Karen Johnson Davidson County
Batch # 1131784 DEEDWARRSP
05/07/2024 10:37:53 AM 5 pgs
Fees: $28.00 Taxes: $18,500.00
20240507-0033423

THIS INSTRUMENT PREPARED BY:
Alison Woodrow, Esq.
Hartman Simons & Wood LLP
400 Interstate North Pkwy, SE, Suite 600
Atlanta, Georgia 30339

AFTER RECORDING RETURN TO:
Safe Harbor Title Company
4900 Augusta Avenue, Suite 150
Richmond, Virginia 23230

Name and Address of New Owner:
BJ's Wholesale Club, Inc.
350 Campus Drive
Marlborough, MA 01752

Send Tax Bills To:
Same

Map Parcel No.:
026 14 0 060.00

SPECIAL WARRANTY DEED

IN CONSIDERATION of One Dollar ($1.00) cash in hand paid and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, **BJ RIVERGATE, LLC,** a Georgia limited liability company ("Grantor"), does hereby sell, transfer and convey unto **BJ's WHOLESALE CLUB, INC.,** a Delaware corporation ("Grantee"), certain real property located in Goodlettsville, Davidson County, Tennessee, more particularly described on **Exhibit "A"** attached hereto and made a part hereof. This conveyance is subject to the matters set forth on **Exhibit "B"** attached hereto and made a part hereof.

TO HAVE AND TO HOLD said property unto Grantee, its successors and assigns, forever in fee simple.

Grantor covenants that it is lawfully seized and possessed of said real property; that it has full power and lawful authority to sell and convey same; and the Grantor will forever warrant and defend the title to the real property herein conveyed against all persons claiming the same from, through or under it, but not further or otherwise.

IN WITNESS WHEREOF, Grantor has executed this conveyance this 2 day of May, 2024.

GRANTOR:

BJ RIVERGATE, LLC, a Georgia limited liability company

By: _____
J. Charles Hendon, Jr.
Manager

STATE OF GEORGIA)
) SS:
COUNTY OF FULTON)

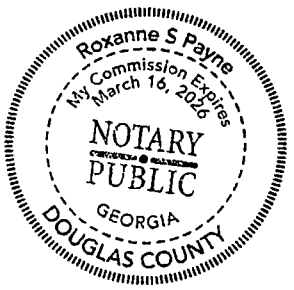
Before me, the undersigned, a Notary Public within and for the State and County aforesaid, personally appeared J. Charles Hendon, Jr., with whom I am personally acquainted and who upon his oath acknowledged himself to be the Manager of BJ RIVERGATE, LLC, a Georgia limited liability company, the within named bargainor, and that he as such, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of BJ RIVERGATE, LLC, by the said J. Charles Hendon, Jr. as Manager of BJ RIVERGATE, LLC.

Witness my hand seal at office this 29 day of April, 2024.

Roxanne S Payne
Notary Public
State of Georgia, County of Fulton
Roxanne S. Payne
Type/print name of Notary Public

My Commission Expires:
3/16/24

[NOTARY SEAL]



Commonwealth
~~STATE~~ OF Massachusetts
COUNTY OF Middlesex)

I hereby swear or affirm that the actual consideration for this transfer or value of the property transferred, whichever is greater, is $5,000,000.00, which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

AFFIANT – Grantee:

BJ'S WHOLESALE CLUB, INC., a Delaware corporation

By: _____
Name: ~~William Werner~~
Title: ~~EVP, Strategy and Development~~

By: _____
Name: Graham Luce
Title: EVP

Commonwealth
~~STATE~~ OF Massachusetts)
) SS:
COUNTY OF Middlesex)

Before me, the undersigned, a Notary Public within and for the State and County aforesaid, personally appeared Graham Luce and William Werner, with whom I am personally acquainted and who upon his/her oath acknowledged himself/herself to be the EVP and EVP Strategy & Development of BJ'S WHOLESALE CLUB, INC., a Delaware corporation, the within named affiant, and that he/she as such, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of BJ's WHOLESALE CLUB, INC., by the said Graham Luce and William Werner, as EVP and EVP Strategy & Development of BJ'S WHOLESALE CLUB, INC.

Witness my hand seal at office this 30th day of Apr., 2024.

_____
Notary Public
Commonwealth ~~State~~ of Massachusetts, County of Middlesex

[NOTARY SEAL]

_____
Type/print name of Notary Public

My Commission Expires:

_____

JENNIFER A. COTE
NOTARY PUBLIC
Commonwealth of Massachusetts
My Commission Expires
February 16, 2029

EXHIBIT "A"

LEGAL DESCRIPTION

Land in Davidson County, Tennessee, being Lot 1 of the Replat and Consolidation of BJ Rivergate (formerly Lots 3 & 6 Rivergate Mall Shopping Center, Resub. Tracts C-2, D-2 and D-3, Lot 4B Resub. of Lot 4 Rivergate Mall Shopping Center, Tract A-2 Rivergate Mall Shopping Center, Resub. Tracts A-1, C-1 and D-1 and Lots 3A & 3B on the Resubdivision of Lot 3 Rivergate mall Shopping Center) as shown on plat of record in Plat Instrument 20240227-0013104, dated January 24, 2024, recorded February 27, 2024, Register's Office for Davidson County, reference to which is hereby made for a more complete description.

Being a portion of the same property conveyed to BJ Rivergate. LLC. a Georgia limited liability company by Special Warranty Deed from Carole M. Fitzpatrick and Laura L. Fitzpatrick. M.D.. Trustees under the Alton B. Fitzpatrick Revocable Living Trust dated April 13, 2018, as amended by First Amendment thereto dated July 25, 2018 as of record in Instrument No. 202208010087511. Register's Office for Davidson County, Tennessee.

Being a portion of the same property conveyed to BJ Rivergate. LLC, a Georgia limited liability company by Special Warranty Deed from Mark McDonald, Trustee with Full Power, and Wolfgang Sauermann dated July 29, 2022, as of record in Instrument No. 202208010087509, Register's Office for Davidson County, Tennessee.

Being a portion of the same property conveyed to BJ Rivergate, LLC, a Georgia limited ability company by Special Warranty Deed from Penney Property Sub Holdings LLC, a Delaware limited liability company as of record in Instrument No. 20230120-0004788, Register's Office for Davidson County Tennessee.

Being a portion of the same property conveyed to BJ Rivergate, LLC, a Georgia limited liability company by Warranty Deed dated from KDI Rivergate Mall, LLC, a Georgia limited liability company of record in Instrument No. 20230418-0028547, Register's Office for Davidson County, Tennessee.

Being a portion of the same property conveyed to BJ Rivergate, LLC, a Georgia limited liability company by Warranty Deed dated from KDI Rivergate Mall, LLC, a Georgia limited liability company of record in Instrument No. 20230418-0028547, Register's Office for Davidson County, Tennessee.

Being a portion of the same property conveyed to BJ Rivergate, LLC, a Georgia limited liability company by Warranty Deed dated from KDI Rivergate Mall, LLC, a Georgia limited liability company of record in Instrument No. 20230418-0028547, Register's Office for Davidson County, Tennessee.

Being a portion of the same property conveyed to Dillard Tennessee Operating Limited Partnership, a Tennessee limited partnership by Special Warranty Deed from Corporate Property Investors, a Massachusetts Business Trust; Bessemer Trust Company, a New Jersey Corporation, Stuart S. Janney, III, and Simon Sidamon-Eristoff, as Co-Trustees of the trust under Article Ninth Trust of the Last Will and Testament of Howard Phipps, deceased; and Bessemer, Janney and Martha P. Maguire, as Co-Trustees of the trust under Article Tenth Trust of the Last Will and Testament of Howard Phipps, deceased, of record in Book 10750, page 292, Register's Office for Davidson County, Tennessee, dated January 07, 1998 and recorded on January 07, 1998.

Being the same property conveyed to BJ Rivergate, LLC, a Georgia limited liability company by Special Warranty Deed from Dillard Tennessee Operating Limited Partnership, a Tennessee limited partnership of record in Instrument No. 20230426-0030733, Register's Office for Davidson County, Tennessee, dated April 24, 2023 and recorded on April 26, 2023.

EXHIBIT "B"

TITLE EXCEPTIONS

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

2. Minerals of whatsoever kind, subsurface and surface substances, including but not limited to coal, lignite, oil, gas, uranium, clay, rock, sand and gravel in, on, under and that may be produced from the Land, together with all rights, privileges, and immunities relating thereto, whether or not appearing in the Public Records.

3. All matters shown on that certain Chicago Title Insurance Company's Title Commitment No. SHTC23-149 with an effective date of April 15, 2024 at 8:00 a.m.

4. Any facts, rights, interests or claims that may be disclosed by a survey and inspection of the Property.