This instrument prepared by and after recording return to:
Jordan McCarthy, Esq.
Dentons US LLP
233 S. Wacker Drive, Suite 5900
Chicago, IL 60606

Address New Owner as follows:
Nashville Phase III Property Holder 2 LLC
c/o AJ Capital Partners
429 Chestnut Street
Nashville, TN 37203

Send tax bills to:
(same as New Owner)

Karen Johnson Davidson County
Batch# 1185068 DEEDQC
09/23/2024 12:51:30 PM 6 pgs
Fees: $32.00 Taxes: $0.00
20240923-0073618

Map Parcel Numbers:
105-030-347.00 (426 Chestnut St.)
105-030-338.00 (446 Chestnut St.)
105-030-337.00 (460 Chestnut St.)
105-030-336.00 (464 Chestnut St.)

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

The actual consideration for this transfer is $0.00

Affiant

Subscribed and sworn to before me, this the 19th day of September, 2024.

Notary Public

My Commission Expires: May 3, 2027

STEPHANIE DENSON
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY

QUITCLAIM DEED
FOR JOINDER OF TAX PARCELS

FOR AND IN CONSIDERATION of the sum of Ten Dollars ($10.00) cash in hand paid by the Grantee, the receipt of which is hereby acknowledged, **NASHVILLE PHASE III PROPERTY HOLDER 2 LLC, a Delaware limited liability company,** the **Grantor** herein, by these presents does hereby **QUITCLAIM and CONVEY** unto **NASHVILLE PHASE III PROPERTY HOLDER 2 LLC, a Delaware limited liability company,** the **Grantee** herein, its successors and assigns, all of its right title and interest in and to the following described real property in Davidson County, Tennessee:

TRACT 1 (446 CHESTNUT STREET):

LAND IN NASHVILLE, FIRST CIVIL DISTRICT, NINETEENTH COUNCILMANIC DISTRICT, DAVIDSON COUNTY, TENNESSEE, GENERALLY LOCATED NORTH OF CHESTNUT STREET AND WEST OF FOURTH AVENUE SOUTH, ALSO BEING LOT 1 AS SHOWN ON THE PLAN OF MAY MILLS PLACE, OF RECORD IN PLAT BOOK 9700, PAGE 506, REGISTER'S OFFICE FOR SAID COUNTY, DESCRIBED AS FOLLOWS:

BEGINNING AT AN EXISTING IRON PIN ON THE NORTHERLY RIGHT-OF-WAY OF CHESTNUT STREET AND ALSO BEING THE SOUTHEASTERLY CORNER OF MCALCO CONSTRUCTION, INC., IN BOOK 9601, PAGE 867, R.O.D.C., THENCE, LEAVING SAID RIGHT-OF-WAY WITH THE EASTERLY LINE OF MCALCO CONSTRUCTION, INC., NORTH 44 DEGREES 53 MINUTES 58 SECONDS WEST, 137.81 FEET TO AN IRON PIN SET ON THE SOUTHERLY RIGHT OF WAY OF CSX TRANSPORTATION RAILROAD;

THENCE, WITH SAID CSX TRANSPORTATION RAILROAD RIGHT OF WAY, ALONG A CURVE TO THE RIGHT 443.33 FEET TO AN IRON PIN AT THE NORTHWESTERLY CORNER OF LOT NO. 2 MAY MILLS PLACE AS OF RECORD IN PLAT BOOK 9700, PAGE 506, R.O.D.C., SAID CURVE HAVING A RADIUS OF 1,244.98 FEET, A CENTRAL ANGLE OF 20 DEGREES 24 MINUTES 10 SECONDS, A TANGENT OF 224.04 FEET AND A CHORD OF NORTH 46 DEGREES 40 MINUTES 54 SECONDS EAST, 440.99 FEET:

THENCE, WITH THE WESTERLY LINE OF SAID LOT 2, SOUTH 45 DEGREES 01 MINUTES 37 SECONDS EAST 124.81 FEET TO AN IRON PIN ON THE NORTHERLY RIGHT-OF-WAY OF CHESTNUT STREET;

THENCE, WITH THE NORTHERLY RIGHT-OF WAY OF CHESTNUT STREET, SOUTH 44 DEGREES 58 MINUTES 23 SECONDS WEST, 441.10 FEET TO THE POINT OF BEGINNING.

BEING THE SAME PROPERTY CONVEYED TO NASHVILLE PHASE III PROPERTY HOLDER 2 LLC, A DELAWARE LIMITED LIABILITY COMPANY, BY DEED FROM LINCOLN R. POTTER, AN INDIVIDUAL (AS TO AN UNDIVIDED 25% INTEREST); SAMUEL D. HODGES, III AND LINCOLN R. POTTER, COTRUSTEES OF THE TRUST ESTABLISHED UNDER THE WILL OF BILLY R. POTTER FOR THE BENEFIT OF GEORGIA POTTER (AS TO AN UNDIVIDED 12.5% INTEREST); SAMUEL D. HODGES, III AND LINCOLN R. POTTER, CO-TRUSTEES OF THE TRUST ESTABLISHED UNDER THE WILL OF BILLY R. POTTER FOR THE BENEFIT OF JACKSON POTTER (AS TO AN UNDIVIDED 12.5% INTEREST); WENDELL WALLER JR. AND JOHN SCOTT MCCULLOUGH, CO-TRUSTEES OF THE RESIDUARY TRUST ESTABLISHED UNDER THE WILL OF WENDELL WALLER (AS TO AN UNDIVIDED 25% INTEREST); AND CHARLES WENDELL WALLER, JR., TRUSTEE UNDER THE WALLER FAMILY IRREVOCABLE TRUST, DATED MAY 1, 1996 (AS TO AN UNDIVIDED 25% INTEREST), OF RECORD IN INSTRUMENT NO. 202201210008144, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE.

TRACT 2 (460-464 CHESTNUT STREET):

LAND LYING IN NASHVILLE, DAVIDSON COUNTY, TENNESSEE, AND BEING THE PROPERTY OF HOWARD M. DOBSON, JR., AS OF RECORD IN DEED BOOK 9525, PAGE 537, AT THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, AND BEING BOUNDED ON THE NORTH BY THE SOUTH PROPERTY LINE OF CSX TRANSPORTATION ON THE EAST BY EARL BEASLEY, JR., AND R. N. MOORE, JR., AS OF RECORD IN DEED BOOK 5192, PAGE 699, ON THE SOUTH BY THE NORTH RIGHT-OF-WAY LINE OF CHESTNUT STREET AND ON THE WEST BY THE EAST PROPERTY LINE OF CSX TRANSPORTATION AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT AN IRON ROD IN THE NORTH RIGHT-OF-WAY LINE OF CHESTNUT STREET;

THENCE, WITH CSX TRANSPORTATION'S WEST PROPERTY LINE NORTH 36 DEGREES 12 MINUTES 12 SECONDS WEST 42.78 FEET TO AN IRON ROD IN THE SOUTH PROPERTY LINE OF CSX TRANSPORTATION;

THENCE, WITH CSX TRANSPORTATION'S SOUTH PROPERTY LINE NORTH 37 DEGREES 46 MINUTES 58 SECONDS EAST 121.33 FEET TO A CHISELED X ON A DOCK;

THENCE, NORTH 35 DEGREES 20 MINUTES 00 SECONDS EAST, 122.42 FEET TO AN IRON ROD;

THENCE, NORTH 38 DEGREES 55 MINUTES 50 SECONDS EAST, 80.20 FEET, TO AN IRON ROD AT A CORNER COMMON WITH EARL BEASLEY, JR. AND R. N. MOORE, JR.;

THENCE, WITH EARL BEASLEY, JR. AND R. N. MORE JR.'S WEST PROPERTY LINE SOUTH 35 DEGREES 46 MINUTES 43 SECONDS EAST 137.8 FEET TO A RAILROAD SPIKE IN THE NORTH RIGHT-OF-WAY LINE OF CHESTNUT STREET;

THENCE, WITH THE NORTH RIGHT-OF-WAY LINE OF CHESTNUT STREET, SOUTH 54 DEGREES 12 MINUTES 32 SECONDS WEST, 309.23 FEET TO THE POINT OF BEGINNING.

BEING THE SAME PROPERTY CONVEYED TO NASHVILLE PHASE III PROPERTY HOLDER 2 LLC, A DELAWARE LIMITED LIABILITY COMPANY, BY DEED FROM MCALCO CONSTRUCTION, INC., A TENNESSEE CORPORATION, OF RECORD IN INSTRUMENT NO. 202201210008143, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE.

TRACT 3 (426 CHESTNUT STREET):

LAND IN DAVIDSON COUNTY, TENNESSEE, BEING LOT(S) 2, AS SHOWN ON THE MAP ENTITLED MAY MILLS PLACE, OF RECORD IN BOOK 9700, PAGE 506, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, TO WHICH PLAN

REFERENCE IS HEREBY MADE FOR A MORE COMPLETE AND ACCURATE LEGAL DESCRIPTION.

BEING THE SAME PROPERTY CONVEYED TO NASHVILLE PHASE III PROPERTY HOLDER 2 LLC, A DELAWARE LIMITED LIABILITY COMPANY, BY DEED FROM NASHVILLE PHASE III PROPERTY HOLDER LLC, A DELAWARE LIMITED LIABILITY COMPANY, OF RECORD IN INSTRUMENT NO. 202406140044531, IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE.

THE PURPOSE FOR THIS CONVEYANCE IS TO JOIN THESE TAX PARCELS INTO A SINGLE TAX PARCEL WITH ONE TAX PARCEL IDENTIFICATION NUMBER.

[signature page follows]

IN WITNESS WHEREOF, the undersigned has executed this instrument on the 19th day of September, 2024.

GRANTOR:

NASHVILLE PHASE III PROPERTY HOLDER 2 LLC,
a Delaware limited liability company

By: NASHVILLE PHASE III INTERMEDIATE CO LLC,
a Delaware limited liability company,
Its: Sole Member

By: NASHVILLE PHASE III LLC,
a Delaware limited liability company,
Its: Sole Member

By: AJ PHASE III MANAGER LLC,
a Delaware limited liability company
Its: Manager

By: ADVENTUROUS JOURNEYS MANAGER LLC,
an Illinois limited liability company,
Its: Sole Member

By: _____
Name: Benjamin J. Weprin
Title: Manager

ACKNOWLEDGEMENT

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared Benjamin Weprin, 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 Manager of Adventurous Journeys Manager LLC, the sole member of AJ Phase III Manager LLC, the manager of Nashville Phase III LLC, the sole member of Nashville Phase III Intermediate Co LLC, the sole member of Nashville Phase III Property Holder 2 LLC, the within named bargainor, a Delaware limited liability company, and that he as such Manager, 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 Manager.

Witness my hand and seal, at office in Nashville, Tennessee, the 19th day of September, 2024.

My Commission Expires: May 3, 2027

_____
Notary Public

STEPHANIE DENSON
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY

Tennessee Certification of Electronic Document

I, Theresa Rouse Keneard, 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 **September 19, 2024** (date of document).

Theresa Rouse Keneard
Affiant Signature

September 19, 2024
Date

State of Illinois

County of Cook

Sworn to and subscribed before me this **19th** day of **September 2024**

Notary's Signature

MY COMMISSION EXPIRES: _____

NOTARY'S SEAL

JUANITA CHANDLER
OFFICIAL SEAL
Notary Public - State of Illinois
My Commission Expires Feb 21, 2025