3.-d

This instrument prepared by
and return to:
Holland & Knight LLP
1901 Avenue of the Stars, Suite 1200
Los Angeles, California 90067
Attention: Benjamin Bottehsazan

Karen Johnson Davidson County
Batch# 1161291 DEEDWARRSP
07/24/2024 01:28:30 PM 11 pgs
Fees: $58.00 Taxes: $165,020.00
20240724-0055897

SPECIAL WARRANTY DEED

THIS INDENTURE, made and entered into as of July 17, 2024, by C-K Country Place LLC, a Delaware limited liability company, as to its 51.00665% undivided interest, RCG New Plan Bradford 1031 LLC, a Delaware limited liability company, as to its 10% undivided interest, C-K Country Place Cash LLC, a Delaware limited liability company, as to its 28.99335% undivided interest, and HP Bradford Exchange LLC, a Delaware limited liability company, as to its 10% undivided interest, as tenants in common (each, individually, a "Grantor", and collectively, "Grantors"), in favor of Lion Bradford, LLC, a Delaware limited liability company ("Grantee").

WITNESSETH:

That for and in consideration of Ten Dollars ($10.00), cash in hand paid, and other good and valuable considerations, the receipt of all of which is hereby acknowledged, Grantors have bargained and sold and do hereby bargain, sell, convey and confirm unto Grantee that certain real property more particularly described on Exhibit A hereto and incorporated herein by reference (the "Real Property"), situated and being in the City of Nashville, Davidson County, Tennessee, together with all buildings, fixtures and improvements situated thereon and all of Grantors' right, title and interest in and to all easements, rights-of-way, alleys, adjacent roads, drainage facilities, covenants, restrictions, tenements, strips and gores between the Real Property, all utility, access and development rights, and all other rights and appurtenances benefitting or appertaining to the Real Property (collectively, the "Property").

TO HAVE AND TO HOLD the Real Property together with all the appurtenances and hereditaments thereunto belonging or in anywise appertaining unto Grantee, and Grantee's successors and assigns in fee simple forever.

Grantors hereby covenant with Grantee that Grantors will warrant and forever defend against the lawful claims of all persons claiming by or through Grantors but not otherwise, excepting the matters set forth on Exhibit B hereto and incorporated herein by reference.

{Signatures on following pages}

WITNESS the signatures of Grantors as of the day and year first above written.

C-K COUNTRY PLACE LLC,
a Delaware limited liability company

By: _____
Name: Peter Glass
Title: Authorized Signatory

STATE OF New York

COUNTY OF Nassau

Before me, a Notary Public in and for said county, personally appeared Peter Glass, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be an Authorized Signatory of C-K Country Place LLC, the within named bargainor, a Delaware limited liability company, and that he as such Authorized Signatory, being authorized to so do, executed the foregoing instrument for the purpose therein contained, by signing the name of the limited liability company by himself as Authorized Signatory.

WITNESS MY HAND AND SEAL, at office in Woodbury, NY, this 10th day of July, 2024.

_____
NOTARY PUBLIC
ANTOINETTE SCARANGELLA
Notary Public-State of New York
No. 01SC6354068
Qualified in Suffolk County
Commission Expires February 6, 2025

My Commission Expires:
2/6/25

[BRADFORD WOODS - SIGNATURE PAGE TO SPECIAL WARRANTY DEED]

WITNESS the signatures of Grantors as of the day and year first above written.

RCG NEW PLAN BRADFORD 1031 LLC,
a Delaware limited liability company

By: _____
Name: Michael Boxer
Title: Manager

STATE OF New York

COUNTY OF New York

Before me, a Notary Public in and for said county, personally appeared Michael Boxer, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be a Manager of RCG New Plan Bradford 1031 LLC, the within named bargainor, a Delaware limited liability company, and that he as such Manager, being authorized to so do, executed the foregoing instrument for the purpose therein contained, by signing the name of the limited liability company by himself as Manager.

WITNESS MY HAND AND SEAL, at office in New York, NY, this 10th day of July, 2024.

_____
NOTARY PUBLIC

My Commission Expires:
8/30/2026

MARY E. BUTLER
NOTARY PUBLIC, STATE OF NEW YORK
Registration No. 01CO6227430
Qualified in New York County
Commission Expires August 30, 2026

[BRADFORD WOODS - SIGNATURE PAGE TO SPECIAL WARRANTY DEED]

WITNESS the signatures of Grantors as of the day and year first above written.

C-K COUNTRY PLACE CASH LLC,
a Delaware limited liability company

By: _____
Name: Sheldon Stahl
Title: Manager

STATE OF New York

COUNTY OF New York

Before me, a Notary Public in and for said county, personally appeared Sheldon Stahl, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be a Manager of C-K Country Place Cash LLC, the within named bargainor, a Delaware limited liability company, and that he as such Manager, being authorized to so do, executed the foregoing instrument for the purpose therein contained, by signing the name of the limited liability company by himself as Manager.

WITNESS MY HAND AND SEAL, at office in New York, this 11 day of July, 2024.

_____
NOTARY PUBLIC

My Commission Expires:

_____

Seth Stein
Notary Public State of New York
Registration No. 02ST6399397
Qualified in New York County
My Commission Expires October 21, 2027

[BRADFORD WOODS - SIGNATURE PAGE TO SPECIAL WARRANTY DEED]

WITNESS the signatures of Grantors as of the day and year first above written.

HP BRADFORD EXCHANGE LLC,
a Delaware limited liability company

By: _____
Name: Bryan Houlihan
Title: Authorized Signatory

STATE OF New York

COUNTY OF Westchester

Before me, a Notary Public in and for said county, personally appeared Bryan Houlihan, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be an Authorized Signatory of HP Bradford Exchange LLC, the within named bargainor, a Delaware limited liability company, and that he as such Authorized Signatory, being authorized to so do, executed the foregoing instrument for the purpose therein contained, by signing the name of the limited liability company by himself as Authorized Signatory.

WITNESS MY HAND AND SEAL, at office in White Plains, this 11th day of July, 2024.

_____
NOTARY PUBLIC

My Commission Expires:
August 1, 2026

BRITTANY S BRICENO
NOTARY PUBLIC, STATE OF NEW YORK
Registration No. 01BR6437452
Qualified in Westchester County
Commission Expires August 1, 2026

[BRADFORD WOODS - SIGNATURE PAGE TO SPECIAL WARRANTY DEED]

I, or we, hereby swear or affirm that to the best of our knowledge, information, and belief, the actual consideration for this transfer or value of the property transferred whichever is greater is $44,600,000.00, which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

Affiant

Subscribed and sworn to before me this 10th day of July, 2024.

Notary Public

My Commission Expires:
2/6/25

ANTOINETTE SCARANGELLA
Notary Public-State of New York
No. 01SC6354068
Qualified in Suffolk County
Commission Expires February 6, 2025

* * * * * * * * * *

Property Address:
5242 Edmondson Pike
Nashville, Tennessee 37211

Tax Parcel ID:

161-00-0-130.00

New Property Owner's Name and Address:

Lion Bradford, LLC
3811 Turtle Creek Blvd., Suite 1010
Dallas, TX 75219

Mail Tax Bills to:

Lion Bradford, LLC
3811 Turtle Creek Blvd., Suite 1010
Dallas, TX 75219

State Tax	$
Register's Fee	
Recording Fee	
Total	$

EXHIBIT A
DESCRIPTION OF REAL PROPERTY

The following described real estate:

Being Lot No. 1 on the plat of Resubdivision of Phase I of Country Place recorded in Book 4675, Page 65, Register's Office for Davidson County, Tennessee, and being more particularly described on that certain ALTA/ACSM Land Title Survey by John O. Spry, Tennessee Registered Land Surveyor No. 727, Ragan-Smith-Associates, Inc., 315 Woodland Street, Nashville, TN, 37206, Job No. 71-069, dated April 1, 1996 as follows:
Beginning at an existing iron pin at the common Northerly corner of Lots 1 and 2 of said Country Place plat and being in the Southerly line of Brentwood Assembly of God Church of record in Book 4839, Page 481,
Register's Office for Davidson County, Tennessee; thence,

1. With the common line between Lot 1 and said church property, South 84 degrees 08 minutes 44 seconds East 193.14 feet (South 85 degrees 01 minutes East 193.95' - plat) to an existing iron pin; thence,

2. North 11 degrees 47 minutes 10 seconds East 330.90 feet (North 11 degrees 34 minutes East 327.92 feet - plat) to an existing concrete monument; thence,

3. North 78 degrees 11 minutes 51 seconds West 447.18 feet (North 78 degrees 13 minutes West 447.48 feet - plat) to an existing iron pin in the Easterly right-of-way line of Edmonson Pike; thence,

4. With said Easterly right-of-way line, North 11 degrees 45 minutes 02 seconds East 150.10 feet (North 11 degrees 38 minutes East 150.00 feet - plat) to an existing iron pin in the Southerly line of Woodwinds, Ltd. of record in Book 8146, Page 291, Register's Office for Davidson County, Tennessee; thence,

5. With the common line of said Woodwinds, Ltd. and the herein- described Lot 1, South 78 degrees 14 minutes 25 seconds East 447.09 feet (South 78 degrees 13 minutes East 447.48 feet - plat) to an existing iron pin in concrete; thence,

6. North 11 degrees 38 minutes 15 seconds East 79.89 feet (North 11 degrees 34 minutes East 80.00 feet -plat) to an existing iron pin; thence,

7. North 86 degrees 44 minutes 42 seconds East 155.12 feet (North 86 degrees 43 minutes East 154.97 feet - plat) to an existing iron pin; thence,

8. South 58 degrees 54 minutes 25 seconds East 660.39 feet (South 59 degrees 04 minutes 46 seconds East 660.78 feet - plat) to an existing iron pin, the common corner of Woodwinds, Ltd.; Lot 1 and Gertrude T. Ezell property of record in Book 6749, Page 459, Register's Office for Davidson County, Tennessee; thence,

9. With the common line of said Ezell property and the herein- described Lot 1, South 13 degrees 21 minutes 11 seconds West 349.53 feet (South 13 degrees 17 minutes West 350.00 feet - plat) to an existing iron pin; thence,

10. North 79 degrees 05 minutes 19 seconds West 239.82 feet (North 79 degrees 11 minutes 240.00 feet -plat) to an existing iron pin at the beginning of a curve concave to the East; thence,

11. With said curve in a Southerly direct with a 273.52 foot radius curve to the left a distance of 135.27 feet (135.18 feet - plat) to an existing iron pin, said curve has a chord bearing and distance of South 03 degrees 17 minutes 49
seconds East 133.89 feet; thence,

12. Continuing with a non-tangent 446.06-foot radius curve to the right a distance of 388.34 feet (389.26 feet - plat) to an existing iron pin, said curve has a chord bearing and distance of South 07 degrees 35 minutes 20 seconds West 376.20 feet; thence,
13. Continuing with a non- tangent 506.98-foot radius curve to the left, a distance of 300.83 feet (300.85 feet - plat) to an existing iron pin; said curve has a chord bearing and distance of South 15 degrees 32 minutes 11 seconds West 296.43 feet; thence,

14. South 01 degrees 24 minutes 49 seconds East 90.00 feet (South 01 degrees 30 seconds E - plat) to an iron pin set in the Northerly line of Elsie Jones Philips Howse property of record in Book 5191, Page 33, Register's Office for Davidson County, Tennessee; thence,

15. With the common line of the Howse property and the herein described Lot 1, North 82 degrees 01 minutes 52 seconds West 70.00 feet (North 82 degrees 00 minutes W - plat) to an existing concrete monument; thence,

16. South 10 degrees 14 minutes 20 seconds West 154.00 feet (South 10 degrees 11 minutes West 153.98 feet - plat) to an existing concrete monument in the Northerly right-of-way line of McMurray Drive; thence,

17. With said Northerly right-of-way line, North 73 degrees 40 minutes 00 seconds West 128.27 feet (128.32 feet - plat) to an existing iron pin; thence,

18. With a non-tangent 1402.87-foot radius curve to the right, a distance of 293.82 feet to a P.K. nail set; said curve has a chord bearing and distance of North 67 degrees 56 minutes 54 seconds West 293.28 feet; thence,

19. North 59 degrees 52 minutes 43 seconds West 71.00 feet (North 61 degrees 40 minutes W - plat) to an existing iron pin in a tree trunk; thence,

20. With a non- tangent 1926.25-foot radius curve, a distance of 221.30 feet (220.73 feet - plat) to an existing iron pin, the common corner of Lot 2, Country Place (Danbury Condominium)

andthe herein-described Lot 1; said curve has a chord bearing and distance of North 64 degrees 42 minutes 51 seconds West 221.18 feet; thence,

21. Leaving the Northerly right-of-way line of McMurray Drive with the common line of said Lots 1 and 2, North 10 degrees 49 minutes 51 seconds East 860.18 feet (North 10 degrees 45 minutes 56 seconds East 861.92 feet - plat) to the point of beginning and containing 1,175,169 square feet or 26.978 acres, more or less.

Being the same property conveyed to New Plan (164) Country Place Apartments, LLC, a Delaware Limited Liability Company, by Quitclaim Deed from NP of Tennessee, L.P., a Delaware Limited Partnership, of record in Instrument No. 20010801-0081473, Register's Office for Davidson County, Tennessee, dated May 09, 2001 and recorded on August 01, 2001.

Being the same property conveyed to _____ by Deed of record in Instrument No. 202407240055896__, Register's Office for Davidson County, Tennessee, dated _____, 2024 and recorded on _____, 2024.

FOR INFORMATIONAL PURPOSES ONLY: Map/Parcel 161-00-0-130.00

EXHIBIT B

TITLE EXCEPTIONS

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

2. Subject to all matters shown on the Plan of record in Plat Book 4675, Page 65, Register's Office for Davidson County, Tennessee.

3. Ingress/Egress Easement contained in the Deed of record in Book 6461, Page 530, in the Register's Office for Davidson County, Tennessee.

4. Sewer and water easements as set forth in Agreement to grant sewer and water easements in Minute Book 221, page 638, in the Chancery Court at Nashville, Tennessee.

5. Grant of Easement of record in Instrument Number 20090320-0025231, in the Register's Office for Davidson County, Tennessee.

6. Any rights, easements, interests, or claims which may exist by reason of, or reflected by, the following matters disclosed on Survey No. 01029 prepared by Ted Stevenson, TN RLS No. 2136 of Ragan-Smith-Associates, Inc. and dated 9-26-2014:
a. Utility and drainage lines, with meters, valves, poles and other appurtenances crossing the subject property and neighboring properties; and
b. Fencing crossing and meandering within and outside of the easterly boundary line.

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 July 17, 2024 (date of document).

Affiant Signature

July 17, 2024
Date

State of Tennessee
County of Williamson

Sworn to and subscribed before me this 17th day of July, 2024.

Brandy Gomaz
Notary's Signature

My Commission Expires: 5/5/25

BRANDY GOMAZ
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY