Karen Johnson Davidson County
Batch# 1224164 DEEDWARRSP
01/07/2025 12:03:30 PM 8 pgs
Fees: $43.00 Taxes: $231,002.06
20250107-0001335

SPECIAL WARRANTY DEED

THIS SPECIAL WARRANTY DEED made this 6th day of January, 2025, by **NASHVILLE PORTFOLIO HICKORY HIGH, LLC**, a Delaware limited liability company, having its principal place of business at 2102 E State Hwy 114, Suite 300, Southlake, TX 76092, hereinafter called the Grantor, and **S2 HICKORY HIGHLANDS LLC**, a Delaware limited liability company, whose address is 2801 N. Harwood St., Ste. 1800, Dallas, TX 75201, hereinafter called the Grantee.

(Wherever used herein the terms "Grantor" and "Grantee" include all the parties to this instrument and the heirs, legal representatives and assigns of individuals, and the successors and assigns of corporations.)

WITNESSETH, that the Grantor, for and in consideration of the sum of Ten ($10.00) Dollars and other good and valuable considerations, the receipt and sufficiency of which is hereby acknowledged, by these presents does hereby grant, bargain, sell, alien, remise, release, convey and confirm unto the Grantee all that certain land situate lying in Davidson County, Tennessee, hereinafter called the Property, to-wit:

See EXHIBIT "A" Attached hereto.

TOGETHER WITH all the tenements, hereditaments and appurtenances thereto belonging or in any wise appertaining and subject to certain Exceptions attached hereto and made a part hereof as EXHIBIT "B".

TO HAVE AND TO HOLD, the same in fee simple forever.

AND, except with respect to the matters shown on said Exhibit "B", the Grantor hereby covenants with said Grantee that the Grantor is lawfully seized of said land in fee simple; that the Grantor has good right and lawful authority to sell and convey said land; and that the Grantor hereby warrants the title to said land and will defend the same against the lawful claims of all persons claiming by, through or under the Grantor, but not otherwise.

GRANTEE ACKNOWLEDGES AND AGREES THAT GRANTOR MAKES NO REPRESENTATIONS OR WARRANTIES, EXPRESS, IMPLIED OR STATUTORY, RELATING TO THE PROPERTY, OTHER THAN (i) THE REPRESENTATIONS AND WARRANTIES MADE BY GRANTOR IN THAT CERTAIN CONTRIBUTION AGREEMENT BETWEEN GRANTOR AND S2 TTP HOLDINGS LP (THE "CONTRIBUTION AGREEMENT REPRESENTATIONS"), AND (ii) THE SPECIAL WARRANTY OF TITLE AS SET FORTH HEREIN (THE "TITLE WARRANTY"). NOTWITHSTANDING ANYTHING CONTAINED HEREIN TO THE CONTRARY, GRANTEE ACKNOWLEDGES AND AGREES THAT THE CONVEYANCE OF THE PROPERTY IS BEING MADE ON AN "AS IS, WHERE IS" CONDITION AND BASIS WITH ALL FAULTS, AND THAT THERE ARE NO ORAL AGREEMENTS, WARRANTIES OR REPRESENTATIONS, COLLATERAL TO OR AFFECTING THE PROPERTY BY GRANTOR OR ANY THIRD PARTY, OTHER

THAN THE CONTRIBUTION AGREEMENT REPRESENTATIONS AND THE TITLE WARRANTY. GRANTEE ACCEPTS THE PROPERTY "AS IS, WHERE IS" AND WITH ANY AND ALL LATENT AND PATENT DEFECTS, AND GRANTOR MAKES NO WARRANTY OR REPRESENTATION WITH RESPECT TO SUCH MATTERS, OTHER THAN THE CONTRIBUTION AGREEMENT REPRESENTATIONS AND THE TITLE WARRANTY. GRANTEE ACKNOWLEDGES THAT IT IS A SOPHISTICATED REAL ESTATE PURCHASER AND IT HAS HAD THE OPPORTUNITY TO CONDUCT ALL DUE DILIGENCE AND TESTS THAT IT DEEMS NECESSARY. GRANTEE AGREES TO RELY UPON GRANTEE'S OWN EXAMINATION AND KNOWLEDGE OF THE PROPERTY AND NOT UPON ANY REPRESENTATIONS OR OTHER ASSERTIONS BY GRANTOR OR GRANTOR'S AGENTS REGARDING THE PROPERTY'S CONDITION, OTHER THAN THE CONTRIBUTION AGREEMENT REPRESENTATIONS AND THE TITLE WARRANTY.

[Signature Page Follows]

IN WITNESS WHEREOF, the said Grantor has caused these presents to be executed in its name, and its corporate seal to be hereunto affixed by its property officers thereunto duly authorized, the day and year first above written.

GRANTOR:

NASHVILLE PORTFOLIO HICKORY HIGH, LLC,
a Delaware limited liability company

By: Antioch Two Pack Holding LLC,
a Texas limited liability company,
its Sole Member

By: Trinity Hickory Ridge Investors LLC,
a Texas limited liability company,
its manager

By: Trinity Investors, LLC,
a Texas limited liability company,
its Manager

By: _____
Daniel S. Meader, Manager

STATE OF TEXAS
COUNTY OF Tarrant

Before me, a Notary Public of the state and county aforesaid, personally appeared Daniel S. Meader, 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 Trinity Investors, LLC, a Texas limited liability company, Manager of Trinity Hickory Ridge Investors LLC, a Texas limited liability company, Manager of Antioch Two Pack Holding LLC, a Texas limited liability company, the Sole Member of Nashville Portfolio Hickory High, LLC, a Delaware limited liability company, the within named bargainor, and that he as such Manager of the limited liability company, being duly authorized to do so, executed the foregoing instrument for the purpose therein contained, by signing the name of Daniel S. Meader in his capacity as such Manager of the limited liability company.

WITNESS my hand and Notarial Seal at office this 3rd day of ~~December, 2024.~~ January 2025

Jewyl Elizabeth Lewis
Notary Public

My Commission Expires: April 30, 2025

JEWYL ELIZABETH LEWIS
Notary ID #133078220
My Commission Expires
April 30, 2025

I, or we, hereby swear or affirm that to the best of affiant's knowledge, information, and belief, the actual consideration for this transfer or value of the property transferred, whichever is greater, is $ 62,432,988.74 , 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 3rd day of ~~December, 2024.~~ January 2025

Jewyl Elizabeth Lewis
Notary Public

My Commission Expires:
April 30, 2025

JEWYL ELIZABETH LEWIS
Notary ID #133078220
My Commission Expires
April 30, 2025

Tax Parcel Numbers: 14900030000 (Lot 2); 14900030700 (Lot 3)

Property Address:

100 Hickory Highlands Dr.
Antioch, TN 37013

Tax Notices to:

S2 Hickory Highlands LLC
2801 N. Harwood St., Ste. 1800
Dallas, Texas 75201
Attn: Jenna Rowley

Name and Address of Property Owner:

S2 Hickory Highlands LLC
2801 N. Harwood St., Ste. 1800
Dallas, Texas 75201

This Document Prepared By:

Jackson Walker LLP
2323 Ross Ave, Suite 600
Dallas, TX 75201

Return to:

Wilensky & Jones, LLP
4144 N. Central Expressway, Ste. 930
Dallas, Texas 75204
Attn: Richard Wilensky

EXHIBIT "A"

LEGAL DESCRIPTION

Land situate, lying, and being in Davidson County, Tennessee, and being more particularly described as follows:

Lot Nos. 2 and 3 shown on the Plan of Hickory Highlands Apartments of record in Book 6900, Page 729, Register's Office, Davidson County, Tennessee, located in the Northeast quadrant and Southeast quadrant of the intersection of Rural Hill Road and Hickory Highlands Drive.

Being the same property conveyed to Nashville Portfolio Hickory High, LLC, a Delaware limited liability company by Special Warranty Deed of record in Instrument No. 20150916-0094145, in the Register's Office for Davidson County, Tennessee.

EXHIBIT "B"

PERMITTED EXCEPTIONS

1. Taxes for the year 2025, a lien not yet due and payable.

2. Subject to all matters shown on the Plan of record in Plat Book 6900, Page 729, and Plat Book 6900, Page 562, Register's Office for Davidson County, Tennessee.

3. Stormwater Detention Agreement by and between Kentwood Property Company and The Metropolitan Government of Nashville and Davidson County, dated January 19, 1988 and recorded February 8, 1988, in Book 7464, Page 850, Register's Office for Davidson County, Tennessee.

4. Agreement for Dedication of Easement for Sanitary Sewers and/or Storm Drainage in favor of Metropolitan Government of Nashville and Davidson County, Tennessee, dated January 18, 1990 and recorded February 1, 1990, in Book 8037, Page 338, Register's Office for Davidson County, Tennessee.

5. Grant of Easement by and between Comcast of Nashville I, LLC (Grantee) and Mission Antioch DST (Grantor), dated September 1, 2012, and recorded May 17, 2013, at Instrument No. 20130517-0050035, Register's Office for Davidson County, Tennessee.

6. Deed of Conveyance of Sewer Line only of record in Book 8377, page 964, Register's Office for Davidson County, Tennessee. (Lot 2)

7. Deed of Conveyance of Sewer Line only of record in Book 7681, page 541, Register's Office for Davidson County, Tennessee. (Lot 3)

8. Rights of tenants, as tenants only, under recorded or unrecorded leases.

9. The following matters shown on survey made by TYLER REID GOODWIN REGISTERED LAND SURVEYOR 3518 dated 12/13/2024 and last revised January 3, 2025, and designated Job No. 24-9019:

    a. WALL APPEARS TO EXTEND BEYOND THE WEST LINE OF THE SUBJECT PROPERTY BY AS MUCH AS 2.3'
    b. Fencing crossing easterly line

Tennessee Certification of Electronic Document

I, Jeremy Reed, 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 January 6, 2025 (date of document).

Affiant Signature

January 6, 2025
Date

State of Texas

County of Collin

Sworn to and subscribed before me this 6th day of January, 2025.

Notary's Signature

MY COMMISSION EXPIRES: 5/16/2027

NOTARY'S SEAL

ADAM RACHAVONG
Notary Public, State of Texas
Comm. Expires 05-16-2027
Notary ID 125745425