THIS INSTRUMENT WAS PREPARED BY: **Kirkland & Ellis LLP** **333 West Wolf Point Plaza** **Chicago, Illinois 60654** **Attn: David Rosenberg, Esq.**	Karen Johnson Davidson County Batch# 1132449 DEEDWARRSP 05/08/2024 02:06:30 PM 9 pgs Fees: $48.00 Taxes: $281,940.00 20240508-0033990

Address of New Owner:	Send Tax Bills To:	Map-Parcel No.:
BNA OWNER LLC 30 Hudson Yards, 74th Floor New York, NY 10001	BNA OWNER LLC PO Box 847 Carlsbad, CA 92018	12000015900

SPECIAL WARRANTY DEED

For the consideration of Ten Dollars ($10.00) and other good and valuable considerations, **2 DELL WAY, LLC,** a Delaware limited liability company ("**Grantor**"), has bargained and sold, and by these presents does transfer and convey unto **BNA OWNER LLC,** a Delaware limited liability company ("**Grantee**"), Grantee's successors and assigns, all of Grantor's right, title and interest in certain real property located in Davidson County, Tennessee, as more particularly described on **Exhibit A** attached hereto and incorporated herein by reference, and any improvements thereon.

The above-referenced property is conveyed subject only to the matters set forth on **Exhibit B** attached hereto and incorporated herein.

This is improved property located at 2 Dell Parkway, Nashville, Tennessee 37217.

TO HAVE AND TO HOLD the said real property, together with all privileges, rights, easements and appurtenances thereunto belonging or in any way or appertaining to Grantee, its successors and assigns, forever in fee simple.

Grantor covenants that Grantor will warrant and defend the title to said real property unto Grantee, and Grantee's successors and assigns forever, against the lawful claims and demands of all claiming by, through and under Grantor but no other.

[Separate Signature Page Follows]

Grantor Signature Page to Special Warranty Deed
By and Between
2 Dell Way, LLC
and
BNA Owner LLC

IN WITNESS WHEREOF, Grantor has executed this Special Warranty Deed to be effective as of May 6th, 2024.

GRANTOR:

2 Dell Way, LLC,
a Delaware limited liability company

By: _____
Edward J. Kulik, Jr., Authorized Signatory

STATE OF New York)
COUNTY OF Westchester)

BEFORE ME, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared Edward J. Kulik, 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 Authorized Signatory of **2 Dell Way, LLC**, a Delaware limited liability company, the within named bargainor, and that he as such President, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the limited liability company by himself as Authorized Signatory.

WITNESS MY HAND, at office, this 30th day of April 2024.

_____
Notary Public

My Commission Expires: 6-30-26

KARIE NERO
NOTARY PUBLIC-STATE OF NEW YORK
No. 01NE6307057
Qualified in Westchester County
My Commission Expires 06-30-2026

KARIE NERO NOTARY PUBLIC STATE OF NEW YORK NO. 01NE6307057 QUALIFIED IN WESTCHESTER COUNTY COMM. EXPIRES 06-30-2026

AFFIDAVIT OF CONSIDERATION

STATE OF ~~TENNESSEE~~ NEW YORK
COUNTY OF ~~DAVIDSON~~ NEW YORK

The actual consideration or value, whichever is greater, for this transfer is $76,200,000.00

By: _____
Affiant, on behalf of Grantee

Subscribed and sworn to before me, this 30 day of April 2024.

_____
Notary Public
My Commission Expires: February 15, 2027

Elizabeth Wagner NOTARY PUBLIC STATE OF NEW YORK

ELIZABETH WAGNER
NOTARY PUBLIC, STATE OF NEW YORK
Registration No. 01WA0001528
Qualified in Kings County
Commission Expires February 15, 2027

Exhibit A

Legal Description

TRACT I:

A TRACT OF LAND IN THE 27TH COUNCILMANIC DISTRICT OF METROPOLITAN NASHVILLE AND DAVIDSON COUNTY, TENNESSEE, BEING LOCATED SOUTH OF MURFREESBORO ROAD BETWEEN MCGAVOCK PIKE AND DONELSON PIKE AND BEING MORE PARTICULARLY DESCRIBED ACCORDING TO A SURVEY MADE BY GRESHAM SMITH AND PARTNERS, PROJECT NO. 27879.00, LAST REVISED JULY 29, 2010, AS FOLLOWS:

BEGINNING AT AN IRON PIN NEW WITH GS&P CAP MARKING THE POINT IN INTERSECTION OF THE SOUTHERLY RIGHT-OF-WAY LINE OF MURFREESBORO ROAD AND THE RETURN RADIUS OF THE WESTERLY RIGHT OF WAY OF DELL PARKWAY (PUBLIC ROAD-RECORDED AT INSTRUMENT NUMBER 20001122-0115449 REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE), AND BEING LOCATED NORTH 58 DEGREES 33 MINUTES 04 SECONDS WEST 1264.13 FEET FROM A CONCRETE RIGHT OF WAY MARKER AT THE POINT OF INTERSECTION OF MURFREESBORO ROAD AND DONELSON PIKE AND BEING THE NORTHERLY END OF THE NORTHWEST RETURN CURVE AT SAID INTERSECTION; THENCE WITH THE WESTERLY RIGHT-OF-WAY LINE OF DELL PARKWAY THE FOLLOWING FIVE (5) CALLS AND DISTANCES:

1. WITH SAID RETURN CURVE TO THE RIGHT HAVING A RADIUS OF 25.00 FEET, A CENTRAL ANGLE OF 29 DEGREES 06 MINUTES 00 SECONDS, FOR AN ARC LENGTH OF 12.70 FEET TO AN IRON PIN NEW WITH GS&P CAP ON THE NORTHWESTERLY RIGHT-OF-WAY LINE OF DELL PARKWAY; SAID CURVE HAVING A CHORD BEARING AND DISTANCE OF SOUTH 15 DEGREES 16 MINUTES 49 SECONDS WEST, 12.56 FEET;

2. SOUTH 28 DEGREES 10 MINUTES 47 SECONDS WEST, 237.03 FEET TO AN IRON PIN NEW WITH GS&P CAP;

3. WITH A CURVE TO THE RIGHT HAVING A RADIUS OF 1080 FEET, A CENTRAL ANGLE OF 25 DEGREES 17 MINUTES 09 SECONDS, FOR AN ARC LENGTH OF 476.63 FEET; SAID CURVE HAVING A CHORD BEARING AND DISTANCE OF SOUTH 40 DEGREES 49 MINUTES 22 SECONDS WEST, 472.77 FEET TO AN IRON PIN NEW WITH GS&P CAP;

4. SOUTH 53 DEGREES 27 MINUTES 57 SECONDS WEST, 55.76 FEET TO AN IRON PIN NEW WITH GS&P CAP;

5. WITH A CURVE TO THE LEFT HAVING A RADIUS OF 800.00 FEET, A CENTRAL ANGLE OF 31 DEGREES 19 MINUTES 56 SECONDS, FOR AN ARC LENGTH OF 437.48 FEET; SAID CURVE HAVING A CHORD BEARING AND DISTANCE OF SOUTH 37 DEGREES 47 MINUTES 59 SECONDS WEST, 432.05 FEET TO AN IRON PIN NEW WITH GS&P CAP, CORNER WITH THE INDUSTRIAL DEVELOPMENT BOARD OF THE METROPOLITAN GOVERNMENT OF NASHVILLE AND DAVIDSON COUNTY QUIT CLAIM DEED INSTRUMENT 199912170304413;

THENCE WITH THE LINE OF INDUSTRIAL DEVELOPMENT BOARD OF THE METROPOLITAN GOVERNMENT OF NASHVILLE AND DAVIDSON COUNTY QUIT CLAIM DEED INSTRUMENT 199912170304413 THE FOLLOWING TWO (2) CALLS AND DISTANCES:

1. NORTH 67 DEGREES 51 MINUTES 53 SECONDS WEST, 314.66 FEET TO AN IRON PIN NEW WITH GS&P CAP;

2. SOUTH 29 DEGREES 37 MINUTES 56 SECONDS WEST, 58.46 FEET TO AN IRON PIN NEW WITH GS&P CAP, CORNER WITH METROPOLITAN GOVERNMENT OF NASHVILLE TENNESSEE QUIT CLAIM DEED BOOK 10831 PAGE 67;

THENCE WITH THE METROPOLITAN GOVERNMENT OF NASHVILLE TENNESSEE QUIT CLAIM DEED BOOK 10831 PAGE 67 THE FOLLOWING FOUR (4) CALLS AND DISTANCES:

1. NORTH 71 DEGREES 18 MINUTES 39 SECONDS WEST, 86.73 FEET TO AN IRON PIN NEW WITH GS&P CAP;

2. WITH A CURVE TO THE RIGHT HAVING A RADIUS OF 125.00 FEET, A CENTRAL ANGLE OF 90 DEGREES 00 MINUTES 07 SECONDS, FOR AN ARC LENGTH OF 196.35 FEET; SAID CURVE HAVING A CHORD BEARING AND DISTANCE OF NORTH 26 DEGREES 18 MINUTES 36 SECONDS WEST, 176.78 FEET TO AN IRON PIN NEW WITH GS&P CAP;

3. NORTH 18 DEGREES 41 MINUTES 21 SECONDS EAST, 189.07 FEET TO AN IRON PIN NEW WITH GS&P CAP;

4. NORTH 71 DEGREES 13 MINUTES 22 SECONDS WEST, 463.22 FEET TO AN IRON PIN NEW WITH GS&P CAP IN THE EASTERLY PROPERTY LINE OF THE METROPOLITAN NASHVILLE AIRPORT AUTHORITY PROPERTY OF RECORD IN DEED BOOK 8661, PAGE 492, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE;

THENCE WITH SAID EASTERLY LINE, NORTH 18 DEGREES 40 MINUTES 18 SECONDS EAST, 1097.97 FEET TO A CONCRETE MONUMENT EXISTING IN THE SOUTHERLY RIGHT-OF-WAY LINE OF MURFREESBORO ROAD, SAID MONUMENT BEING THE NORTHEASTERLY CORNER OF METROPOLITAN NASHVILLE AIRPORT AUTHORITY PROPERTY OF RECORD IN DEED BOOK 8661, PAGE 492, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, AND A NORTHWESTERLY CORNER OF THE INDUSTRIAL DEVELOPMENT BOARD OF THE METROPOLITAN GOVERNMENT OF NASHVILLE AND DAVIDSON COUNTY PROPERTY, OF RECORD AS INSTRUMENT NO. 200002010010588, SAID REGISTER'S OFFICE;

THENCE WITH THE FOLLOWING SIX (6) CALLS AND DISTANCES WITH THE SOUTHERLY RIGHT-OF-WAY LINE OF MURFREESBORO ROAD (RIGHT OF WAY VARIES-PUBLIC ROAD):

1. SOUTH 63 DEGREES 22 MINUTES 55 SECONDS EAST, 81.16 FEET TO AN IRON PIN NEW WITH GS&P CAP;

2. SOUTH 55 DEGREES 27 MINUTES 12 SECONDS EAST, 50.35 FEET TO AN IRON PIN NEW WITH GS&P CAP;

3. SOUTH 62 DEGREES 15 MINUTES 39 SECONDS EAST, 350.00 FEET TO AN EXISTING CONCRETE RIGHT-OF-WAY MARKER;

4. NORTH 28 DEGREES 57 MINUTES 27 SECONDS EAST, 5.67 FEET TO AN EXISTING CONCRETE RIGHT-OF-WAY MARKER;

5. SOUTH 62 DEGREES 13 MINUTES 40 SECONDS EAST, 691.82 FEET TO AN EXISTING CONCRETE RIGHT-OF-WAY MARKER;

6. SOUTH 58 DEGREES 36 MINUTES 12 SECONDS EAST, 237.64 FEET TO THE POINT OF BEGINNING AND CONTAINING 1,426,695 SQUARE FEET OR 32.72 ACRES, MORE OR LESS.

TRACT II:

EASEMENT(S) BENEFITING TRACT I AS SET FORTH IN EASEMENT AGREEMENT FOR DRIVEWAY AND PARKING IMPROVEMENTS, OF RECORD IN INSTRUMENT NO. 200102210016278, IN THE SAID REGISTER'S OFFICE, MORE PARTICULARLY DESCRIBED ACCORDING TO THE SURVEY MADE BY GRESHAM SMITH AND PARTNERS, PROJECT NO. 27879.00, LAST REVISED JULY 29, 2010, ON, OVER AND ACROSS THE FOLLOWING PROPERTY:

POINT OF BEGINNING AT A POINT LOCATED IN THE EASTERLY PROPERTY LINE OF THE METROPOLITAN NASHVILLE AIRPORT AUTHORITY PROPERTY OF RECORD IN DEED BOOK 8661, PAGE 492 AND IN THE WESTERLY PROPERTY LINE OF PROPERTY CONVEYED TO THE INDUSTRIAL DEVELOPMENT BOARD FOR THE METROPOLITAN GOVERNMENT OF NASHVILLE AND DAVIDSON COUNTY BY DEED FROM THE METROPOLITAN GOVERNMENT OF NASHVILLE AND DAVIDSON COUNTY, TENNESSEE, OF RECORD AS INSTRUMENT NO. 200002010010588, SAID REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE SAID POINT BEING LOCATED SOUTH 18 DEGREES 40 MINUTES 18 SECONDS WEST 283.38 FEET FROM AN EXISTING CONCRETE RIGHT-OF-WAY MARKER IN THE SOUTHERLY RIGHT-OF-WAY OF MURFREESBORO ROAD (A PUBLIC ROAD), SAID MONUMENT BEING THE NORTHEASTERLY CORNER OF METROPOLITAN NASHVILLE AIRPORT AUTHORITY PROPERTY OF RECORD IN DEED BOOK 8661, PAGE 492, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, AND THE NORTHWESTERLY CORNER OF THE INDUSTRIAL DEVELOPMENT BOARD OF THE METROPOLITAN GOVERNMENT OF NASHVILLE AND DAVIDSON COUNTY PROPERTY, OF RECORD AS INSTRUMENT NO. 200002010010588, SAID REGISTER'S OFFICE;

THENCE WITH THE LINE OF THE METROPOLITAN NASHVILLE AIRPORT AUTHORITY PROPERTY AND THE INDUSTRIAL DEVELOPMENT BOARD FOR THE METROPOLITAN GOVERNMENT OF NASHVILLE AND DAVIDSON COUNTY PROPERTY SOUTH 18 DEGREES 40 MINUTES 18 SECONDS WEST 1116.35 FEET;

THENCE LEAVING THE LINE OF THE INDUSTRIAL DEVELOPMENT BOARD FOR THE METROPOLITAN GOVERNMENT OF NASHVILLE AND DAVIDSON COUNTY PROPERTY ACROSS THE METROPOLITAN NASHVILLE AIRPORT AUTHORITY PROPERTY THE FOLLOWING THREE (3) CALLS AND DISTANCES:

1. NORTH 71 DEGREES 19 MINUTES 42 SECONDS WEST, 40.00 FEET;
2. NORTH 18 DEGREES 40 MINUTES 18 SECONDS EAST, 1116.35 FEET;
3. SOUTH 71 DEGREES 19 MINUTES 42 SECONDS EAST 40.00 FEET TO THE POINT OF BEGINNING AND CONTAINING 44,654 SQUARE FEET OR 1.03 ACRES, MORE OR LESS.

TRACT I AND TRACT II BEING THE SAME PROPERTY CONVEYED TO 2 DELL WAY, LLC BY DEED OF RECORD AS INSTRUMENT NO. 20210513-0064476, IN REGISTER'S OFFICE OF DAVIDSON COUNTY TENNESSEE.

LESS AND EXCEPT:

That certain land conveyed to The Metropolitan Government of Nashville and Davidson County in that certain Agreement for Dedication of Public Right-of-Way recorded as of April 11, 2024, as Instrument No. 202404110025886 in the Official Records of Davidson County, Tennessee.

Exhibit B

Permitted Exceptions

1. General and special real estate taxes and assessments for the tax year 2024, and subsequent years, a lien not yet due and payable.

2. Terms and provisions of Agreement for Dedication of Easement - Water Mains and Appurtenances, by and between The Industrial Development Board of the Metropolitan Government of Nashville and Davidson County and Metropolitan Government of Nashville and Davidson County, Tennessee, its successors and assigns forever, of record in Instrument No. 20010503-0045662, in the Register's Office of Davidson County, Tennessee.

3. Terms and provisions of Agreement for Dedication of Easement – Water Mains and Appurtenances, by and between The Industrial Development Board of Metropolitan Government of Nashville and Davidson County and Metropolitan Government of Nashville and Davidson County, Tennessee, its successors and assigns forever, of record in Instrument No. 20010503-0045664, in the Register's Office of Davidson County, Tennessee.

4. Terms and provisions of Easement Agreement for Driveway and Parking Improvements, by and between Metropolitan Nashville Airport Authority, a Tennessee public corporation, and The Industrial Development Board of the Metropolitan Government of Nashville and Davidson County, Tennessee, of record in Instrument No. 20010221-0016278, in the Register's Office of Davidson County, Tennessee.

5. Terms and conditions as set forth in Declaration of Restrictions and Covenants for Stormwater Facilities and Systems, recorded January 5, 2022, as Instrument No. 20220105-0001819.

6. Terms and conditions as set forth in Agreement for Dedication of Easement for Sanitary and/or Storm Sewers, Water Mains, Pumps and Appurtenances, recorded February 2, 2022, as Instrument No. 20220202-0012390.

7. Terms and conditions as set forth in Agreement for Dedication of Easement for Sanitary and/or Storm Sewers, Water Mains, Pumps and Appurtenances, recorded February 22, 2023, as Instrument No. 20230202-0007804.

8. Terms and conditions as set forth in Agreement for Dedication of Public Right-of-Way, recorded April 11, 2024, as Instrument No. 20240411-0025886.

Tennessee Certification of Electronic Document

I, Misty A. Landolt, 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 05/06/2024 (date of document).

Misty A Landolt
Affiant Signature

May 6th, 2024
Date

State of New Jersey
County of Hudson

Sworn to and subscribed before me this 6th day of May, 2024.

A. Rios
Notary's Signature

MY COMMISSION EXPIRES: June 21, 2027

NOTARY'S SEAL

ANGEL L. RIOS
Commission # 50198444
Notary Public, State of New Jersey
My Commission Expires
June 21, 2027