

WAKE COUNTY, NC 146
CHARLES P. GILLIAM
REGISTER OF DEEDS
PRESENTED & RECORDED ON
04/08/2019 14:37:48
STATE OF NC REAL ESTATE
EXCISE TAX: \$116,200.00
BOOK:017406 PAGE:01922 - 01930

Prepared by:

Linowes and Blocher LLP
7200 Wisconsin Avenue, Suite 800
Bethesda, Maryland 20814
Attention: Bryson M. Filbert

Return to:

Align Technology, Inc.
2820 Orchard Parkway
San Jose, California 95134
Attn: General Counsel

Tax Parcel IDs: 0757111072 and 0757008734 (Wake County); 213559 (Durham County)

Excise Tax: \$116,200.00 (paid in Wake County per NCGS §105-228.30(a))

The property conveyed does not include the personal residence of the Grantor.

STATE OF NORTH CAROLINA)
)
COUNTIES OF WAKE AND)
DURHAM)

SPECIAL WARRANTY DEED

THIS SPECIAL WARRANTY DEED, effective this 8th day of April, 2019, by and between SLATER ROAD I, LLC, a Delaware limited liability company (“Grantor”), whose mailing address is c/o FCP 4445 Willard Avenue, Suite 900, Chevy Chase, Maryland 20815 Attn: Erik Weinberg, and ALIGN TECHNOLOGY, INC., a Delaware corporation (“Grantee”), whose mailing address is 2820 Orchard Parkway, San Jose, California 95134 Attn: General Counsel. 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 valuable consideration paid by Grantee, the receipt of which is hereby acknowledged, does hereby grant, bargain, sell and convey unto Grantee in fee simple, all those

certain lots or parcels of land situated in Wake and Durham Counties, North Carolina and more particularly described on Exhibit A attached hereto and by this reference incorporated herein (the "Property").

The Property hereinabove described was acquired by Grantor by instruments recorded in Book 16199, Page 2760, of the Wake County Register of Deeds, and Book 7816, Page 361 of the Durham County Register of Deeds.

TO HAVE AND TO HOLD the Property and all privileges and appurtenances thereto belonging to Grantee, its successors and assigns in fee simple, forever.

And Grantor covenants with Grantee that, subject to the exceptions described on Exhibit B attached hereto, Grantor has done nothing to title to impair such title as Grantor received, and Grantor will warrant and defend the title against the lawful claims of all persons claiming by or through Grantor. Title to the property hereinabove described is hereby conveyed subject to the exceptions described on Exhibit B attached hereto.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned has duly executed this Deed as of the date set forth in the notary acknowledgement below.

GRANTOR:

SLATER ROAD I, LLC,
a Delaware limited liability company

By: Slater Road I Member, LLC, a Maryland limited liability company, its Manager

By: FCP Fund III Trust, a Maryland real estate investment trust, its Sole Member

By: [Signature]
Name: **Alex J. Marshall**
Title: Vice President

* * *

STATE OF MARYLAND

*

* to wit:

*

COUNTY OF MONTGOMERY

I HEREBY CERTIFY that on this 1st day of APRIL, 2019, before me, a Notary Public in and for the State of Maryland, County of Montgomery, personally appeared ALEX J. MARSHALL, known to me (or satisfactorily proven) to be the VICE PRESIDENT of FCP Fund III Trust, the Sole Member of Slater Road I Member, LLC, the Manager of Slater Road I, LLC, and that such person, being authorized to do so, executed the foregoing and annexed instrument for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

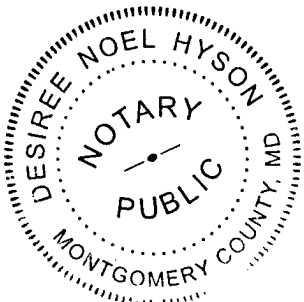
[Signature]

Notary Public

Printed Name: _____

My Commission Expires: 11/7/19

[NOTARIAL SEAL]



Desiree Noel Hyson
NOTARY PUBLIC
Montgomery County, Maryland
My Commission Expires 11/7/2019

EXHIBIT AFEE PARCEL

BEING all of Tracts 1, 2, 3 & 4 as shown on that plat entitled, "CSM Real Estate Partners" by Michael D. Goodfred, PLS, dated April 5, 1991, and recorded in Book of Maps 1991, Page 805, Wake County Registry.

The Same Property Described As:
BEING ALL OF TRACTS 1, 2 & 3

BEGINNING at an iron pipe along the northern right-of-way of Slater Road. Said point also having an NC Grid NAD 83 coordinate of N=771063.29 and E=2050651.18; thence leaving said right of way North 06° 46' 02" East a distance of 414.64 feet to a point; thence North 06° 46' 02" East a distance of 201.64 feet to a point; thence South 88° 18' 52" East a distance of 67.37 feet to an iron pipe; thence North 01° 36' 23" East a distance of 19.36 feet to a concrete monument along the southern right of way of Interstate 40; thence following said right of way South 46° 18' 03" East a distance of 254.98 feet to an iron pipe; thence South 46° 19' 08" East a distance of 485.99 feet to a point; thence South 50° 02' 14" East a distance of 783.93 feet to a point; thence South 50° 02' 14" East a distance of 25.99 feet to a point; thence South 00° 44' 33" West a distance of 43.35 feet to a point; thence North 87° 27' 23" West a distance of 18.74 feet to a point; thence North 87° 27' 23" West a distance of 398.79 feet to an iron pipe; thence North 87° 31' 23" West a distance of 216.08 feet to an iron pipe; thence North 87° 20' 34" West a distance of 216.43 feet to an iron pipe along the northern right of way of Slater Road; thence following said right of way North 42° 46' 10" West a distance of 289.38 feet to a point; thence with a curve turning to the left with an arc length of 51.40 feet, with a radius of 841.42 feet, with a chord bearing of North 44° 31' 10" West, with a chord length of 51.40 feet to a point; thence North 09° 42' 09" East a distance of 2.41 feet to a point; thence with a curve turning to the left with an arc length of 135.69 feet, with a radius of 841.42 feet, with a chord bearing of North 50° 53' 22" West, with a chord length of 135.55 feet to an iron pipe; thence North 03° 37' 50" East a distance of 2.94 feet to a point; thence with a curve turning to the left with an arc length of 129.73 feet, with a radius of 856.21 feet, with a chord bearing of North 58° 14' 47" West, with a chord length of 129.61 feet to the point of beginning. Having an area of 619,187 square feet, 14.21 acres.

BEING ALL of Tract 4.

BEGINNING at an iron pipe along the southern right of way of Slater Road. Said point also having an NC Grid NAD 83 coordinate of N=770658.96 E= 2051007.93; thence leaving said right of way North 87° 06' 08" West a distance of 0.84 feet to an iron pipe; thence North 87° 25' 30" West a distance of 247.22 feet to a point; thence North 00° 08' 20" West a distance of 245.16 feet to a point; thence North 00° 00' 20" West a distance of 3.28 feet to an iron pipe along the southern right of way of Slater Road; thence with said right of way with a curve turning to the right with an arc length of 134.82 feet, with a radius of 788.51 feet, with a chord bearing of South 46° 50' 14" East, with a chord length of 134.66 feet to a point; thence South 41° 53' 03" East a distance of 224.95 feet to the point of beginning. Having an area of 32347 square feet, 0.74 acres.

And

Being all of that certain lot or parcel of land situated in Cedar Fork Township, Wake County, North

Carolina, and being described as follows:

BEGINNING at an iron stake in the northeast side of the Slater Road in Tyree Johnson's line, running thence with the said Johnson's line South 84 degrees, East 237 feet to an iron stake and pointers in Wardell Marsh's line; running thence with the said Marsh's line South 38 degrees, 10 minutes west 162 feet to an iron stake on the northeast side of the Slater Road; running thence along with the said road, north 42 degrees, 20 minutes, west 204 feet to the **POINT OF BEGINNING**, the same being a part of the Wallace Marsh Farm containing .41 of an acre more or less, according to the survey of E.A. Davis, Surveyor.

And as surveyed by Ronald T. Frederick, P.L.S., The John R. McAdams Company, Inc. dated February 3, 2015, last revised, signed and sealed on June 22, 2015:

BEGINNING at an existing Iron Pipe along the Northern right of way of Slater Road; Said Point also having an NC Grid Nad 83 Coordinate of N. 770655.20 E. 2051098.51. Thence leaving said right of way South 87°20'34" East a distance of 216.43 feet to an Iron Pipe; Thence South 34°49'29" West a distance of 155.53 feet to a point along the Northern right of way of Slater Road; Thence with said Right of Way North 42°46'10" West a distance of 187.59 feet to the **POINT OF BEGINNING**. Having an area of 14247 square feet, 0.33 acres.

EASEMENT PARCEL

ALL OF THE ABOVE TOGETHER WITH AND SUBJECT TO any right, title and interest of the Grantor in and to those certain easement interests set forth in that Declaration of Easements and Restrictive Covenants by and between the Grantor and SCP Slater, LLC, a North Carolina limited liability company ("SCP"), dated October 30, 2015 and recorded on November 5, 2015 in Book 7819, Page 154 of the Durham County Registry, and in Book 16204, Page 2194 of the Wake County Registry; as amended by that certain Amendment To Declaration of Easements and Restrictive Covenants by and between the Grantor and Berkshire SCP Slater Road Holdings II, LLC, a Delaware limited liability company ("SCP Slater Road"), being the successor in interest to SCP by operation of merger, recorded in Book 8245, Page 108 of the Durham County Registry, and in Book 16871, Page 1542 of the Wake County Registry; and as further amended by that certain Second Amendment To Declaration of Easements and Restrictive Covenants by and between the Grantor and SCP Slater Road, recorded in Book 17406, Page 1916 of the WAKE County Registry, and also recorded separately in the Durham County Registry on or about April 8, 2019.

EXHIBIT B

1. Taxes or assessments for the year 2019, and subsequent years, not yet due or payable.
2. Ordinance 2015-057 of the Morrisville Town Council Pertaining to the Extension of the Town of Morrisville Corporate Limits (ANX 15-05) recorded on October 8, 2015 in Book 16176, Page 2650, Wake County Registry.
3. Ordinance 2015-058 of the Morrisville Town Council Pertaining to the Extension of the Town of Morrisville Corporate Limits (Durham County) (ANX 15-06) recorded on October 14, 2015 in Book 7805, Page 663, Durham County Registry.

THE FOLLOWING EXCEPTIONS APPLY TO THE FEE PARCEL ONLY:

4. Any right, easement, setback, interest, claim, encroachment, encumbrance, violation, variations or other adverse circumstance affecting the Title disclosed by plat(s) recorded in Book of Maps 1991, Page 805, and Book of Maps 2017, Pages 709, 710, 711, and 712, Wake County Registry and Plat Book 197, Pages 97, 98, 99, and 100, Durham County Registry, all to the extent shown on the Survey.
5. Any right, easement, setback, interest, claim, encroachment, encumbrance, violation, variation, or other adverse circumstance affecting the Title regarding the following matters disclosed by survey entitled "ALTA/NSPS Land Title Survey, Property of Slater Road I, LLC" by Bass, Nixon and Kennedy, Inc., P.L.S., dated November 20, 2018, last revised December 14, 2018, signed and sealed January 10, 2019, and bearing Job No. 16113 (the "Survey");
 - a. Setback lines;
 - b. Service utilities;
 - c. Neuse River Buffers;
 - d. Tree preservation area(s);
 - e. Private Stormwater Control Measure & Access Easement;
 - f. 20' Town of Cary Utility & Pipeline Easement;
 - g. Private Cross Access Easements;
 - h. Two 10' X 70" Sight Triangle Easements;
 - i. Wetlands.
6. Stormwater Operation and Maintenance Agreement and Security by and between Slater Road I, LLC and Town of Morrisville recorded in Book 16248, Page 1045, Wake County Registry.
7. Easement to Duke Energy Progress, LLC recorded in Book 16658, Page 338, Wake County Registry, as generally shown on the Survey.
8. Right(s) of way to N. C. Department of Transportation (Slater Road) recorded in Book 8432, Page 1186; Book 8432, Page 1188 and Book 8432, Page 1190, Wake County Registry, as shown on the Survey.
9. Right(s) of way to State Highway Commission (Interstate 40) recorded in Book 1770, Page 119, Wake County Registry, and recorded in Book 333, Page 239, Durham County Registry, as shown on Survey.

10. Declaration of Easements and Restrictive Covenants by and between Slater Road I, LLC, a Delaware limited liability company, and SCP Slater, LLC, a North Carolina limited liability company, dated October 30, 2015 and recorded on November 5, 2015 in Book 7819, Page 154, Durham County Registry and Book 16204, Page 2194, Wake County Registry; as amended by Amendment To Declaration of Easements and Restrictive Covenants by and between Slater Road I, LLC, and Berkshire SCP Slater Road Holdings II, LLC recorded in Book 8245, Page 108, Durham County Registry and Book 16871, Page 1542, Wake County Registry; and as further amended by that certain Second Amendment To Declaration of Easements and Restrictive Covenants by and between Slater Road I, LLC, a Delaware limited liability company and Berkshire SCP Slater Road Holdings II, LLC, a Delaware limited liability company, recorded in Book 17406, Page 1916, of the WAKE County Registry, and also recorded separately in the Durham County Registry on or about April 8, 2019.
11. Easement to Duke Power Company recorded in Book 1147, Page 315, Wake County Registry.
12. Right of Way Agreement to North Carolina Department of Transportation (Slater Road) recorded in Book 8432, Page 1200, Wake County Registry, as shown on the Survey.
13. Access Easement and Agreement between Slater Road I, LLC and Earl Ryan Thompson recorded in Book 8237, Page 865, Durham County Registry and Book 16853, Page 1256, Wake County Registry, as shown on the Survey.
14. With respect to the Neuse River and Crabtree Creek, the rights of others in and to the continuous and uninterrupted flow of the waters bounding or crossing the Land and riparian and/or littoral rights incident to the Land.
15. Terms and provisions of that certain Office Lease entered into by and between Slater Road I, LLC, and SolarWinds MSP US, Inc., dated November 27, 2017.

THE FOLLOWING EXCEPTIONS APPLY TO THE EASEMENT PARCEL ONLY:

16. Any right, easement, setback, interest, claim, encroachment, encumbrance, violation, variations or other adverse circumstance affecting the Title disclosed by plat(s) recorded in Book of Maps 2017, Pages 709, 710, 711, and 712, Wake County Registry; and Plat Book 197, Pages 97, 98, 99, and 100; Plat Book 144, Page 152; Plat Book 135, Page 64; Plat Book 134, Page 186; Plat Book 129, Page 182; Plat Book 120, Page 139; Plat Book 91, Page 1; and Plat Book 61, Page 121, Durham County Registry, all to the extent shown on the Survey.
17. With respect to any portion of the Easement Parcel not surveyed on the Survey, any discrepancy, conflict, access, shortage in area or boundary lines, encroachment, encumbrance, violation, variation, overlap, setback, easement or claims of easement, riparian right, and title to land within roads, ways, railroads, watercourses, burial grounds, marshes, dredged or filled areas or land below the mean highwater mark or within the bounds of any adjoining body of water, or other adverse circumstance affecting the Title that would be disclosed by a current inspection and accurate and complete land survey of the Land.
18. Terms, conditions and rights of others in and to that certain Declaration of Easements and Restrictive Covenants by and between Slater Road I, LLC, a Delaware limited liability company, and SCP Slater, LLC, a North Carolina limited liability company, dated October 30, 2015 and recorded on November 5, 2015 in Book 7819, Page 154, Durham County Registry and Book 16204, Page 2194, Wake County Registry; as amended by Amendment To Declaration of Easements and Restrictive Covenants by and between Slater Road I, LLC, and Berkshire SCP Slater Road Holdings II, LLC recorded in Book 8245, Page 108, Durham County Registry and Book 16871, Page 1542, Wake County Registry; and as further amended by that certain Second Amendment To Declaration of Easements and Restrictive Covenants by and between Slater Road I, LLC, a Delaware limited liability company and Berkshire SCP Slater Road Holdings II, LLC, a Delaware limited liability company, recorded in Book 17406, Page 1916, of the WAKE County Registry, and also recorded separately in the Durham County Registry on or about April 8, 2019.
19. Easement(s) to Duke Power Company recorded in Book 177, Page 110, Durham County Registry.

THE FOLLOWING EXCEPTION APPLIES TO THE FEE PARCEL ONLY

20. Memorandum of Lease by and between Slater Road I, LLC and Align Technology, Inc. recorded in Book 16644, Page 1575, Wake County Registry, and the terms and conditions of the lease referenced therein; as affected by that certain First Amended and Restated Memorandum of Lease recorded in Book 16783, Page 1038, Wake County Registry; as further affected by that certain Second Amended and Restated Memorandum of Lease recorded in Book 17123, page 2580, Wake County Registry; as further affected by that certain Third Amended and Restated Memorandum of Lease recorded in Book 17348, page 929, Wake County Registry, and in Book 8585, page 904, Durham County Registry.



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It is part of the recorded document and must be submitted with the original for re-recording.

**Charles P. Gilliam
Register of Deeds**

Wake County Justice Center
300 South Salisbury Street, Suite 1700
Raleigh, NC 27601

New Time Stamp

\$25 Non-Standard Fee

Additional Document Fee

Additional Reference Fee

This Customer Group

_____ # of Excessive Entities

_____ # of Time Stamps Needed

This Document

 9 # of Pages

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