This Instrument prepared by:
Porter Hedges LLP
1000 Main, 36th Floor
Houston, Texas 77002

After Recording Return to:
Rivergate Square Associates LLC
40 Wall Street, Suite 1608
New York, NY 10005

Karen Johnson Davidson County
Batch# 1207934 DEEDWARRSP
11/22/2024 11:09:30 AM 8 pgs
Fees: $43.00 Taxes: $36,352.50
20241122-0091474

SPECIAL WARRANTY DEED

Name and Address Of Property Owner:	Send Tax Bills To:	Map and Parcel Numbers
Rivergate Square Associates LLC 40 Wall Street, Suite 1608 New York, NY 10005	Rivergate Square Associates LLC 40 Wall Street, Suite 1608 New York, NY 10005	034-05-0-130.00 034-05-0-129.00
Orange You Glad Groves 2, LLC 40 Wall Street, Suite 1608 New York, NY 10005	Orange You Glad Groves 2, LLC 40 Wall Street, Suite 1608 New York, NY 10005	

FOR AND IN CONSIDERATION of the sum of Ten dollars and no/100 ($10.00), cash in hand paid by the hereinafter named grantee, and other good and valuable consideration, the receipt of which is hereby acknowledged, ACS RIVERGATE SQUARE TN, LLC, a Nevada limited liability company, hereinafter called the Grantor, has this day bargained and sold, and does hereby transfer and convey unto the following entities, as tenants in common, RIVERGATE SQUARE ASSOCIATES LLC, a Delaware limited liability company ("***Rivergate***") as to an undivided twenty-five (26%) percent interest, and ORANGE YOU GLAD GROVES 2, LLC, a Delaware limited liability company ("***Orange***") as to an undivided seventy five (74%) percent interest, and their successors and assigns (hereinafter Rivergate and Orange are collectively called the "***Grantee***"), certain real estate in Davidson County, Tennessee, more particularly described as follows:

See Exhibit A attached hereto and made a part hereof.

TO HAVE AND TO HOLD said real estate, with the appurtenances, estate, title and interest thereto belonging to the Grantee, its successor and assigns forever. Grantor covenants that it is lawfully seized and possessed of said real estate in fee simple, has a good right to convey it, and that the same is unencumbered, except for those encumbrances set forth in Exhibit B attached hereto and made a part hereof.

This is improved property known as 1558 and 1592 Gallatin Pike N., Madison, Tennessee 37115.

Grantor further covenants and binds itself and its successors, to warrant and forever defend the title to the said real estate to Grantee, its successors and assigns, against the lawful claims of all persons of all persons claiming by, through, or under Grantor, but no others.

Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

[*Signature Page Follows*]

IN WITNESS WHEREOF, the undersigned Grantor has executed this instrument or has caused same to be executed this 15 day of November 2024.

ACS RIVERGATE SQUARE TN, LLC,
a Nevada limited liability company

By: ACS Management Group, LLC,
a Nevada limited liability company,
its manager

By: Albanese Cormier Management Group, LLC,
a Texas limited liability company,
its manager

By: _____
Name: Michael Albanese
Title: Manager

THE STATE OF TEXAS §
§
COUNTY OF JEFFERSON §

I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that Michael Albanese, whose name as Manager of Albanese Cormier Management Group, LLC, a Texas limited liability company, the Manager of ACS Management Group, LLC, a Nevada limited liability company, the Manager of ACS RIVERGATE SQUARE TN, LLC, a Nevada limited liability company, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of said instrument, he, as such manager and with full authority, executed the same voluntarily for and as the act of said limited liability company on behalf of said limited liability company.

Given under my hand and official seal this the 6th day of November, 2024.

Marti Lynch
NOTARY PUBLIC
My commission expires: 01-19-2027

[S E A L]

MARTI LYNCH
My Notary ID # 4935057
Expires January 19, 2027

STATE OF Tennessee)

COUNTY OF Williamson)

The actual consideration for this transfer or value of property transferred (whichever is greater) is $9,825,000.00.

Affiant

Sworn to and subscribed before me this 22nd day of November, 2024.

Brandy Catalanotto
Notary Public

BRANDY CATALANOTTO
TENNESSEE NOTARY PUBLIC
COUNTY OF DAVIDSON

My Commission Expires:

11/8/27

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202411220091474

EXHIBIT A
LEGAL DESCRIPTION

Being two parcels of land in the Second Civil District of Nashville, Davidson County, Tennessee located on the westerly margin of Gallatin Pike (U.S. Highway 31-A, State Route 6) south of Alta Loma Road being Lots 2 and 3 as shown on the plan of First Revision, Rivergate Square of record in Plat Book 6900, page 877, R.O.D.C., and being more particularly described as follows:

Tract I (Lot 2):

Beginning at a point in the westerly margin of Gallatin Pike (U.S. Highway 31-A, State Route 6) at a point 295 feet, more or less, southerly from the centerline of Alta Loma Road;

Thence, leaving said margin with the line of Home Depot U.S.A., Inc., of record in Deed Book 8002, page 630, R.O.D.C, the following calls:

N 71 degrees 34 minutes 46 seconds W, 78.00 feet to a point;
N 18 degrees 25 minutes 14 seconds E, 113.00
feet to a point;
N 71 degrees 34 minutes 46 seconds W, 92.00 feet to a point;
N 18 degrees 25 minutes 14
seconds E, 128.00 feet to a point;
S 71 degrees 34 minutes 46 seconds E, 190.40 feet to a point in the westerly margin of Gallatin Pike (U.S. Highway 31-A, State Route 6);

Thence, with said margin and a curve concave to the west having a central angle of 11 degrees 15 minutes 59 seconds, a radius of 25.00 feet and a chord of S 19 degrees 43 minutes 53 seconds W. 4.91 feet for an arc length of 4.92 feet to a point;

Thence, with said margin and a curve concave to the east having a central angel of 04 degrees 03 minutes 48 seconds, a radius of 3342.05 feet and a chord of S 23 degrees 19 minutes 58 seconds W, 236.96 feet for an arc length of 237.01 feet to the Point of Beginning.

Containing 32,728 square feet or 0.75 acres, more or less.

Tract II (Lot 3):

Beginning at a point in the westerly margin of Gallatin Pike (U.S. Highway 31-A, State Route 6), said point being the north terminus of the return with Altus Avenue and the southeast corner of herein described Lot 3;

Thence, leaving Gallatin Pike (U.S. Highway 31-A, State Route 6) with a curve concave to the west having a central angle of 87 degrees 15 minutes 10 seconds, a radius of 25.00 feet and a chord of S 62 degrees 02 minutes 49 seconds W, 34.50 feet for an arc length of 38.07 feet to a point in the north margin of Altus Avenue;

Thence, with said margin, N 74 degrees 19 minutes 36 seconds W, 549.27 feet to a point;

Thence, with said margin and a curve concave to the north having a central angle of 77 degrees 42 minutes 35 seconds, a radius of 25.00 feet and a chord of N 35 degrees 28 minutes 19 seconds W, 31.37 feet for an

arc length of 33.90 feet to a point in the east margin of Crestview Drive;

Thence, with said margin, N 03 degrees 22 minutes 59 seconds E, 420.20 feet to a point;

Thence, leaving said margin with the southerly line of Home Depot U.S.A., Inc., of record in Deed Book 8002, page 630, R.O.D.C, the following calls;

S 71 degrees 34 minutes 46 seconds E, 422.81 feet to a point,
S 18 degrees 25 minutes 14 seconds W, 65.00 feet to a point,
S 71 degrees 34 minutes 46 seconds E, 284.00 feet to a point, in the westerly margin of Gallatin Pike (U.S. Highway 31-A, State Route 6);

Thence, with said margin, S 18 degrees 25 minutes 14 seconds W, 308.00 feet to the Point of Beginning.

Containing 249,203 square feet or 5.72 acres, more or less.

Being the same property conveyed to ACS Rivergate Square TN, LLC, a Nevada limited liability company, by Special Warranty Deed from Rivergate Station Inc., a Delaware corporation, of record in Instrument No. 20150519-0045898 Register's Office for Davidson County, Tennessee, dated May 13, 2015 and recorded on May 19, 2015.

Tract 3:

Together with the nonexclusive, perpetual easements set forth in the Reciprocal Easement and Operation Agreement of record in Book 7625, Page 958, as amended in Book 10093, Page 292 in the Register's Office for Davidson County, Tennessee.

Together with the beneficial easements, if any, created in the Storm Water Detention Agreement of record in Book 7644, Page 79, and the Agreement for Traffic Signal of record in Book 8204, Page 139, in the Register's Office for Davidson County, Tennessee.

EXHIBIT B
PERMITTED EXCEPTIONS

1. Taxes or special assessments which are not shown on existing liens by the public records.

2. Taxes for the year 2024, a lien due and payable but not yet delinquent.

3. Subject to all matters shown on the Plan of record in Plat Book 6900, Page 877, as corrected by Surveyor's Certificate of Correction filed in Book 7923, Page 43, Register's Office for Davidson County, Tennessee.

4. Reciprocal Easement and Operation Agreement of record in Book 7625, Page 958, as amended in Book 10093, Page 292, in the Register's Office for Davidson County, Tennessee.

5. Storm Water Detention Agreement of record in Book 7644, Page 79, in the Register's Office for Davidson County, Tennessee.

6. Agreement for Traffic Signal of record in Book 8204, Page 139, in the Register's Office for Davidson County, Tennessee.

7. Terms and provisions of Lease dated April 25, 1989, by and between Rivergate Square Joint Venture, a Tennessee joint venture, Landlord, and Office Depot, Inc., a Delaware corporation, Tenant, as evidenced by Memorandum of Lease of record in Book 8112, Page 979, as amended by First Amendment as Instrument Number 20150109-0002530 and second amendment filed in Instrument Number 20190930-0099360, in the Register's Office for Davidson County, Tennessee.

8. Assignment and Assumption of Leases of record in Instrument Number 20060922-0117921, in the Register's Office for Davidson County, Tennessee.

9. Terms and provisions of Lease by and between ACS Rivergate Square TN, LLC, a Nevada limited liability company, Landlord, and Ross Dress for Less, Inc., a Virginia corporation, Tenant, as evidenced in a Memorandum of Lease of record in 20221108-0119864, in the Register's Office for Davidson County, Tennessee.

Tennessee Certification of Electronic Document

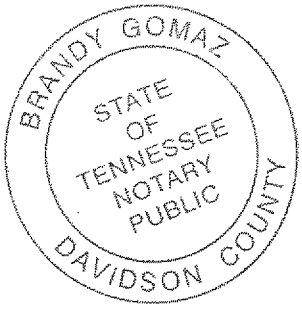
I, Teresa A. Beardsley, do hereby make oath that I am a licensed attorney and/or the custodian of the original version of the electronic document tendered for registration herewith and that this electronic document is a true and exact copy of the original document executed and authenticated according to law on November 15,2024 (date of document).

Teresa A Beardsley
Affiant Signature

November 22,2024
Date

State of Tennessee
County of Williamson

Sworn to and subscribed before me this 22nd day of November, 2024.



Brandy Gomaz
Notary's Signature

My Commission Expires: 5/15/25