

Prepared by and Return to:	Property Owner:	Property Address:	Mail Tax Bills To:	Tax Parcel No:
Allison T. Gilbert Harris Shelton Hanover Walsh PLLC 999 S. Shady Grove Road, Suite 300 Memphis, TN 38120	Economic Development Growth Engine Industrial Development Board of the City of Memphis and County of Shelby, Tennessee	1341 Warford Street Memphis, TN	HF Holdings, LLC 1341 Warford Street Memphis, TN	04300600008C 04300600011

### SPECIAL WARRANTY DEED

THIS INDENTURE, made and entered into as of the 31<sup>st</sup> day of July, 2018, by and between HF HOLDINGS, LLC, a Tennessee limited liability company (“Grantor,”) and ECONOMIC DEVELOPMENT GROWTH ENGINE INDUSTRIAL DEVELOPMENT BOARD OF THE CITY OF MEMPHIS AND COUNTY OF SHELBY, TENNESSEE, a public not-for-profit corporation of the State of Tennessee, (“Grantee.”)

#### W I T N E S S E T H:

That for and in consideration of Ten Dollars (\$10.00), cash in hand paid, and other good and valuable considerations, the receipt of all of which is hereby acknowledged, the said Grantor has bargained and sold and does hereby bargain, sell, convey, and confirm unto the said Grantee that certain real estate, situated and being in the City of Memphis, County of Shelby, State of Tennessee, which is more particularly described on Exhibit “A” attached hereto and made a part of hereof for all purposes (the “Property”), and being the same property conveyed to Grantor by that certain Special Warranty Deed of record at Instrument Number 18017386 in the Register’s Office of Shelby County, Tennessee.

The Property and this conveyance are subject to the matters and exceptions set forth on Exhibit “B” attached hereto and made a part hereof for all purposes.

TO HAVE AND TO HOLD the Property together with all the appurtenances and hereditaments thereunto belonging or in any wise appertaining unto the said Grantee, its heirs, or successors and assigns in fee simple forever.

The said Grantor does hereby covenant with Grantee that it is lawfully seized in fee of the Property, that it has good right to sell and convey the Property, including any after acquired title of said Grantor, which is unencumbered, except for the matters and exceptions set forth on Exhibit “B” hereto, and that the title and quiet possession thereto it will warrant and forever defend against the lawful claims of all persons claiming the same by, through or under it, but not further or otherwise.

The word “party” as used herein shall mean “parties” if more than one more person or entity be referred to, and pronouns used herein shall be construed according to their proper gender and number according to the context of this instrument.

[SIGNATURE(S) ON FOLLOWING PAGE(S)]

**SIGNATURE PAGE TO  
SPECIAL WARRANTY DEED**

IN WITNESS WHEREOF, Grantor has caused this instrument to be executed by and through its duly authorized officer the day and year first above written.

HF HOLDINGS, LLC,  
a Tennessee limited liability company

By: Hollywood Feed, LLC,  
a Tennessee limited liability company  
its sole member

By: *K.D. Wills*  
Name: KENT D. WILLS  
Title: C.F.O.

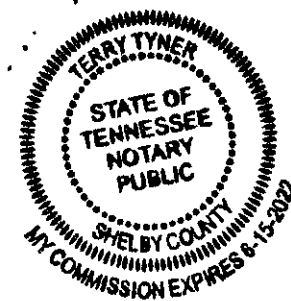
STATE OF TENNESSEE  
COUNTY OF SHELBY

Personally appeared before me, the undersigned, a Notary Public within and for said State and County, duly commissioned and qualified, KENT D. WILLS, with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence, and who, upon oath, acknowledged him/herself to be the C.F.O., of Hollywood Feed, LLC, the sole member of HF HOLDINGS, LLC, a Tennessee limited liability company, the within named bargainor, and that he as such C.F.O. of the sole member of the company, being authorized so to do, executed the foregoing instrument, for the purposes therein contained by signing the name of the sole member of the Company by himself as such officer.

WITNESS my hand and seal at office this 31 day of July, 2018.

*Terry Tyner*  
Notary Public

My commission expires: 6-15-22



AFFIDAVIT OF VALUE

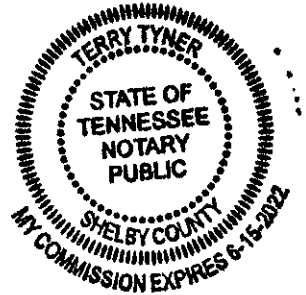
I, or we, hereby swear or affirm that, to the best of affiant's knowledge, information and belief, the actual consideration for this transfer or value of the property transferred, whichever is greater, is \$0.00, which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale. Pursuant to T.C.A. §67-4-409(f)(1), this transfer is exempt from transfer tax.

[Signature]  
Affiant

SUBSCRIBED and sworn to me this 31 day of July 2018.

[Signature]  
Notary Public

My Commission Expires: 6-15-22



## EXHIBIT "A"

### LEGAL DESCRIPTION

Land situated in Shelby County, Tennessee:

Beginning at a set chisel mark in the west line of Warford Street (80' R.O.W. ), said point being located 174.59 feet north of the intersection of the west line of said Warford Street and the north line of the Louisville & Nashville Railroad ( 100' R.O.W. ); thence north 89 degrees 10 minutes 20 seconds west across the S & S Memphis Realty property recorded at Instrument No. JS-4515, 617.61 feet to a point in the westernmost north line of a one story concrete building, thence north 01 degrees 00 minutes 23 seconds east continuing across said property recorded at Instrument No. JS-4515, 8.47 feet to a found pk nail at the southeast corner of the Advanced Coldforming Co., Inc. property recorded at Instrument No. 02028183; thence north 03 degrees 54 minutes 00 seconds east with the east line of said property recorded at Instrument No. 02028183, 472.80 feet to a set 1/2" rebar with plastic cap; thence north 88 degrees 54 minutes 04 seconds west with the north line of said property recorded at Instrument No. 02028183, 296.00 feet to a set 1/2" rebar with plastic cap in the east line of said Illinois Central Railroad; thence north 03 degrees 54 minutes 56 seconds east with the east line of said Illinois Central Railroad, 568.91 feet to a found rebar in the southwest line of a 55' Wide Easement for Railroad Spur Track; thence in a southeasterly direction with the southwest line of said Easement along a curve to the left having a radius of 506.09 feet, delta angle of 42 degrees 40 minutes 38 seconds, chord = south 50 degrees 49 minutes 07 seconds east - 441.09 feet, an arc length of 451.45 feet to a point in the west line of the Dennis Currie property recorded at Instrument No. 03235778; thence south 00 degrees 06 minutes 05 seconds east with the west line of sold property recorded at Instrument No. 03235778, passing a found iron pipe at 5.66 feet and on for a total distance of 295.80 feet to a set pk nail; thence south 88 degrees 52 minutes 54 seconds east with the south line of said property recorded at Instrument No. 03235778, 500.00 feet to a found iron pipe in the west line of the aforesaid Warford Street; thence south 00 degrees 00 minutes 00 seconds east with the west line of said Warford Street, 478.22 feet to the Point of Beginning.

Together with an Existing 30' Wide Ingress/Egress Easement on part of the Dennis Currie property of record at Instrument No. 03235778, more particularly described as follows:

Beginning at a found iron pipe in the west line of Warford Street (80' R.O.W. ), said point being located 652.81 feet north of the intersection of the west line of said Warford Street and the north line of Louisville & Nashville Railroad (100' R.O.W.) and being located in the easternmost south line of Lot 2 Howard Sowell's Subdivision recorded in Plat Book 19, Page 69; thence north 88 degrees 52 minutes 54 seconds west with the easternmost south line of said Lot 2, 500.00 feet to a set pk nail; thence north 00 degrees 06 minutes 05 seconds west with the west line of the Dennis Currie property recorded at Instrument No. 03235778, 30.00 feet to a point in the south line of Lot 1 of said subdivision recorded in Plat Book 19, Page 69; thence south 88 degrees 52 minutes 54 seconds east with the south line of said Lot 1 and across said property recorded at Instrument No. 03235778, 500.05 feet to a point in the west line of the aforesaid Warford Street; thence south 00 degrees 00 minutes 00 seconds east with the west line of said Warford Street, 30.00 feet to the Point of Beginning.

## **EXHIBIT "B"**

### **PERMITTED EXCEPTIONS**


1. Defects, liens, encumbrances, adverse claims or other matters, if any, created, first appearing in the public records or attaching subsequent to the effective date hereof but prior to the date the proposed insured acquires for value of record the estate or interest or mortgage thereon covered by this Commitment.
2. City of Memphis and Shelby County taxes for the year 2018, liens, but not now due or payable.
3. Subdivision restrictions, building lines and easements of record in Plat Book 19, page 69, in the Register's Office of Shelby County, Tennessee, as shown on the survey prepared by Milestone Land Surveying, Inc., dated August 11, 2017 (the "Survey.")
4. Easements of record in the following Book and Page numbers: 2184-116; 3100-269; 314-41; 3884-9; 3884-11; 3595-312; Instrument No. G4 7161; G5 3910; G5 3938; 30' Ingress Egress of record at Instrument No. J5 4515 and 3946-451 all in the aforesaid Register's Office as shown on the Survey.
5. Notice of Land Use Restrictions of record at Instrument No. 18009575 in the aforesaid Register's Office.
6. Possible setback encroachment of building onto 30' front setback, as shown on said Survey.
7. Encroachment of building onto easement of record in Book 2184-116; 3140-41; 3884-9 and 3884-11, as shown on the Survey.
8. Any lien or right to a lien, for services, labor or material heretofore or hereafter furnished, imposed by law and not shown by the public records.
9. Any tax or assessment not posted on the records of the taxing authority (ies) of which the land described in Schedule A hereof is subject, including but not limited to: Supplemental, Revised and/or Corrected Assessments pursuant to T.C.A. Section 67-5-603 et seq.; Back Assessments pursuant to T.C.A. Section 67-1-1001 et seq.; or taxes based on a change in the classification of the insured property (Roll Back Taxes) pursuant to T.C.A. Section 67-5-1001, et seq.
10. Any encroachment, encumbrance, violation, variation, or adverse circumstance affecting the Title that as disclosed by the Survey.
11. Easements or claims of easements not shown by the public records.

12. Rights or claims of parties in possession not shown by the public records.
13. Taxes or special assessments which are not shown as existing liens by the public records.
14. Rights of the public to that part of the property underlying public roads.
15. Possible right of Railroad to increase its right-of-way to the full extent of its charter.



*Tom Leatherwood*  
Shelby County Register

As evidenced by the instrument number shown below, this document  
has been recorded as a permanent record in the archives of the  
Office of the Shelby County Register.

	
08/07/2018	18079801
	03:23 PM
6 PCS	
BRANDON 1768754-18079801	
VALUE	0.00
MORTGAGE TAX	0.00
TRANSFER TAX	0.00
RECORDING FEE	30.00
DP FEE	2.00
REGISTER'S FEE	0.00
WALK THRU FEE	0.00
TOTAL AMOUNT	32.00
<b>TOM LEATHERWOOD</b>	
REGISTER OF DEEDS SHELBY COUNTY TENNESSEE	