: _____ Number of Pages: _____

Signer(s) Other Than Named Above: _____

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SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION OF the sum of Ten Dollars, cash in hand paid by the hereinafter named GRANTEE, and other good and valuable considerations, the receipt and sufficiency of which are hereby acknowledged, Nashville Portfolio Priest Lake, LLC, a Delaware limited liability company, hereinafter called "GRANTOR", has bargained and sold, and by these presents does transfer and convey unto Fairfield Priest Lake LLC, a Delaware limited liability company, hereinafter called "GRANTEE", its successors and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, as more fully described on EXHIBIT A attached hereto.

Said property is transferred subject to the limitations, restrictions, and encumbrances set forth on EXHIBIT B attached hereto.

This is improved property located at 3555 Bell Road, Nashville, Tennessee.

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said GRANTEE, its successors and assigns, forever, and GRANTOR further covenants and binds itself, its successors and assigns to warrant specially and forever defend the title to said real estate to GRANTEE, its successors and assigns, against the lawful claims of all persons claiming through and under GRANTOR (other than claims arising out of the matters set forth above), but not further or otherwise. Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

[Signature appears on the following page.]

WITNESS its hand this 6th day of March, 2024.

GRANTOR:

NASHVILLE PORTFOLIO PRIEST LAKE, LLC

By: 3555 Bell Rd Holding LLC, a Texas limited liability company, its Sole Member

By: GVA Investco LLC, a Texas limited liability company, its Manager

By:_____
Alan J. Stalcup
Its: Managing Member

STATE OF TEXAS

COUNTY OF TRAVIS

ZACHARY RICHARDS
Notary ID #132067724
My Commission Expires
July 27, 2027

Before me, the undersigned, of the state and county aforesaid, personally appeared Alan J. Stalcup, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged that he is the Managing Member of GVA Investco LLC, a Texas limited liability company, the Manager of 3555 Bell Rd Holding LLC, a Texas limited liability company, the Sole Member of NASHVILLE PORTFOLIO PRIEST LAKE, LLC, a Delaware limited liability company, the within named bargainor, and that he as Managing Member of the Manager of the Sole Member of the liability company, executed the foregoing instrument for the purposes therein contained, by signing the name of the limited liability company as Managing Member of the Manager of the Sole Member.

WITNESS my hand, at office, this 6th day of March, 2024.

_____
NOTARY PUBLIC

My Commission Expires: 3/6/24

EXHIBIT A TO SPECIAL WARRANTY DEED

[Legal Description]

Parcel 1:

Tract A:
Land lying in the 13th Councilmanic District of Nashville, Davidson County, Tennessee, and being the property of Mission Nashville 23, LLC, of record at Instrument No._20060228-0023019 and being Lot 1 on the Final Plat of The Lakes Apartments of record in Instrument No._20000918-0092189, all at the Register's Office for Davidson County, Tennessee, and being bound on the east, south and west by J. Percy Priest Reservoir the property of U.S. Government no Deed found, also on the west by the common/open space of O.I.C. Williams Bend Townhomes of record in Instrument No._20021216-0154761 and on the north by the common/open space of Lot 2 The Lakes Apartments of record in Instrument No._20000918-0092189 and being more particularly described as follows;

Beginning at a concrete monument old, (Broken) and being the southwest corner of the herein described tract and being a common comer with U.S. Government (J. Percy Priest Reservoir), thence N 08 degrees 05 minutes 31 seconds E, 517.09' to a concrete monument old and comer with O.I.C. Williams Bend Townhomes property;

Thence with Williams Bend Townhomes east line, N 08 degrees 47 minutes 08 seconds E, 157.57' to an iron pin new and southwest comer of Lot 2 The Lakes Apartments;

Thence with The Lakes Apartments south line for the following 3 calls:
S 81 degrees 19 minutes 48 seconds E, 399.72' to an iron pin old;
N 86 degrees 53 minutes 39 seconds E, 222.01' to an iron pin old;
S 82 degrees 25 minutes 42 seconds E, 700.00' to an iron pin new and being the northeast corner of the herein described tract and the southeast comer of Lot 2 and a corner with U.S. Government (J. Percy Priest Reservoir);

Thence with the U.S. Government (J. Percy Priest Reservoir) property for the following 4 calls:
S 11 degrees 07 minutes 01 seconds W, 400.58' to an iron pin Corp. Cap and T-post Marker old;
S 16 degrees 53 minutes 43 seconds E, 329.73' to an iron pin with Corp. Cap old;
N82 degrees 26 minutes 23 seconds W, 589.83' to a concrete monument old;
N82 degrees 58 minutes 14 seconds W, 847.84' to the point of beginning.

Tract B:
Together with an easement for ingress and egress and for utilities across certain adjoining property, known as Phase II, as shown on the plat of record in Instrument No._20000918-0092189 and as set forth in Easement Agreement, dated Nov. 30, 1983, and recorded December 1, 1983, in Deed Book 6185, Page 216, as amended by Easement Agreement, dated March 23, 1988 and recorded March 24, 1988, in Deed Book 7498, Page 726, R.O.D.C., TN, as amended by First Amendment to Easement Agreement, dated March 31, 2000 and recorded March 31, 2000 in Instrument No.

200003310032369 and as amended by Second Amendment to Easement Agreement, dated December 4, 2002 and recorded December 4, 2002 in Instrument No. 20021204-0149457.

Parcel 2:

Land lying in the 13th Councilmanic District of Nashville, Davidson County, Tennessee, and being the property of Mission Nashville 23, LLC, of record at Instrument No. 200600419003911 9 and being Lot 1 on the Final Plat of Bay Club Apartments of record at Instrument No. 200106150063631, all at the Register's Office for Davidson County, Tennessee, and being bound on the south by the property of Michael Meeks, or record in Book 8616, Page 753, on the west by the easterly right-of-way line of Bell Road, on the north by the southerly right-of-way line of Lincoya Bay Drive, and on the east by the westerly right-of-way line of Lincoya Bay Drive, and being more particularly described as follows;

Beginning at an iron pin found, said pin being the northwesterly corner of the Michael Meeks property;

Thence, with the easterly right-of-way of Bell Road, N 08 degrees 13 minutes 22 seconds E, 313.03' to an iron pin new, the beginning of a curve to the right;

Thence, with said curve, having a central angle of 89 degrees 55 minutes 26 seconds, a radius of 25.00', chord bearing and distance, N 53 degrees 11 minutes 05 seconds E, 35.33' , along an arc length of 39.24' to an iron pin new;

Thence, with the southerly right-of-way line of Lincoya Bay Drive, S 81 degrees 51 minutes 12 seconds E, 483.05' to an iron pin found;

Thence, with a curve to the right, said curve having a central angle of 90 degrees 15 minutes 34 seconds, a radius of 25.00', chord bearing and distance, S 36 degrees 43 minutes 26 seconds E, 35.44' along an arc length of 39.38' to an iron pin found;

Thence, with the easterly right-of-way line of Lincoya Bay Drive, S 08 degrees 24 minutes 21 seconds W, 313.35' to a steel post found;

Thence, with said Michael Meeks property, N 81 degrees 47 minutes 58 seconds W, 532.04' to the point of beginning.

Being the same property conveyed to Nashville Portfolio Priest Lake, LLC, a Delaware limited liability company by deed dated September 15, 2015, of record in Instrument No. 20150916-0094151, in the Register's Office for Davidson County, Tennessee.

EXHIBIT B TO SPECIAL WARRANTY DEED

[Permitted Encumbrances]

1. Taxes and assessments for the year 2024 and subsequent years, a lien not yet due and payable.

2. Easement Agreement by and between CCL & Associates, a Georgia General Partnership and The Lakes Apartments Limited, a Tennessee limited partnership of record in Book 6185, Page 216, as amended by First Amendment to Easement Agreement as Instrument No. 200003110032369, and Second Amendment to Easement Agreement at Instrument No. 20021204-0149457, in the Register's Office for Davidson County, Tennessee. (Parcel 1, Tract B)

3. Easement Agreement by and between Park Lake Apartments, Limited, a Tennessee limited partnership and The Lakes Apartments Associates, a Georgia General Partnership of record in Book 7498, Page 726, in the Register's Office for Davidson County, Tennessee. (Parcel 1, Tract B)

4. 15-foot drainage and 10-foot drainage easements shown on the Plan of record as Instrument Number 20000918-0092189, in the Register's Office of Davidson County, Tennessee, shown on the Survey.

(Parcel 2)

5. 10-foot landscape and 20-foot PUE shown on the Plan of record as Instrument Number 20010615-0063631, in the Register's Office of Davidson County, Tennessee, shown on the Survey.

(Parcels 1 and 2)

6. Grant of Easement by and between Comcast of Nashville I, LLC, and Mission Nashville, LLC of record in Instrument Number 20090930-0090867, in the Register's Office for Davidson County, Tennessee.

7. Grant of Easement of record in Instrument Number 20171127-0120855, in the Register's Office for Davidson County, Tennessee.

8. Any rights, easements, interests, or claims which may exist by reason of, or reflected by, the following matters disclosed on that certain ALTA/NSPS Land Title Survey made by Kevin David Crowe, TN RLS No. 1979 of Crowe-Wheeler & Associates for Landco, L.P., dated 12-14-2023, as Job No. 23-9316:

a. Utility and drainage lines, with meters, valves, poles and other appurtenances;
b. Building setbacks Parcel 1: 20' Rear and 10' Side; Parcel 2: 40' Front and 10' Side

9. A Deed of Trust by Nashville Portfolio Priest Lake, LLC a Delaware limited liability company, trustor, to James E. Spruill, trustee, for the benefit of Capital One, National Association, beneficiary, to secure a note in the original amount of $47,400,000 secured thereby, dated September 21, 2022, and recorded on September 23, 2022 of record as instrument number 20220923-0105599, Register's Office for Davidson County, Tennessee, as assumed pursuant to that certain Assumption and Modification Agreement dated March __, 2024, and recorded of even date herewith in the Register's Office for Davidson County, Tennessee.

Tennessee Certification of Electronic Document

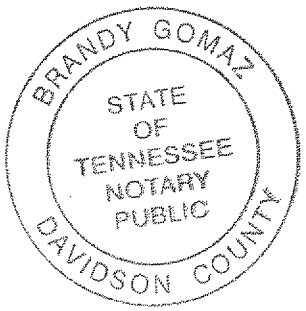
I, James E. Spruill, do hereby make oath that I am a licensed attorney and/or the custodian of the original version of the electronic document tendered for registration herewith and that this electronic document is a true and exact copy of the original document executed and authenticated according to law on March 6, 2024 (date of document).

Affiant Signature

3/18/2024
Date

State of Tennessee
County of Williamson

Sworn to and subscribed before me this 18th day of March, 2024.



Brandy Gomaz
Notary's Signature

My Commission Expires: 5/5/25