



20190418000067210 DEED
Bk:RB6603 Pg:282
04/18/2019 01:29:03 PM 1/10

FILED Mark Chilton
Register of Deeds, Orange Co, NC
Recording Fee: \$26.00
NC Real Estate TX: \$47000.00

MK

NORTH CAROLINA SPECIAL WARRANTY DEED

Excise Tax: \$47,000.00

Parcel Identifier No.: 9788377517 and 9788374748

MAB

Mail after recording to:
Grantee

This instrument was prepared by: Moore & Van Allen PLLC, 100 N. Tryon Street, Suite 4700, Charlotte, North Carolina, 28202, Attn: Christopher D. Thompson, Esq.

Brief Description for the Index: 137 E. Franklin Street, Chapel Hill, North Carolina

THIS DEED made this 17th day of April, 2019, by and between:

GRANTOR	GRANTEE
137 E. FRANKLIN, LP, a Delaware limited partnership	FRANKLIN OFFICE CHAPEL HILL, LLC, a Delaware limited liability company
c/o ATCO Properties & Management, LLC 97-77 Queens Boulevard, 11th Floor Rego Park, New York 11374	c/o Grubb Properties, Inc. 4601 Park Road, Suite 450 Charlotte, North Carolina 28209

The designation Grantor and Grantee as used herein shall include said parties, their heirs, successors, and assigns, and shall include singular, plural, masculine, feminine or neuter as required by context.

WITNESSETH, that Grantor, for a valuable consideration paid by Grantee, the receipt of which is hereby acknowledged, has and by these presents does grant, bargain, sell and convey unto Grantee in fee simple, all that certain lot or parcel of land situated in Orange County, North Carolina and more particularly described as follows:

Those certain lands as are more particularly described in Exhibit A which is attached hereto and made a part hereof by reference.

submitted electronically by "Kennon Craver, PLLC"
in compliance with North Carolina statutes governing recordable documents
and the terms of the submitter agreement with the Orange County Register of Deeds.



All or a portion of the property herein conveyed does not include the primary residence of a Grantor.

The property hereinabove described was acquired by Grantor by instrument recorded in Book RB5782, Page 1, Orange County Registry.

TO HAVE AND TO HOLD the aforesaid lot or parcel of land and all privileges and appurtenances thereto belonging to Grantee in fee simple.

And Grantor covenants with Grantee that Grantor has done nothing to impair such title as Grantor received, and Grantor will warrant and defend the title against the lawful claims of all persons claiming by, under or through Grantor, other than the following exceptions:

See attached Exhibit B which is attached hereto and made a part hereof by reference.

(Signature page follows)



IN WITNESS WHEREOF, Grantor has executed the foregoing as of the day and year first above written.

GRANTOR:

137 E. FRANKLIN, LP,
a Delaware limited partnership

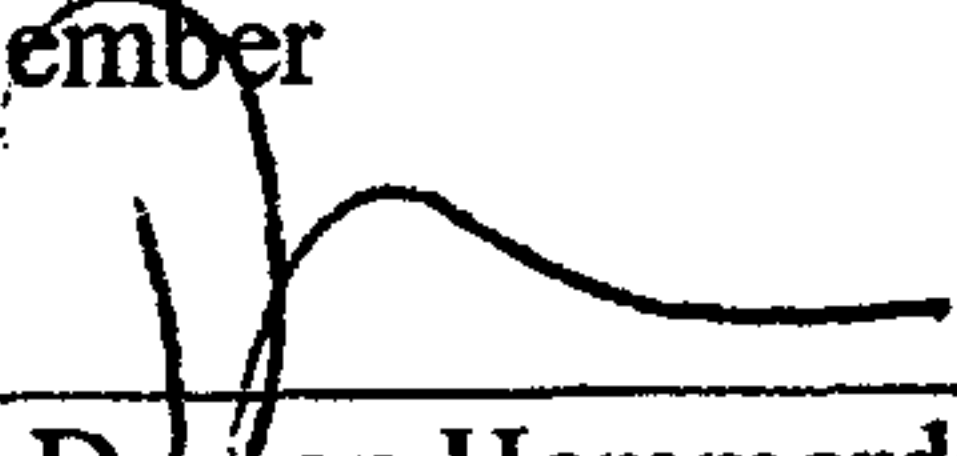
By: 137EFGP, LLC, its general partner

By: ZH Franklin, LLC, its co-managing member

By: Zapolski Holdings, its Manager

By: _____
Name: _____
Title: _____

By: ACCRE Chapel Hill, LLC, its co-managing member

By:  _____
Name: Damon Hemmerdinger
Title: Authorized Signatory

[notary acknowledgments on following page]



STATE OF _____
COUNTY OF _____

I certify that the following person(s) personally appeared before me this day, each acknowledging to me that he or she voluntarily signed the foregoing document for the purpose stated therein and in the capacity indicated: _____ as Manager of Zapolski Holdings, Manager of ZH Franklin, LLC, co-managing member of 137EFGP, LLC, general partner of 137 E. Franklin, LP.

Date: _____, 2019

Signature of Notary

Notary Printed Name

My Commission Expires: _____

(Official Seal)

STATE OF New York
COUNTY OF Queens

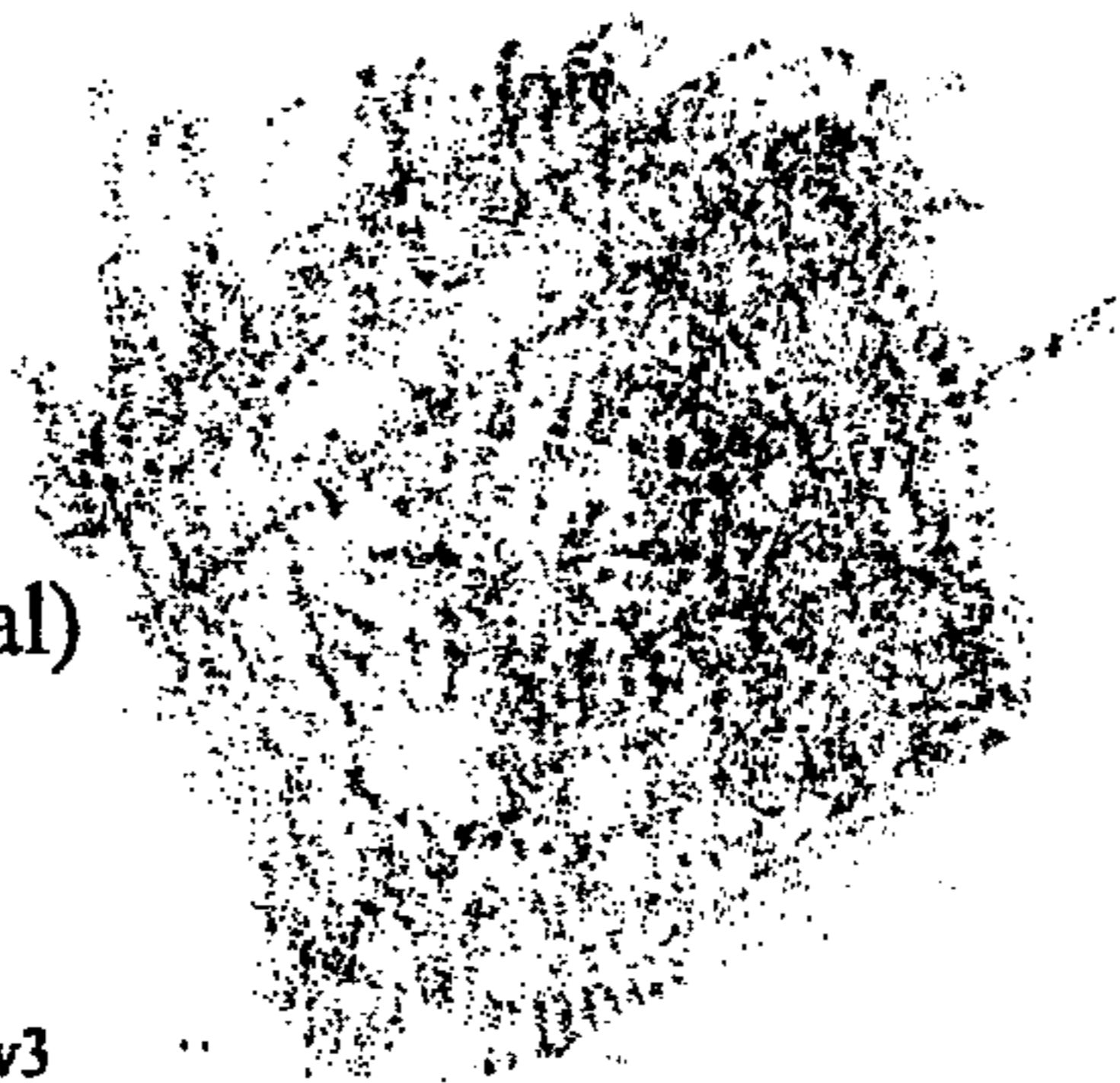
I certify that the following person(s) personally appeared before me this day, each acknowledging to me that he or she voluntarily signed the foregoing document for the purpose stated therein and in the capacity indicated: Damon Hemmerdinger, Authorized Signatory of ACCRE Chapel Hill, LLC, co-managing member of 137EFGP, LLC, general partner of 137 E. Franklin, LP.

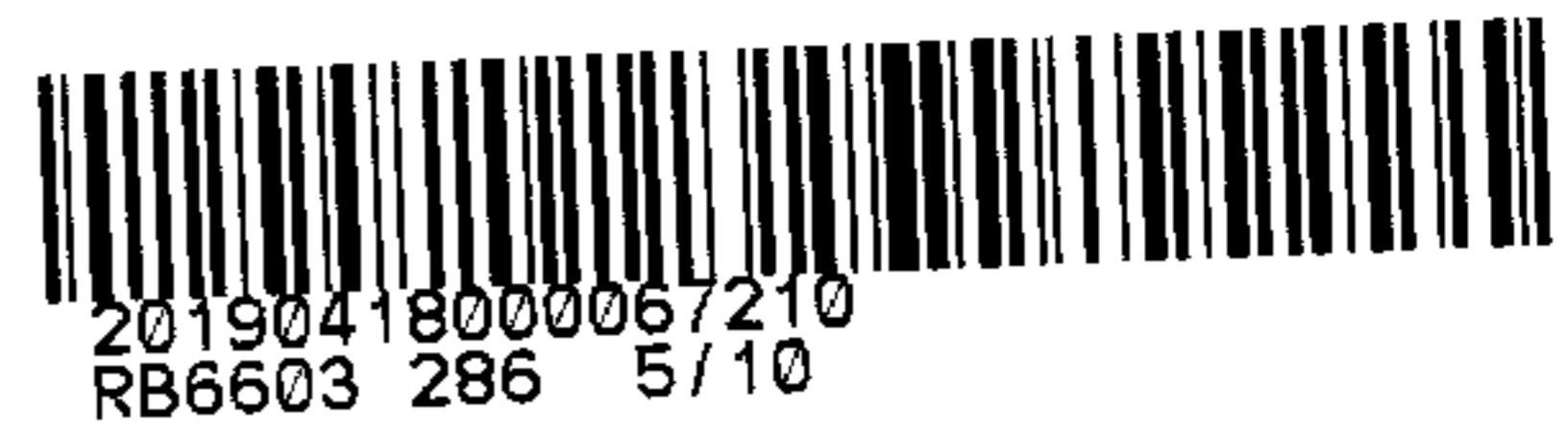
Date: 4/11, 2019

Wanda Rodriguez
Signature of Notary

Notary Printed Name **WANDA RODRIGUEZ**
Notary Public, State of New York
No.01RO6270719
Qualified in Queens County
My Commission Expires: Commission Expires Oct 22, 2020

(Official Seal)





IN WITNESS WHEREOF, Grantor has executed the foregoing as of the day and year first above written.

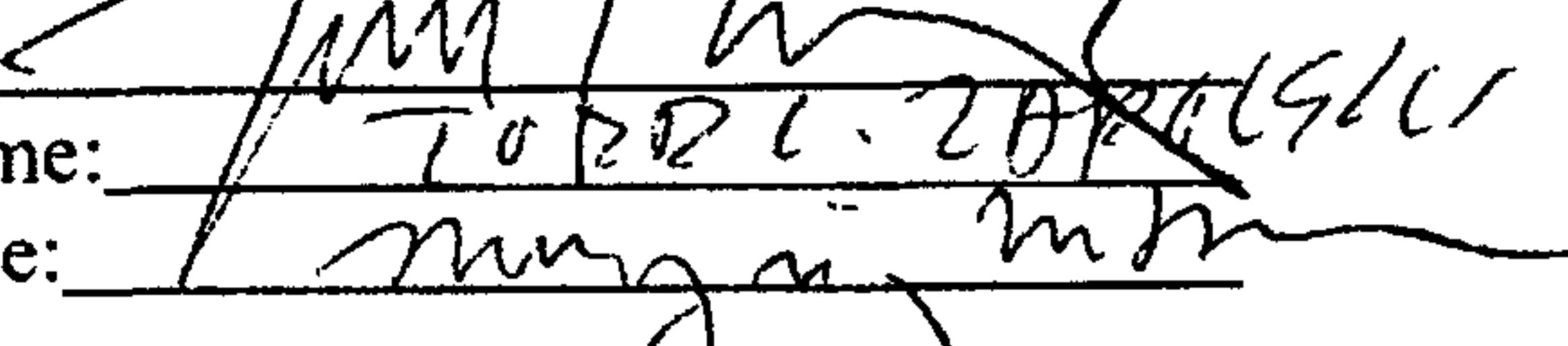
GRANTOR:

137 E. FRANKLIN, LP,
a Delaware limited partnership

By: 137EFGP, LLC, its general partner

By: ZH Franklin, LLC, its co-managing member

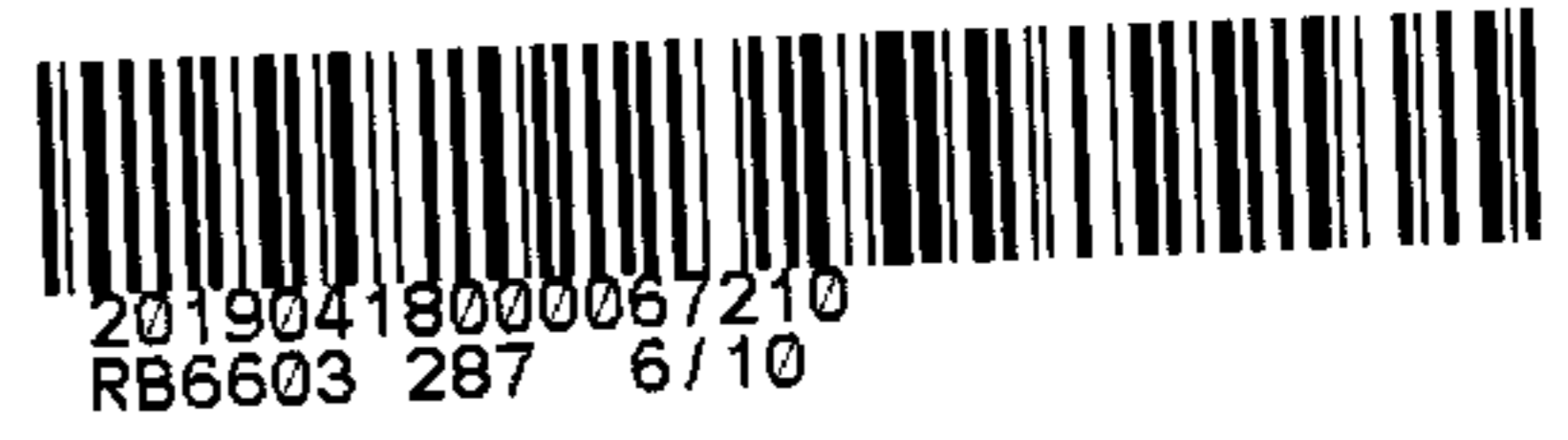
By: Zapolski Holdings, its Manager

By: 
Name: TOBIAS ZAPOLSKI
Title: Managing Member

By: ACCRE Chapel Hill, LLC, its co-managing member

By: _____
Name: Damon Hemmerdinger
Title: Authorized Signatory

[notary acknowledgments on following page]



STATE OF _____
COUNTY OF _____

I certify that the following person(s) personally appeared before me this day, each acknowledging to me that he or she voluntarily signed the foregoing document for the purpose stated therein and in the capacity indicated: _____ as Manager of Zapolski Holdings, Manager of ZH Franklin, LLC, co-managing member of 137EFGP, LLC, general partner of 137 E. Franklin, LP.

Date: _____, 2019

*See Attached
WPKabe
4/11/19*

Signature of Notary

Notary Printed Name

My Commission Expires: _____

(Official Seal)

STATE OF _____
COUNTY OF _____

I certify that the following person(s) personally appeared before me this day, each acknowledging to me that he or she voluntarily signed the foregoing document for the purpose stated therein and in the capacity indicated: Damon Hemmerdinger, Authorized Signatory of ACCRE Chapel Hill, LLC, co-managing member of 137EFGP, LLC, general partner of 137 E. Franklin, LP.

Date: _____, 2019

Signature of Notary

Notary Printed Name

My Commission Expires: _____

(Official Seal)



CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

CIVIL CODE § 1189

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California }
County of NAPA }

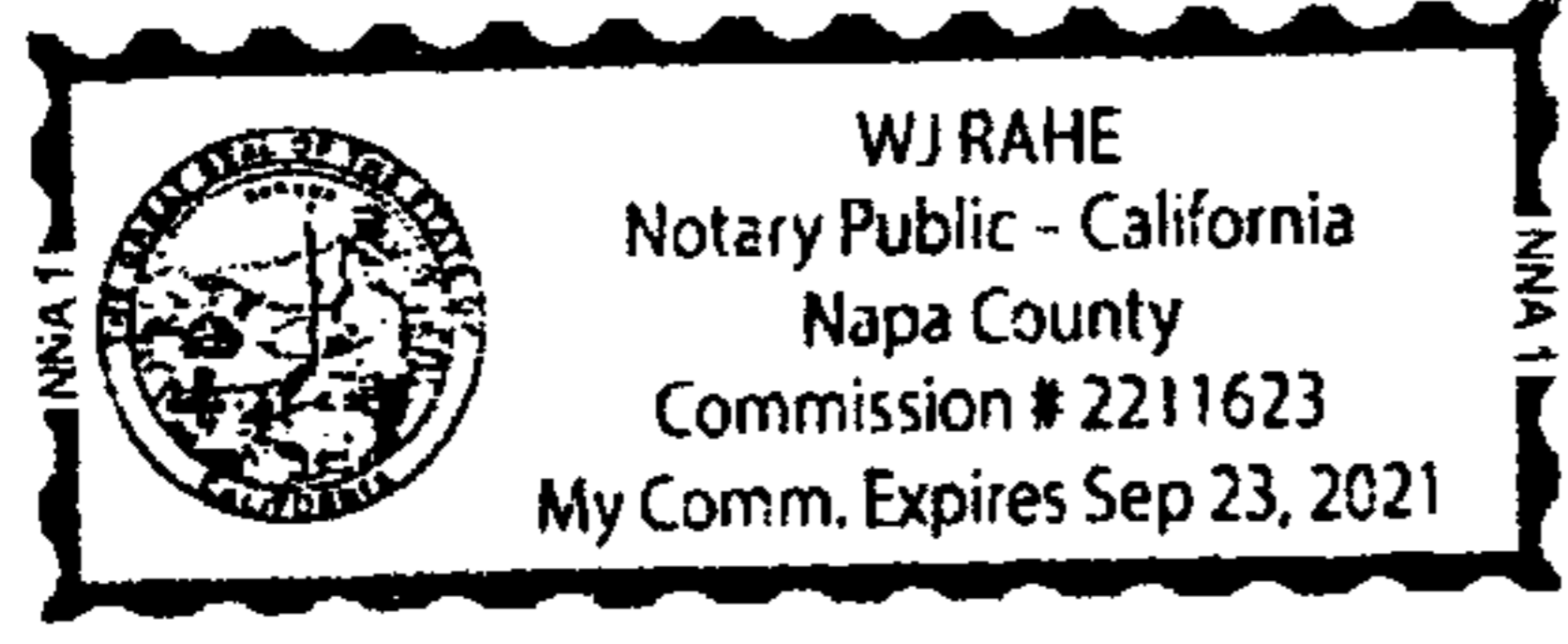
On 04/11/2019 before me, WJ RAHE, NOTARY PUBLIC
Date Here Insert Name and Title of the Officer

personally appeared TODD ZAPOLSKI
Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.



Place Notary Seal and/or Stamp Above

Signature WJ Rahe
Signature of Notary Public

OPTIONAL

Completing this information can deter alteration of the document or fraudulent reattachment of this form to an unintended document.

Description of Attached Document

Title or Type of Document: North Carolina Special Warranty Deed

Document Date: 04/11/2019 Number of Pages: 4 + Exhibits A & B

Signer(s) Other Than Named Above:

Capacity(ies) Claimed by Signer(s)

Signer's Name: TODD ZAPOLSKI
[X] Corporate Officer - Title(s): Managing Partner Member
[] Partner - [] Limited [] General
[] Individual [] Attorney in Fact
[] Trustee [] Guardian of Conservator
[] Other:
Signer is Representing: Zapolski Holding

Signer's Name:
[] Corporate Officer - Title(s)
[] Partner - [] Limited [] General
[] Individual [] Attorney in Fact
[] Trustee [] Guardian of Conservator
[] Other:
Signer is Representing:



EXHIBIT A

Legal Description

LYING AND BEING SITUATE IN CHAPEL HILL, ORANGE COUNTY, NORTH CAROLINA, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

TRACT 1:

TO LOCATE THE POINT AND PLACE OF BEGINNING COMMENCE AT THE INTERSECTION OF THE EASTERN MARGIN OF THE RIGHT-OF-WAY OF NORTH COLUMBIA STREET WITH THE SOUTHERN MARGIN OF THE SIXTY FOOT (60') WIDE PAVED PUBLIC RIGHT-OF-WAY OF EAST ROSEMARY STREET AND RUN N64°32'00"E 298.67' TO AN IRON PIN MARKING THE POINT AND PLACE OF BEGINNING; AND RUNNING THENCE WITH THE SOUTHERN MARGIN OF THE RIGHT-OF-WAY OF EAST ROSEMARY STREET N64°31'51"E 116.02' TO AN IRON PIN IN THE WESTERN BOUNDARY OF THE LAND CONVEYED TO TOWN OF CHAPEL HILL BY INSTRUMENT RECORDED IN DEED BOOK 1269, PAGE 442, ORANGE COUNTY PUBLIC REGISTRY; THENCE WITH THE WESTERN BOUNDARY OF THE TOWN OF CHAPEL HILL PROPERTY (NOW OR FORMERLY) S25°28'00"E 160.25 TO A NAIL IN AN ALLEY DESCRIBED IN INSTRUMENT RECORDED IN DEED BOOK 278, PAGE 1632, ORANGE COUNTY PUBLIC REGISTRY; THENCE WITH THE SAID ALLEY TWO (2) COURSES AND DISTANCES AS FOLLOWS: (1) N64°32'00"E 4.00' TO A NAIL AND (2) S25°28'00"E 5.95' TO A NAIL IN THE SOUTHERN MARGIN OF THE SAID ALLEY; THENCE WITH THE SOUTHERN MARGIN OF THE SAID ALLEY N64°32'44"E 27.30' TO NEW IRON SPIKE IN THE WESTERN BOUNDARY OF THE LAND CONVEYED TO STEVE KUTAY BY INSTRUMENT RECORDED IN DEED BOOK 886, PAGE 360, ORANGE COUNTY PUBLIC REGISTRY; THENCE WITH THE WESTERN BOUNDARY OF THE KUTAY PROPERTY (NOW OR FORMERLY) S24°07'40"E 130.07' TO A POINT ON THE NORTHERN MARGIN OF THE ONE HUNDRED FOOT (100') WIDE PAVED PUBLIC RIGHT-OF-WAY OF EAST FRANKLIN STREET; THENCE WITH THE NORTHERN MARGIN OF THE RIGHT-OF-WAY OF EAST FRANKLIN STREET S64°28'00"W 74.72' TO A POINT IN THE EASTERN BOUNDARY OF THE LAND CONVEYED TO RABBITS CROSSING PROPERTIES BY INSTRUMENT RECORDED IN DEED BOOK 1506, PAGE 251, ORANGE COUNTY PUBLIC REGISTRY; THENCE WITH THE EASTERN BOUNDARY OF THE RABBITS CROSSING PROPERTIES (NOW OR FORMERLY) N25°22'52"W 136.07' TO A NAIL IN THE AFORESAID ALLEY; THENCE S64°32'00"W 70.03' TO ANOTHER NAIL IN THE ALLEY; AND THENCE CROSSING THE ALLEY AND CONTINUING WITH THE EASTERN BOUNDARY OF THE TOWN OF CHAPEL HILL PROPERTY, N25°22'20"W 160.25' TO THE POINT AND PLACE OF BEGINNING, CONTAINING 28,817 SQUARE FEET, MORE OR LESS, ALL AS SHOWN ON SURVEY ENTITLED "FRANKLIN STREET PLAZA LLC", PREPARED BY MARY E. AYERS, NORTH CAROLINA PROFESSIONAL LAND SURVEYOR L-3260, DATED APRIL 22, 2005, REFERENCE TO SAID SURVEY BEING MADE IN SAID OF DESCRIPTION.



TRACT 2:

TO LOCATE THE POINT AND PLACE OF BEGINNING, COMMENCE AT THE INTERSECTION OF THE EASTERN MARGIN OF THE RIGHT-OF-WAY OF NORTH COLUMBIA STREET WITH THE NORTHERN MARGIN OF THE RIGHT-OF-WAY OF EAST ROSEMARY STREET AND RUN N64°32'00"E 140.00' TO AN IRON PIN ON THE SOUTHEASTERN CORNER OF LAND CONVEYED TO CENTURA BANK BY INSTRUMENT RECORDED IN DEED BOOK 1078, PAGE 71 IN THE ORANGE COUNTY PUBLIC REGISTRY, SAID IRON PIN MARKING THE POINT AND PLACE OF BEGINNING, THENCE RUNNING WITH THE NORTHERN MARGIN OF THE RIGHT-OF-WAY OF EAST ROSEMARY STREET N64°38'44"E 191.29' TO AN IRON PIN LOCATED ON THE SOUTHWESTERN CORNER OF THE LAND CONVEYED TO INVESTORS TITLE COMPANY BY INSTRUMENT RECORDED IN DEED BOOK 778, PAGE 87 IN THE ORANGE COUNTY PUBLIC REGISTRY; THENCE RUNNING WITH THE WESTERN BOUNDARY OF THE INVESTORS TITLE COMPANY PROPERTY (NOW OR FORMERLY) N26°32'23"W 199.70' TO AN IRON PIN LOCATED ON THE SOUTHEASTERN CORNER OF THE LAND CONVEYED TO SHARON KIRK BY INSTRUMENT RECORDED IN DEED BOOK 1151, PAGE 31 IN THE ORANGE COUNTY PUBLIC REGISTRY; THENCE RUNNING WITH THE SOUTHERN BOUNDARY OF THE SHARON KIRK PROPERTY (NOW OR FORMERLY) S64°32'00"W 117.37' TO AN IRON PIN LOCATED ON THE SOUTHEASTERN CORNER OF THE LAND CONVEYED TO BELL FAMILY PROPERTIES BY INSTRUMENT RECORDED IN DEED BOOK 1950, PAGE 204 IN THE ORANGE COUNTY PUBLIC REGISTRY; THENCE RUNNING WITH THE SOUTHERN BOUNDARY OF THE BELL FAMILY PROPERTIES LAND (NOW OR FORMERLY) S64°32'00"W 70.18' TO AN IRON PIN LOCATED ON THE NORTHEASTERN CORNER OF THE CENTURA BANK PROPERTY (NOW OR FORMERLY) AND RUNNING THENCE WITH THE EASTERN BOUNDARY OF THE CENTURA BANK PROPERTY (NOW OR FORMERLY) S25°28'00"E 199.29' TO THE POINT AND PLACE OF BEGINNING, CONTAINING 37,785 SQUARE FEET, MORE OR LESS, ALL AS SHOWN ON SURVEY ENTITLED "FRANKLIN STREET PLAZA, LLC", PREPARED BY MARY E. AYERS, NORTH CAROLINA PROFESSIONAL LAND SURVEYOR L-3260, DATED APRIL 22, 2005, REFERENCE TO SAID SURVEY BEING MADE IN SAID OF DESCRIPTION.

TRACTS 1 AND 2 ARE CONVEYED TOGETHER WITH, AND SUBJECT TO AN EASEMENT FOR AN OVERHEAD PEDESTRIAN BRIDGE AS MORE PARTICULARLY DESCRIBED IN A DEED OF EASEMENT RECORDED IN BOOK 234, PAGE 654 IN THE ORANGE COUNTY PUBLIC REGISTRY AND THE EASEMENTS DESCRIBED IN THE DEED RECORDED IN BOOK 278, PAGE 1632 IN THE ORANGE COUNTY PUBLIC REGISTRY, ALL AS SHOWN ON SURVEY ENTITLED "FRANKLIN STREET PLAZA, LLC", PREPARED BY MARY E. AYERS, NORTH CAROLINA PROFESSIONAL LAND SURVEYOR L-3260, DATED APRIL 22, 2005, REFERENCE TO SAID SURVEY BEING MADE IN SAID OF DESCRIPTION.



EXHIBIT B

Exceptions to Title

1. Taxes for 2019 and subsequent years' *ad valorem* real estate taxes.
2. Terms and conditions of the Declaration of Easements for a pedestrian bridge over East Rosemary Street from the Town of Chapel Hill recorded in Book 234 at Page 654 and easements described in the deed recorded in Book 278 at Page 1632.
3. Deed granting easements to the Town of Chapel Hill recorded in Book 6227 at Page 290. (As to Tract 1)
4. Deed granting easements to the Town of Chapel Hill recorded in Book 6227 at Page 296. (As to Tract 2)
5. Memorandum of Lease with Bellsouth Carolinas PCS, LP, recorded in Book 1814 at Page 159.
6. Memorandum of Lease with CVS, recorded in Book 5523 at Page 588.
8. Rights or claim of parties in possession.
9. Rights of adjoining lot owners to the lateral support and encroachment of the party walls and common areas situate on side lot lines.
10. Any matters that would be shown on a true and accurate survey of the Property.
11. The impact of any federal, state, local or other laws, rules, regulations and ordinances, including, without limitation, zoning ordinances.