Karen Johnson Davidson County
Batch# 1165883 DEEDWARRSP
08/02/2024 02:04:30 PM 10 pgs
Fees: $53.00 Taxes: $59,200.00
20240802-0058989

THIS INSTRUMENT PREPARED, WITHOUT TITLE EXAMINATION, BY:
William T. Wade, Jr.
BELL, ORR, AYERS & MOORE, P.S.C.
1010 College Street
Bowling Green, Kentucky 42101
(270) 781-8111

SPECIAL WARRANTY DEED

Address of New Owner:	Send Tax Bills To:	Map-Parcel Number(s):
SA Properties A, LLC 2411 N. Glassell St. Orange, CA 92865	SA Properties A, LLC 2411 N. Glassell St. Orange, CA 92865	Tax Parcel ID: 080-00-0-058.00 Tax Parcel ID: 080-00-0-064.00

FOR AND IN CONSIDERATION of the sum of Ten Dollars ($10.00), paid in hand, and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, SOUTHERN RECYCLING, LLC, a Delaware limited liability company ("Grantor"), by these presents, transfers and conveys unto SA PROPERTIES A, LLC, a Delaware limited liability company corporation ("Grantee"), its successors and assigns, certain real property located in Davidson County, Tennessee, being more particularly described as set forth in **Exhibit A** attached hereto and incorporated herein by this reference (the "Subject Property").

The Subject Property is improved property known as 6400 Centennial Boulevard, Nashville, Davidson County, Tennessee and 1831 Linder Industrial Drive (formerly known as or formerly also known as 1840 Linder Industrial Drive), Nashville, Davidson County, Tennessee.

The Subject Property is conveyed to Grantee subject to all matters described in **Exhibit B** attached hereto and incorporated herein by this reference (collectively, the "Permitted Encumbrances").

TO HAVE AND TO HOLD said Subject Property with the appurtenances, hereditaments, estate, title and interest thereto belonging to Grantee, its successors and assigns, forever. Grantor covenants that, subject to the Permitted Encumbrances, Grantor is lawfully seized and possessed of said Subject Property in fee simple and has good right to convey it. Grantor further covenants and binds itself and its successors to warrant and forever defend the title to said Subject Property to Grantee, its successors and assigns, against the lawful claims of all persons claiming an interest in said Subject Property by, through or under Grantor only, except for claims arising out of any of the Permitted Encumbrances.

IN WITNESS WHEREOF, Grantor has hereunto set its duly-authorized signature, effective the 2nd day of August, 2024.

GRANTOR: SOUTHERN RECYCLING, LLC, a Delaware limited liability company

By: _____
Name: Brandon Shirley
Title: President

COMMONWEALTH OF KENTUCKY)
) SS
COUNTY OF WARREN)

The foregoing Special Warranty Deed was subscribed, sworn to and acknowledged before me this 31st of July, 2024, by Brandon Shirley, as President of Southern Recycling, LLC, a Delaware limited liability company, on behalf of such limited liability company, as Grantor.

_____
Notary Public
Notary ID KYNP113
My commission expires: 1/6/2028
STAMP:

William T. Wade, Jr.
Notary Public, ID KYNP113
State at Large, Kentucky
My Commission Expires on Jan. 6, 2028

COMMONWEALTH OF KENTUCKY)
) SS
COUNTY OF WARREN)

The actual consideration for this transfer or value of property conveyed (whichever is greater) is Sixteen Million Dollars ($16,000,000.00).

AFFIANT:

SOUTHERN RECYCLING, LLC

By: _____
Name: Brandon Shirley
Title: President

Sworn to and subscribed before me, this 31ST day of July, 2024.

_____
Notary Public
Notary ID KYNP113
My commission expires: 1/6/2028
SEAL:

William T. Wade, Jr.
Notary Public, ID KYNP113
State at Large, Kentucky
My Commission Expires on Jan. 6, 2028

Exhibit A

Legal Description of the Subject Property

Parcel 1:

Land in the First Civil District of Nashville, Davidson County, Tennessee, being Lot No. 1 on the Plan of LaRoche Industrial Park, of record in Plat Book 7900, Page 128, Register's Office for Davidson County, Tennessee, to which plan reference is made for a more complete description. This is the same description that was used in the prior deed of record.

Being the same property conveyed to Southern Recycling, LLC, a Delaware limited liability company, by Quitclaim Deed from Metal Management Nashville, LLC, a Delaware limited liability company, dated October 2, 2015, of record at Instrument Number 201510070102227, in the Register's Office for Davidson County, Tennessee.

Parcel 2:

Tract 1:

Being a parcel of land in the First Civil District of Nashville, Davidson County, Tennessee, located on Linder Industrial Drive, East of Centennial Boulevard, being Lot No. 4 of LaRoche Industrial Park of record in Plat Book 7900, Page 128, Register's Office for Davidson County, Tennessee, and a portion of 61st Avenue, North closed by Metro Nashville Council Bill No. 2003-1414, and being more particularly described as follows:

Beginning at a point in the Northerly terminus of Linder Industrial Drive at the common corner of Lots 3 and 4;

Thence, with the common line of Lots 3 and 4, N 08° 08' 46" W, 70.00 feet to a point;

Thence N 36° 16' 39" E, 740.26 feet to a point in the low water of Cumberland River;

Thence, with said low water, S 43° 57' 04" E, 290.77 feet to a point in the centerline of abandoned 61st Avenue, North;

Thence, leaving the river with said centerline; S 06° 07' 40" E, 454.55 feet to a point;

Thence, leaving said centerline and partially with the common line of Lots 4 and 5, S 86° 43' 37" W, 625.91 feet to a point in the Easterly margin of Linder Industrial Drive;

Thence, with said margin and a curve concave to the West having a central angle of 76° 23' 26", a radius of 50.00 feet and a chord of N 59° 57' 09" W, 61.84 feet for an arc length of 66.67 feet to the Point of Beginning.

Tract 2:

Certain tracts or parcels of land situated within Davidson County, Tennessee, and being described as follows:

Being two parcels of land in the First Civil District of Nashville, Davidson County, Tennessee, located on Linder Industrial Drive East of Centennial Boulevard being Lots 2 and 3 of LaRoche Industrial Park of record in Plat Book 7900, Page 128, Register's Office for Davidson County, and being more particularly described as follows:

Beginning at a concrete monument at the intersection of the Northerly margin of CSX Transportation and the West margin of Linder Industrial Drive, being the Southeast corner of Lot No. 2;

Thence, with the Northerly margin of said railroad and a curve concave to the North having a central angle of 80° 45' 04", a radius of 654.46 feet and a chord of N 57° 46' 14" W, 847.91 feet for an arc length of 922.38 feet to a concrete monument in the East line of State of Tennessee of record in Book 9460, Page 293, said Register's Office;

Thence, leaving said railroad with said State property, N 41° 09' 45" E, 1,249.77 feet to a point in the low water of Cumberland River;

Thence, with said low water, S 43° 57' 04" E, 455.51 feet to a point at the Northeast corner of Lot No. 3;

Thence, leaving said river, with the common line between Lots 3 and 4, S 36° 16' 39" W, 740.26 feet to a point;

Thence, S 08° 08' 46" E, 70.00 feet to an iron pin in the Northerly terminus of Linder Industrial Drive;

Thence, with said terminus and a curve concave to the South having a central angle of 89° 59' 52", a radius of 50.00 feet and a chord of S 36° 51' 16" W, 70.71 feet for an arc length of 78.54 feet to a point at the Northeast corner of Lot 2;

Thence, with the West margin of said Drive, S 08° 08' 46" E, 346.00 feet to the Point of Beginning.

Being the same property conveyed to Southern Recycling, LLC, a Delaware limited liability company, by Quitclaim Deed from Metal Management Nashville, LLC, a Delaware limited liability company, dated October 2, 2015, of record at Instrument Number 201510070102228, in the Register's Office for Davidson County, Tennessee.

Exhibit B

Permitted Encumbrances

1. Real property taxes and assessments due for 2024 and subsequent years, which are a lien but not yet due and payable.

2. Any laws, rules, regulations, statutes, ordinances, orders, other legal requirements affecting the Subject Property, including, without limitation, those relating to zoning and land use;

3. Rights-of-way for public roads;

4. Any utility company rights, easements, and franchises for electricity, water, steam, gas, telephone or other service or the right to use and maintain poles, lines, wires, cables, pipes, boxes, and other fixtures and facilities in, over, under and upon the Subject Property to the extent existing and in use on August 13, 2021 or existing and in use on August 2, 2024, which is the effective date of this deed;

5. Easements or claims of easements not shown by the public records;

6. Any liens, encumbrances, or other title exceptions, including without limitation any mechanic's liens or materialman's liens, that have been or are granted, caused, or incurred by Tenant or any subtenant, assignee, or licensee of Tenant (including without limitation any liens arising from or caused by SA Recycling, LLC's or any such subtenant's, assignee's, or licensee's nonpayment of any amount owed by it) during the Lease Term or otherwise approved or waived by or consented to by Tenant or Grantee during the Lease Term;

7. Any easements, covenants, restrictions, rights-of-way, plans, plats, plat notations, declarations, agreements, stipulations, and other matters that are of record and applicable to the Subject Property or any portion thereof, including without limitation the following:

    a. All matters shown on plat(s) of record in Book 7900, Page 128, in the Register's Office of Davidson County, Tennessee;

    b. Easement(s) contained in Deed of record in Book 1129, Page 452, in the Register's Office of Davidson County, Tennessee;

    c. Warranty Deed of Flowage Easement from Armour and Company of Illinois to United States of America, of record in Book 2284, Page 599, in the Register's Office of Davidson County, Tennessee;

    d. Easement for Spur Track or Siding from Armour and Company to Nashville, Chattanooga & St. Louis Railway Company, of record in Book 2486, Page 598, in the Register's Office of Davidson County, Tennessee;

e. Easements contained in Deed of record in Book 3938, Page 161, in the Register's Office of Davidson County, Tennessee;

f. Terms and provisions of Agreement, by and between United States Steel Corporation and Colonial Pipeline Company, of record in Book 4773, Page 3, in the Register's Office of Davidson County, Tennessee;

g. Terms and provisions of Agreement for Dedication of Easement for Sanitary Sewers and/or Storm Drainage, by and between United States Steel Corporation USS Agri-Chemicals Division and Metropolitan Government of Nashville and Davidson County, Tennessee, of record in Book 5487, Page 280, in the Register's Office of Davidson County, Tennessee;

h. Terms and provisions of Agreement for Dedication of Easement Water Mains and Appurtenances, by and between C.M. Henderson, President of Laroche Industries, Inc. and Metropolitan Government of Nashville and Davidson County, Tennessee, of record in Book 7145, Page 557, in the Register's Office of Davidson County, Tennessee.

i. Easement(s) contained in Deed of record in Book 7998, Page 14, in the Register's Office of Davidson County, Tennessee.

j. Easement(s) contained in Deed of record in Book 8486, Page 397, in the Register's Office of Davidson County, Tennessee.

k. Easement(s) contained in Deed of record in Book 8486, Page 410, in the Register's Office of Davidson County, Tennessee.

l. Easement(s) contained in Deed of record in Book 8541, Page 191, in the Register's Office of Davidson County, Tennessee.

m. Easement(s) contained in Deed of record in Book 9036, Page 282, in the Register's Office of Davidson County, Tennessee.

n. Terms and provisions of Encroachment Easement Agreement, by and between Laroche Industries Inc., and Alcoa Specialty Chemicals, Inc., of record in Book 9360, Page 470, in the Register's Office of Davidson County, Tennessee.

o. Terms and provisions of Gas Easement Agreement, by and between Laroche Industries Inc. and Alcoa Specialty Chemicals, Inc., of record in Book 9360, Page 476, in the Register's Office of Davidson County, Tennessee.

p. Matters contained in Deed of record in Book 9736, Page 121, in the Register's Office of Davidson County, Tennessee.

q. Grant of Easement from State of Tennessee to Lone Star Industries, Inc., of record in Book 9736, Page 132, in the Register's Office of Davidson County, Tennessee.

r. Matters contained in Deed of record in Book 10270, Page 469, in the Register's Office of Davidson County, Tennessee.

s. Easements contained in Deed of record in Book 11044, Page 617, in the Register's Office of Davidson County, Tennessee.

t. Terms and provisions of Stormwater Detention Agreement, by and between K & L Properties, LLC and Metropolitan Government of Nashville and Davidson County, of record in Instrument No. 200401280010939, in the Register's Office of Davidson County, Tennessee.

u. Matters contained in Deed of record in Instrument No. 200408020092024, in the Register's Office of Davidson County, Tennessee.

v. Matters contained in Deed of record in Instrument No. 200408300104829, in the Register's Office of Davidson County, Tennessee.

w. An Application to Combine Parcels of record in Instrument No. 200502170018280 and Instrument No. 200506070065002, in the Register's Office of Davidson County, Tennessee.

x. Terms and provisions of Stormwater Detention Agreement, by and between Metal Management Nashville, LLC and Metropolitan Government of Nashville and Davidson County, of record in Instrument No. 200512190151954, in the Register's Office of Davidson County, Tennessee.

y. Terms and provisions of Agreement for Dedication of Easement for Sanitary Sewers and/or Storm Drainage Water Mains, Pumps and Appurtenances, by and between and The Metropolitan Government of Nashville and Davidson County, of record in Instrument No. 200512190151955, in the Register's Office of Davidson County, Tennessee.

z. Notice of Land Use Restrictions of record in Instrument No. 200907140065833, in the Register's Office of Davidson County, Tennessee.

8. Title to that portion of the Subject Property lying below the ordinary low water mark of the Cumberland River;

9. Easement for the flow of the waters of Cumberland River, and the rights of the public in and to the Cumberland River;

10. Rights of upper and lower riparian owners to the flow of the waters of Cumberland River, free from diminution or pollution;

11. Changes in the boundary of the Subject Property resulting from erosion or accretion caused by the flow of Cumberland River, and rights of public therein;

12. The charter right-of-way of CSX Transportation Railroad, and the right of the railroad company to expand its right-of-way to its full charter width;

13. Location of railroad tracks/spurs on the land, and the rights of the railroad company servicing the railroad siding located on the land, in and to the ties, rails, and other properties constituting said railroad siding, and any rights to the use thereof;

14. Any reservation, severance, conveyance, or lease of minerals, mineral rights, or any interest therein made prior to Grantor's acquisition of the Subject Property by Grantor on October 2, 2015;

15. Overlaps, boundary line disputes, encroachments, and other matters affecting the title to the Premises that would be disclosed by a complete and accurate survey of the Subject Property; and

16. Any facts, rights, interests or claims that are not shown by the Public Records but that could be ascertained by an inspection of the Land.

Tennessee Certification of Electronic Document

I, Bainbridge Dillion, 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 correct copy of the original document executed and authenticated according to law on 7/31/2024

Bainbridge Dillion
Affiant Signature

Date: 8/2/2024

State of Tennessee

County of Davidson

Sworn to and subscribed before me this **2nd** day of August, 2024.

Jodean M. King
Notary's Signature

Notary's Seal

My Commission Expires: 7/22/2025
Date: 8 / 2 / 2024

