Karen Johnson Davidson County
Batch# 1362236 DEEDWARRSP
12/29/2025 04:04:30 PM 5 pgs
Fees: $28.00 Taxes: $213,120.00
20251229-0103148

SPECIAL WARRANTY DEED

FROM: VELOCIS STATION 40 SPE, LLC, a Delaware limited liability company

TO: ALIDADE OAKPOINT STATION 40, LP, a Tennessee limited partnership

Name and Address New Owner as follows:	Send Tax Bills to:	Map-Parcel Number:
ALIDADE OAKPOINT STATION 40, LP 40900 Woodward Avenue, Suite 250 Bloomfield Hills, Michigan 48304 Attn: Steven J. Faliski	(same)	091-16-0-392.00

THIS INSTRUMENT PREPARED BY: Bradley Arant Boult Cummings LLP, 1445 Ross Avenue, Suite 3600, Dallas, Texas 75202

STATE OF Michigan)
COUNTY OF Oakland)

The actual consideration or value, whichever is greater, for this transfer is Fifty-Seven Million Six Hundred Thousand and No/100ths Dollars ($57,600,000.00).

Affiant, DIANE TISCH
Authorized Agent of Grantee

Subscribed and sworn to before me, this the 10th day of December 2025.

Notary Public

My Comm. Expires: 10.10.2032

JENNIFER SEIVERS
Notary Public - State of Michigan
County of Macomb
My Commission Expires Oct 10, 2032
Acting in the County of Oakland

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION OF the sum of Ten Dollars, cash in hand paid by the hereinafter named GRANTEE, and other good and valuable considerations, the receipt and sufficiency of which are hereby acknowledged, VELOCIS STATION 40 SPE, LLC, a Delaware limited liability company, hereinafter called "GRANTOR", has bargained and sold, and by these presents does transfer and convey unto ALIDADE OAKPOINT STATION 40, LP, a Tennessee limited partnership, hereinafter called "GRANTEE", its successors and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described as follows, to wit (the "Property"):

Parcel I

Land in Davidson County, Tennessee, being Lot No. 1 on the Plan of Resubdivision plat of Lot 1 HILL CENTER SYLVAN HEIGHTS of record in Instrument Number 20180914-0091408, in the Register's Office for Davidson County, Tennessee, to which plan reference is hereby made for a more complete description of the property.

TOGETHER WITH, beneficial easements and matters contained in Declaration of Restrictions and Covenants for Stormwater Facilities and systems by Hill Center Sylvan Heights, LLC, a Tennessee limited liability company of record as Instrument No. 20141105-0102022, in the Register's Office for Davidson County, Tennessee.

Parcel II

Non-exclusive beneficial easements benefiting Parcel I, as created, limited and defined in that certain Declaration of Covenants, Conditions, Restrictions and Easements by Hill Center Sylvan Heights, LLC, a Tennessee limited liability company, dated September 6, 2018, recorded September 6, 2018 as Instrument No. 20180906-0088545, in the Register's Office for Davidson County, Tennessee.

Being the same property conveyed to Velocis Station 40 SPE, LLC, a Delaware limited liability company, by Special Warranty Deed from BES Station 40 FUND XII LLC, a Delaware limited liability company, as to an undivided 45% tenant in common interest and BES STATION 40 FUND XIII LLC, a Delaware limited liability company, as to an undivided 55% interest tenant in common of record in Instrument No. 20211011013628 6, in the Register's Office of Davidson County, Tennessee.

Said property is transferred subject to the limitations, restrictions, and encumbrances set forth below and the covenants, conditions and restrictions set forth on Exhibit A attached hereto and made a part hereof.

This is improved property known as Station 40 Apartments, 610 Sylvan Heights Way, Nashville, Davidson County, Tennessee 37209.

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said GRANTEE, its successors and assigns, forever, and GRANTOR further covenants and binds itself, its successors and assigns to warrant specially and forever defend the title to said real estate to GRANTEE, its successors and assigns, against the lawful claims of all persons claiming through and under GRANTOR (other than claims arising out of the matters set forth above), but not further or otherwise. 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.

IN WITNESS WHEREOF, Grantor has caused this Special Warranty Deed to be executed this 12th day of December, 2025.

VELOCIS STATION 40 SPE, LLC, a Delaware limited liability company

By: Velocis Station 40, LP
a Texas limited partnership
Its: Manager

By: Velocis Fund III UGP, LLC,
a Delaware limited liability company
Its: General partner

By: Velocis Management, LLC
a Delaware limited liability company
Its: Manager

By: _____
Name: James E. Yoder
Title: Manager

STATE OF TEXAS §
§
COUNTY OF DALLAS §

This instrument was acknowledged before me on December 12, 2025, by James E. Yoder, manager of Velocis Management, LLC, a Delaware limited liability company, the manager of Velocis Fund III UGP, LLC, a Delaware limited liability company, the general partner of Velocis Station 40, LP, a Texas limited partnership, the manager of VELOCIS STATION 40 SPE, LLC, a Delaware limited liability company, on behalf of such limited liability company.

_____
Notary Public, State of Texas

Lauren Nolan
My Commission Expires
4/8/2029
Notary ID 132892093

SIGNATURE PAGE – SPECIAL WARRANTY DEED

EXHIBIT A

1. Real property taxes for the year 2026 and subsequent years, which are a lien not yet due or payable.

2. The following matters shown and/or disclosed on plat(s) of record in Instrument No. 201809140091408, in the Register's Office of Davidson County, Tennessee;
   a. Metro Water Services access to service Stormwater facilities;
   b. Restriction as to subdividing, re-subdividing, altering or changing.

3. Easement(s) from R. J. Hamilton and Minnie Hamilton to City of Nashville, of record in Book 2202, Page 198, in the Register's Office of Davidson County, Tennessee.

4. Terms and provisions of Agreement for Dedication of Easement for Storm Sewers and/or Sanitary Sewers, by and between Emma D. Sloan and The Metropolitan Government of Nashville and Davidson County, Tennessee, of record in Book 4360, Page 665, in the Register's Office of Davidson County, Tennessee.

5. Terms and provisions of Declaration of Restrictions and Covenants for Stormwater Facilities and Systems, by H. G. Hill Realty Co, of record in Instrument No. 201411050102022, in the Register's Office of Davidson County, Tennessee.

6. Terms and provisions of Declaration of Covenants, Conditions, Restrictions and Easements, by Hill Center Sylvan Heights, LLC, a Tennessee limited liability company, of record in Instrument No. 201809060088545, in the Register's Office of Davidson County, Tennessee.

Tennessee Certification of Electronic Document

I, Diane Tisch, 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 December 16, 2025 (date of document).

Affiant Signature

December 17, 2025
Date

State of Michigan

County of Oakland

Sworn to and subscribed before me this 17th day of December, 2025.

MARIANNE D. DOWNER
NOTARY PUBLIC, STATE OF MI
COUNTY OF OAKLAND
MY COMMISSION EXPIRES Jul 25, 2030
ACTING IN COUNTY OF Oakland

Notary's Signature

MY COMMISSION EXPIRES: _____

NOTARY'S SEAL