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Shelby County, AL 12/04/2018
State of Alabama
Deed Tax: \$303.00

Prepared by and
AFTER RECORDING RETURN BY MAIL TO:

Byron B. Howell, P.A.
10332 Green Links Dr.
Tampa, FL 33626


20181204000423660 1/5 \$332.00
Shelby Cnty Judge of Probate, AL
12/04/2018 10:53:30 AM FILED/CERT

Special Warranty Deed

STATE OF ALABAMA)
) KNOW ALL BY THESE PRESENTS:
COUNTY OF SHELBY)

THAT VCP CLEAR SPRINGS, LLC (as to an undivided 44.7197% interest as a tenant in common), VCP CC QOZ2, LLC (as to an undivided 31.5403% interest as a tenant in common), and CITY CENTER JV, LLC (as to an undivided 23.7400% interest as a tenant in common), each an Alabama limited liability company ("**Grantor**"), for and in consideration of the sum of TEN AND NO/100 DOLLARS (\$10.00) and other good and valuable consideration paid to Grantor by WG Alabama Olive LLC, WG Alabama Portfolio LLC, WG Alabama Starkville LLC, WG Alabama Grovewood LLC, each a Delaware limited liability company, as tenants in common (collectively, "**Grantee**"), the receipt and sufficiency whereof are hereby acknowledged, has GRANTED, SOLD AND CONVEYED, and by these presents does hereby GRANT, SELL AND CONVEY unto Grantee, all of that certain real property situated in Shelby County, Alabama, more particularly described in Exhibit A attached hereto and incorporated herein by reference, together with all buildings, improvements and fixtures located thereon, and all rights, ways, privileges and appurtenances pertaining thereto (collectively, the "**Property**").

SUBJECT, HOWEVER, to each of the matters set forth in Exhibit B attached hereto and incorporated herein by reference.

TO HAVE AND TO HOLD, the Property, together with all and singular the rights and appurtenances thereto in anywise belonging subject to the aforesaid encumbrances, unto Grantee, Grantee's heirs, successors and assigns, forever; and Grantor does hereby bind Grantor and Grantor's successors and assigns to WARRANT AND FOREVER DEFEND all and singular the Property, subject to the aforesaid encumbrances, unto Grantee and Grantee's successors and assigns, against every person whomsoever lawfully claiming or to claim the same or any part thereof, by, through or under Grantor, but not otherwise.

Grantee's Mailing Address: 14 Steuben Lane, Jackson, NJ 08527

[A purchase money mortgage in the amount of \$10,020,000 is recorded simultaneously herewith. Of said mortgage amount, 11.7 percent (\$1,172,340.00) is the amount associated with the total purchase price of 1,475,000.00 for the real property acquired by the Grantees herein.]

Pursuant to the provisions of the Code of Alabama § 40-22-1 (1975), the following information is offered in lieu of submitting Form RT-1:

Grantor's Name and Mailing Address:

VCP CLEAR SPRINGS, LLC
2110 Powers Ferry Road
Suite 150, Atlanta, GA 30339

Grantee's Name and Mailing Address:

WG Alabama Portfolio LLC
14 Steuben Lane
Jackson, NJ 08527

Property Address:

515 Old Hwy 25 West, Columbiana, AL 35051

Purchase Price

\$1,475,000.00.

The Purchase Price of the Property can be verified by the Closing Statement.



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EXECUTED this 21 day of November, 2018.

GRANTOR:

**VCP CLEAR SPRINGS, LLC,
CITY CENTER JV, LLC, and
VCP CC QOZZ, LLC, each
an Alabama limited liability company,**

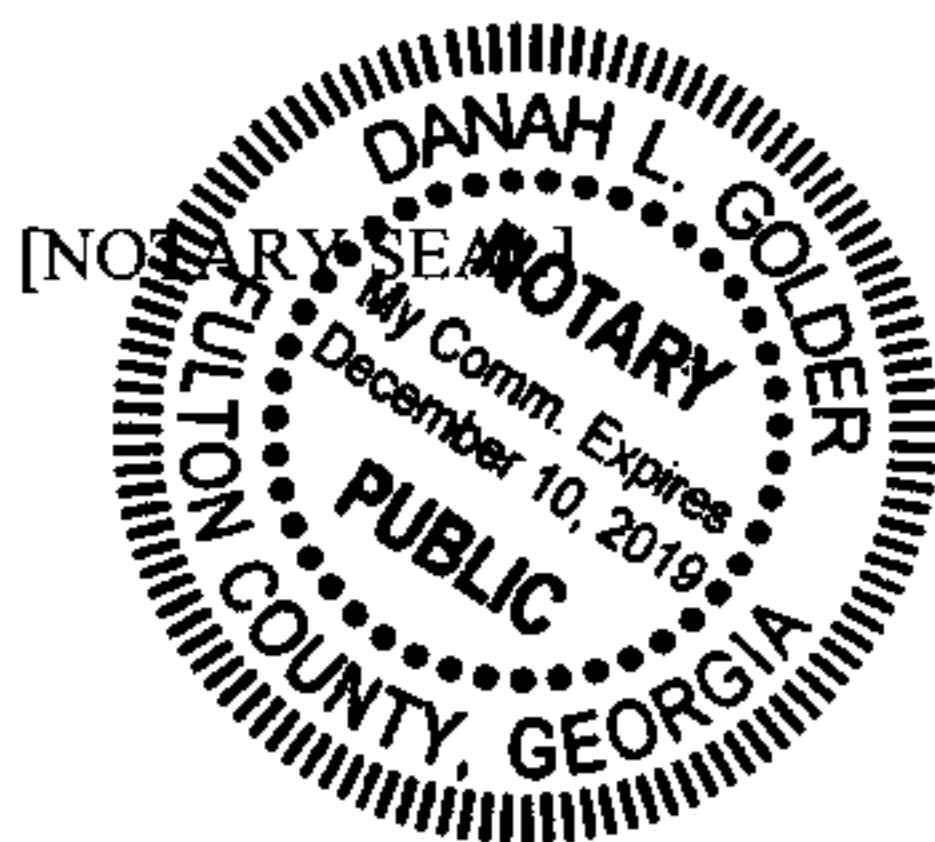
By: **VARDEN CAPITAL PROPERTIES, LLC, a
Florida limited liability company, its Manager**

By: Trace McCreary (Seal)
Trace McCreary
Manager

STATE OF GA)
COUNTY OF Fulton)

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Trace McCreary, whose name as Manager of Varden Capital Properties, LLC, a Florida limited liability company, the Manager of VCP Clear Springs, LLC, City Center JV, LLC and VCP CC QOZZ, LLC, each a Alabama 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 such instrument, he as such Manager and with full authority, executed the same voluntarily for and as the act of said limited liability company.

Given under my hand and seal, this 13 day of Nov, 2018.



Trace McCreary
NOTARY PUBLIC

My Commission Expires 12-10-19

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EXHIBIT A

A PART OF THE SE 1/4 OF SECTION 26, TOWNSHIP 21 SOUTH, RANGE 1 WEST, SHELBY COUNTY, ALABAMA; AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCE WHERE THE SOUTHEAST RIGHT OF WAY LINE OF ALABAMA HIGHWAY NO. 25 INTERSECTS THE WEST RIGHT OF WAY LINE OF EGG AND BUTTER ROAD THENCE SOUTH 49 DEGREES 59 MINUTES 02 SECONDS WEST 514.43 FEET ALONG THE SOUTHEAST RIGHT OF WAY LINE OF ALABAMA HIGHWAY NO. 25 TO A 1/2" REBAR FOUND WITH HOLLIS CAP AND THE POINT OF BEGINNING; THENCE SOUTH 29 DEGREES 40 MINUTES 13 SECONDS EAST 196.89 FEET TO A 1/2" REBAR FOUND WITH HOLLIS CAP; THENCE SOUTH 63 DEGREES 26 MINUTES 03 SECONDS WEST 40.00 FEET TO A 1/2" REBAR FOUND WITH HOLLIS CAP; THENCE SOUTH 26 DEGREES 33 MINUTES 57 SECONDS EAST 25.00 FEET TO A 1/2" REBAR FOUND WITH HOLLIS CAP; THENCE SOUTH 63 DEGREES 26 MINUTES 03 SECONDS WEST 72.13 FEET TO A 1/2" REBAR FOUND WITH HOLLIS CAP; THENCE SOUTH 00 DEGREES 45 MINUTES 19 SECONDS EAST 226.53 FEET TO A 1/2" REBAR FOUND WITH HOLLIS CAP; THENCE SOUTH 81 DEGREES 13 MINUTES 24 SECONDS EAST 8.34 FEET TO A 1/2" REBAR FOUND WITH HOLLIS CAP; THENCE SOUTH 15 DEGREES 59 MINUTES 44 SECONDS WEST 325.29 FEET TO AN IRON FOUND; THENCE NORTH 81 DEGREES 11 MINUTES 07 SECONDS WEST 186.66 FEET TO A 1/2" REBAR FOUND WITH HOLLIS CAP; THENCE NORTH 17 DEGREES 33 MINUTES 26 SECONDS WEST 448.99 FEET TO A 1/2" REBAR FOUND WITH HOLLIS CAP ON THE SOUTHEAST RIGHT OF WAY LINE OF ALABAMA HIGHWAY NO. 25; THENCE NORTH 49 DEGREES 59 MINUTES 02 SECONDS EAST 509.17 FEET ALONG SAID RIGHT OF WAY LINE TO THE POINT OF BEGINNING.


ALONG WITH THE PERPETUAL NON-EXCLUSIVE EASEMENT AND RIGHT OF WAY FOR DRAINAGE, UTILITIES, INCLUDING INSTALLATION, AND USE AND MAINTENANCE OF A SEWER DRAINAGE LINE DESCRIBED IN INSTRUMENT DATED OCTOBER 28, 1996, RECORDED OCTOBER 28, 1996, IN INSTRUMENT NO. 1996-35731 IN THE OFFICE OF THE JUDGE OF PROBATE OF SHELBY COUNTY, ALABAMA.



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Exhibit B

1. Taxes and assessments for the year 2019 and subsequent years, which are not yet due and payable.
2. Any encroachment, encumbrance, violation, variation, or adverse circumstance affecting the Title that would be disclosed by an accurate and complete land survey of the Land.
3. Memorandum of Agreement made by VCP Clear Springs, LLC, and Housing Investors Columbiana II, Ltd., dated June 20, 2017 and recorded July 6, 2017 as Instrument No. 20170706000240440.
4. Rights of tenants as parties in possession, as tenants only, pursuant to unrecorded residential leases which contain no options to purchase nor rights of first refusal.
5. Easement granted to Alabama Power Company as set out in instrument(s) recorded in Instrument No. 1996-36118 and Instrument No. 1996-36119.
6. Rights of other parties in and to the use of the easement for drainage and utilities as recorded in Instrument No. 1996-35731 and corrected agreement in Instrument No. 2000-39149.
7. Rights of other parties in and to the use of the easement for drainage and utilities as recorded in Instrument No. 2000-36573.
8. Declaration of Land Use Restrictive Covenants for Alabama's HOME Program as recorded in Instrument No. 1999-42707, and amended in Instrument No. 2000/39150.
9. Declaration of Land Use Restrictive Covenants for Low-Income Housing Tax Credits as recorded in Instrument No. 1999-42706, and amended in Instrument No. 2000/39150.


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