Return to and Prepared by: Robyn J. Askew, Esq., and Lars E. Schuller, Esq. Lewis Thomason, P.C. P.O. Box 2425 Knoxville, Tennessee 37901-2425	**New Owner Address:**	**Send Tax Bills to:**	**Map-Parcel ID:**
	R Squared Properties LLC c/o Randall Isaacson 392 Lakeview Road Gallatin, TN 37066	SAME	093 10 0 073.00

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $35,000,000.00.

Affiant

Subscribed and sworn to before me, this **11th** day of April, 2024.

Notary Public or Register

My Commission expires: 7-6-26

SONYA SHEPARD
STATE OF TENNESSEE
NOTARY PUBLIC
DAVIDSON COUNTY
My Commission Expires 07-06-2026

SUBSTITUTE TRUSTEE'S DEED

WHEREAS, **RC Nashville Development Partners, LLC,** a Delaware Limited Liability Company, by Deed of Trust dated March 31, 2020, and recorded as Instrument No. **20200401-0034965** in the Register's Office for Davidson County, Tennessee, did convey the hereinafter described real property to Lars E. Schuller, Trustee, for the benefit of **R Squared Properties LLC,** a Tennessee Limited Liability Company, beneficiary, for the payment of a certain indebtedness (the "Note") described in the Deed of Trust; and

WHEREAS default was made in the payment of the Note; and

WHEREAS, by instrument dated December 6, 2023, and recorded as Instrument No. **20231207-0094676**, in the said Register's Office, R Squared Properties LLC, the owner and holder of the indebtedness appointed **Lewis Thomason, P.C. as Substitute Trustee** of the Deed of Trust; and

WHEREAS, the owner and holder of the Note demanded that the Substitute Trustee foreclose the Deed of Trust; and

WHEREAS, pursuant to instructions of the owner and holder, the Substitute Trustee duly served notices of the sale to the maker of the said Deed of Trust, the Note's debtor, the Note's guarantor, and to other parties of interest as reflected in the instruments of record in the said Register's Office, and duly advertised said property for sale in accordance with the terms and provisions of the Deed of Trust, with notices of the time and place of said sale published in "The Tennessean," a newspaper of general circulation published in Davidson County, Tennessee, three times: on March 12, March 19, and March 26, 2024; and

WHEREAS, the Substitute Trustee, as required by the terms of the Deed of Trust, offered said property for sale to the highest bidder for cash, at public outcry, at the front door entrance of

Karen Johnson
Batch # 1121736
04/11/2024 01:05:12 PM
Fees: $38.00 Taxes: $129,500.00
Davidson County
DEEDTRS
7 pgs
20240411-0025854

the Metro Davidson County Courthouse, One Public Square, Nashville, Tennessee, at 10:00 A.M. on Thursday, April 11, 2024; and

WHEREAS, **R Squared Properties LLC,** a Tennessee Limited Liability Company, (hereinafter "**Grantee**"), being the highest and best bidder thereof, became the purchaser of said property for the sum of Thirty-Five Million and 00 /100 Dollars ($35,000,000.00).

NOW, THEREFORE, **the Grantor, Lewis Thomason, P.C.,** in its capacity as **Substitute Trustee**, and not otherwise, for and in consideration of the aforesaid premises and the payment of the sum stated above, the receipt of which is hereby acknowledged, hereby transfers and conveys to the **Grantee, R Squared Properties LLC,** its Substitutes and assigns, certain real property located in Davidson County, Tennessee, more particularly described in multiple parcels and tracts as follows:

PARCEL 1:

A certain tract or parcel of land in Davidson County, State of Tennessee, described as follows, to wit: Being part of Lot No. 25 on the Map of Wilson Spring Property, of record in Minute Book "C", page 570; and part of Lot No. 32, and parts of Lot No. 29, 30 and 31 at Minute Book "F", page 279 and Minute Book "C", page 510, of the Chancery Court at Nashville, and in Book 14, page 344, Register's Office for said County; part of old 7th Avenue South as abandoned; part of Peabody Street as abandoned; and described according to a copy of a survey thereof made June 4, 1952, by Z. J. Wilkinson, Surveyor, as follows:
Beginning at an iron pin in the north margin of Lafayette Street, as now widened and located, 20 feet more or less, east of the west line of 7th Avenue South before the same was re-located, being the approximate center line of 7th Avenue South as now abandoned and closed; thence with the center of 7th Avenue South as abandoned and closed, north 4 deg. 30' east 53 feet to an iron pin which is 20 feet east of and at right angles to the west margin of old 7" Avenue South; thence south 85 deg. 30' east 50.9 feet to a point in old Peabody Street as closed and abandoned, in the west margin of 7th Avenue South, as now located; thence along the westerly margin of 7th Avenue south and along the northerly margin of Lafayette Street, in a southerly, southwesterly, and westerly direction, a total distance of 92 feet more, or less, to the beginning.
Being Further Described as Follows: Land in the 19th Councilmanic District of Nashville, Davidson County, Tennessee, being parts of 7th Avenue South, Peabody Street and a part of Lot 25 of the Wilson Springs Property recorded in Minute Book "C", page 570 and Minute Book "F", page 279, Chancery Court for said County, and Book 14, page 344, Register's Office for Davidson County, Tennessee; beginning at the northwesterly turn-out of Lafayette Street and 7th Avenue South; thence along a curve to the right, having a radius of 43.74 feet, a distance of 89.23 feet; thence leaving said Lafayette Street N 6° 19' 43" E, 54.61 feet thence S 82° 51' 38" E, 51.52 feet to the point of beginning and containing 2,504 square feet more or less, pursuant to that ALTA/NSPS Land Title Survey prepared by Patrick S. Coode, RLS TN No. 855, dated July 13, 2016, File No. 215-024-8.

PARCEL2:

TRACT I: Land in the 19th Councilmanic District of Nashville, Davidson County, Tennessee, being part of Alley No. 114 as abandoned by Metro Council Ordinance No. BL2015-1296 and more particularly described as follows:

Beginning in the northerly right of way of Lafayette Street at a point located 22.74 feet southeast of the turnout of said Lafayette Street and 8th Avenue South or the roundabout, the center of Alley No. 114, now closed; Thence with said alley, along a curve to the left, having a radius of 145 feet, a distance of 39.96 feet; Thence severing said alley N 62° 05' 56" E, 5.72 feet; Thence along a curve to the right, having a radius of 150 feet, a distance of 44.88 feet to said Lafayette Street; Thence along Lafayette Street N 64° 19' 34" W, 5.05 feet to the point of beginning and containing 212 square feet, more or less.

The foregoing description is taken from a survey prepared by Patrick S. Coode, RLS No. 855, Patrick Coode and Company, LLC, 144 Spring Valley Road, Nashville, Tennessee 37214, dated May 28, 2015.

TRACT II: Being part of Lot No. 32 and parts of Lot Nos. 29, 30 and 31 on the Map of Wilson Springs property, as of record in Minute Book "C", page 510, and Minute Book "F", page 279, of the Chancery Court at Nashville, and of record in Book 14, page 344, of the Register's Office for said County.

Beginning at a point in the centerline of old Seventh Avenue South, as abandoned, in the north margin of Lafayette Street as now located, being the southwest corner of the General Outdoor Advertising Company lot; thence with the margin of Lafayette Street, westerly 203.96 feet to a point in the east margin of an alley; thence with the margin of said alley, northerly 14.3 feet to a point; thence easterly 194.7 feet to a point in the westerly margin of 7th Avenue South as now located, southeasterly 34 feet to a point, the intersection of the center line of old 7th Avenue South as now abandoned, being the northwest corner of the Gerst Lot; thence with the center line of 7th Avenue South, as abandoned, southerly 129.2 feet to the point of beginning.

TRACT III: Being part of Lot No. 51 in what is known as "Southfield" Plan of Lots, as of record in Book "N", page 459, Register's Office for Davidson County, Tennessee, described as follows: Beginning on the west margin of 7th Avenue South, formerly Vine Street at the corner of Wilson Spring Tract of land, being the southeast corner of said Lot No. 51; thence with the west margin of said 7th Avenue South, northerly 65 feet, more or less, to a stake, the southeast corner of part of said lot formerly owned by Jefferson Page; thence at right angles westerly 165 feet, more or less, to an alley; thence with the margin of said alley, southerly 37 feet, more or less, to a southwest corner of said Lot No. 51 on the line of said Wilson Spring Tract of land; thence with the line between said Lot No. 51 and the Wilson Spring Tract, easterly 166 feet, more or less, to the point of beginning.

From this description is to be excluded the 7 feet of land sold to Ira T. Bryant in 1940 described as follows: Being seven feet off of part of Lot No. 51 in what is known as the Southfield Plan of Lots as of record in Book N, page 495, Register's Office for said County. Beginning on the southeast corner of said Lot No. 51, and running back in a westerly direction 78 feet to a point with said southern boundary line of Lot 51; thence northerly seven feet to a point; thence eastwardly parallel with said southerly property line 78 feet to a westerly margin of Seventh Avenue, South; thence in a southerly direction parallel with the westerly margin of Seventh Avenue South, seven feet to the beginning.

PARCEL 3:

Land in the 19th Councilmanic District of Nashville, Davidson County, Tennessee, being part of 7th Avenue South as abandoned by Metro Council Ordinance No. BL2015-1296 and more particularly described as follows:

Beginning in the east right of way of 7th Avenue South (now closed) at the south right of way of Koreans Veterans Boulevard; Thence along said east right of way S 26° 46' 37" E, 62.15 feet; Thence severing said 7th Avenue S 63° 13' 55" W, 24.91 feet to the center of said 7th Avenue South; Thence along said center N 26° 46' 05" W, 60.16 feet to Korean Veterans Boulevard; Thence along said boulevard N 58° 39' 24" E, 24.95 feet to the point of beginning and containing 1518 square feet, more or less.

The foregoing description is taken from a survey prepared by Patrick S. Coode, RLS No. 855, Patrick Coode and Company, LLC, 144 Spring Valley Road, Nashville, Tennessee 37214, dated November 6, 2015.

PARCEL 4:

Beginning at a point in the centerline of abandoned 7th Avenue South (Ordinance No: BL2015-1296) located South 26 Degrees 13 Minutes 15 Seconds East for 14.15 feet from a found 5/8 inch diameter iron rebar with LittleJohn Cap (N: 688,063.6298', E: 1,738,740.5474') in the southern right of way line of Korean Veterans Boulevard, thence with the abandoned centerline of 7th Avenue South 26 Degrees 13 Minutes 15 Seconds East for 48.30 feet to a point; Thence with the terminus of 7th Avenue South 62 Degrees 38 Minutes 42 Seconds West for 24.84 feet to a point marking the north east corner of Mainland KVB, LLC recorded in Quit Claim Deed Instrument Number 20151231-0131646 recorded in the Davidson County Register of Deeds Office; Thence with said line the following two (2) calls and distances; 1. South 62 Degrees 38 Minutes 07 Seconds West for 171.11 feet; 2. North 88 Degrees 52 Minutes 40 Seconds West for 5.00 feet to the centerline of an abandoned alley (Ordinance No: BL2015-1296); Thence with said abandoned alley centerline curve to the Left al having a radius of 150.00 feet an arc length of 51.51 feet, a chord bearing of North 09 Degrees 00 Minutes 40 Seconds West for 51.25 feet to a point in the southern right of line of Korean Veterans Boulevard; Thence with said right of way line the following two (2) calls distances: 1. North 71 Degrees 25 Minutes 53 Seconds East for 5.00 feet; 2. North 63 Degrees 15 Minutes 53 Seconds East for 180.24 feet to the point of beginning; Said parcel area being 9,458.73 Square Feet, more or less or 0.22 Acres more or less.

Source of North Tennessee Grid North-GPS-GEOID 12A (NAD 83)

Description Prepared by Kenneth D. Church, TN RLS 1004, Gresham Smith and Partners, 1400 Nashville City Center, 511 Union Street, Nashville, Tennessee 37219 (Project Number 41455.00).

PARCEL 5:

TRACT I: Land in the 19th Councilmanic District of Nashville, Davidson County, Tennessee, being part of Alley No. 114 as abandoned by Metro Council Ordinance No. BL2015-1296 AND part of Tract 19 shown on State of Tennessee Right of Way Plan 19LPLM-F2-062, Sheet 4, more particularly described as follows:

Beginning in the south right of way of Korean Veterans Boulevard at a point located 42.74 feet east of 8th Avenue (as widened) or the roundabout; thence leaving said boulevard, with the easterly right of way of alley 114, along a curve to the right having a radius of 150 feet, a distance of 54.51 feet; thence severing said alley n 89° 21' 01" w, 5.0' feet to the center of said alley; thence with said alley, along a curve to the right having a radius of 145 feet, a distance of 42.39 feet to the north right of way of Layfayette [sic] Street; thence along said street n 64° 19' 34" w, 22.74 feet to the northeasterly turn-out of Layfayette [sic] Street and

the roundabout; thence with said roundabout, along a curve to the right, having a radius of 25 feet, a distance of 31 .08 feet; thence continuing with said roundabout, along a curve to the left, having a radius of 176.79 feet, a distance of 37.84 feet to Korean Veterans Boulevard; thence along said boulevard n 58° 40' 18" e, 42.74 feet to the point of beginning and containing 3167 square feet, more or less.

The legal description herein was prepared by Patrick Coode and Company, LLC, 144 Spring Valley Road, Nashville, TN 37214. Patrick S. Coode TN RLS #855. May 28, 2015.

All references are derived from official plans for Project No: 19LPLM-F2-062; STPM/HPP-5333(3) on file on the 13th Floor of the James K. Polk Bldg., 505 Deaderick St., Nashville TN, 37243-0337.

TRACT II: Land in the 19th Councilmanic District of Nashville, Davidson County, Tennessee, being portions of excess right-of-way adjoining Korean Veterans Boulevard and Seventh Avenue South as shown on State of Tennessee Right-of-Way Plan 19PLM-F2-062, Sheet 4, more particularly described as follows:

Beginning at the intersection of the south back of sidewalk for said Korean Veterans Boulevard and the west right-of-way of Seventh Avenue South; thence along said Seventh Avenue South s 26° 46' 37" e, 12.31 feet; thence leaving said Seventh Avenue s 62° 43' 46" w, 155.38 feet to the east side of a former 10' alley; thence along said alley, having a radius of 150 feet, a distance of 1.26 feet to the said south back of sidewalk of Korean Veterans Boulevard; thence along said sidewalk n 58° 39' 24" e, 155.72 feet to the point of beginning and containing 1051 square feet, more or less.

The legal description contained herein was prepared by Patrick Coode and Company, LLC, 144 Spring Valley Road, Nashville, Tennessee 37214. The above-described property is a portion of the property described in Project No. STP-M/HPP-5333(3) / 19PLM-F2- 062, the plans for said project being on file on the 13th floor of the James K. Polk Building, 505 Deaderick St., Nashville, TN 37243-0360.

Land Being Further Described as Follows: Land in the 19th Councilmanic District of Nashville, Davidson County, Tennessee, being part of Tract 15 shown on State of Tennessee Right of Way Plan 19LPLM-F2-062, Sheet 4A, Part of Seventh Avenue South and an alley as abandoned by Metro Council Ordinance BL2015-1296, more particularly described as follows: Beginning in the west right of way of 7th Avenue South (now closed) at the south right of way of Koreans Veterans Boulevard; thence along said Boulevard N 58° 39'24" E 24.95 feet to the center of said 7th Avenue South; thence with said center S 26° 46' 05" E 14.08 feet; thence S 62° 43' 46" W, 185.30 feet to the center of said alley; thence along a curve to the left, having a radius of 145 feet, a distance of 0.90 feet to said Korean Veterans Boulevard; thence N 58° 39' 24" E, 160.82 feet to the point of beginning and containing 1,386 square feet, more or less pursuant to a survey prepared by Patrick S. Coode, RLS TN No. 855, Patrick Coode and Company, LLC, dated May 28, 2015, File No. 215-024-4.

PARCEL 6:

Land in Davidson County, Tennessee, being part of Lot No. 50 on the land of Southfield, as of record in Book "N", page 459, Register's Office for said County, described according to a survey made by Hal R. Swann, Jr., Surveyor, September 12, 1966, as follows:

Beginning on the southerly margin of Shirley, formerly Franklin Street, at the northwest corner of the property conveyed to Tafel Electric & Supply Company, of record in Book 3646, page 543, Register's Office for said County; thence with said company's western

boundary line southeasterly 117 feet; thence easterly 39 feet to the westerly margin of an alley; thence with the same southeasterly 79 feet; thence westerly 160.5 feet, more or less, to the easterly margin of 7th Avenue South; thence with the same northwesterly 195.2 feet to the southerly margin of Shirley Street; thence with the same easterly 125.2 feet to the beginning. Less and Except the property conveyed to The State of Tennessee by deed of record as Instrument No. 20130429-0041973 in said Register's Office.

THE HEREINABOVE LAND (ALL 6 PARCELS) ALSO BEING DESCRIBED AS:

Being a tract of land shown as Lot 1 on the R-C Nashville Hotel & Residences Subdivision map recorded as Instrument No. 20220207-0013851 in said Register's Office, and lying in the 19th District of Davidson County, Nashville, Tennessee. Said tract being bounded on the north by the southern right of way (ROW) of Korean Veterans Boulevard, bounded on the east by the western ROW of Alley #145, by Smith Investment Group, GP as recorded in Instrument Number 20151109011536, Register's Office of County, Tennessee (RODC) and by ROW of 7th Avenue South, and bounded on the south and west by ROW of Lafayette Street (State Route 1, U.S. Highway 31A). Tract being more particularly described as follows:

Point of Beginning being a set iron rod with cap lying on the southeast ROW intersection of said Lafayette Street and said Korean Veterans Boulevard; thence along said southern ROW of Korean Veterans Boulevard North 58°50'14" East 406.31 feet to a found 5/8" iron rod; thence along said western ROW of Alley #145 South 29°52'40" East 75.00 feet to a found 5/8" iron rod; thence along the common line of said Smith Investment Group, GP, and along ROW of said 7th Avenue South, South 63°26'54" West 186.72 feet to a set iron rod with cap; thence continuing along said ROW of 7th Avenue South with the following: South 26°38'39" East 2.21 feet to a set iron rod with cap; thence South 62°17'20" West 25.00 feet to a set iron rod with cap; thence South 26°38'39" East 173.31 feet to a set iron rod with cap; thence along a curve to the right having an arc length of 101.62 feet, a radius of 40.80 feet, a central angle of 142°42'36", and having a chord bearing and distance of South 44°42'39" West 77.32 feet to a set iron rod with cap; thence along said ROW of Lafayette Street with the following: North 63°56'03" West 230.13 feet to a set iron rod with cap; thence along a curve to the right having an arc length of 30.68 feet, a radius of 25.00 feet, a central angle of 70°18'26", and having a chord bearing and distance of North 28°46'50" West 28.79 feet to a set iron rod with cap; thence along a curve to the left having an arc length of 35.40 feet, a radius of 176.79 feet, a central angle of 11°28'26", and having a chord bearing and distance of North 00°38'09" East 35.34 feet to the point of beginning, Tract contains 55,064 square feet or 1.26 acres.

BEING the same property conveyed from Mainland KVB, LLC, to RC Nashville Development Partners, LLC, a Delaware limited liability company, by deed dated effective March 31, 2020, of record as **Instrument Number 20200401-0034963** and that certain Quitclaim Deed dated effective March 31, 2020, of record as **Instrument Number 20200401-0034964**, all in said Register's Office

The property hereby conveyed is **SUBJECT TO**: (1) the **matters shown on the plan of R-C Nashville Hotel & Residences Subdivision of record**, recorded as Instrument No. **20220207-0013851** in said Register's Office; and (2) to the **Declaration of Restrictions and Covenants**

for Stormwater Facilities and Systems of record, recorded as Instrument No. **20220304-0025160** in said Register's Office.

TO HAVE AND TO HOLD the aforesaid property free from all legal, equitable and statutory rights of redemption, exemptions of homestead, rights by virtue of marriage, and all other exemptions of every kind, all of which have been waived in the Deed of Trust, in as full and complete manner as the undersigned, in its capacity as Substitute Trustee, and not otherwise, has the power to convey the same. Lewis Thomason, P.C., as Substitute Trustee, and not otherwise, warrants the title to said property to the Grantee, its successors and assigns, against the lawful claims of all persons claiming by, through or under it, but not otherwise.

IN WITNESS WHEREOF, Lewis Thomason, P.C., Substitute Trustee, has hereunto caused this instrument to be executed by its duly authorized officer, on this the **11th** day of April, 2024.

LEWIS THOMASON, P.C., Substitute Trustee

Lisa Ramsay Cole

By Lisa Ramsay Cole, its President

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Before me, the undersigned, a Notary Public in and for the aforesaid State and County, personally appeared **Lisa Ramsay Cole**, with whom I am personally acquainted, and who, upon oath, acknowledged herself to be the **President** of **Lewis Thomason, P.C.**, the within named bargainor, a professional corporation organized under the laws of Tennessee, and that she as such **President**, being authorized so to do, executed the foregoing SUBSTITUTE TRUSTEE'S DEED for the purposes therein contained, by signing the name of the professional corporation by herself as its **President**.

Witness my hand and seal, at office, this the **11th** day of April, 2024.

Sonya Shepard

Notary Public

My Commission Expires: 7-6-26

SONYA SHEPARD
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY
My Commission Expires 07-06-2026

9390854