APPRAISAL REPORT

.28 ACRES DTC PROPERTY KNOWN AS
CHURCH STREET PARK

Assessor’s Map: 093.06, Group 1, Parcel 015.00
600 Church Street, Nashville, TN 37219

PREPARED FOR:
Steve Berry – Director of Public Property
Department of Finance
Metropolitan Government of Nashville and Davidson County
Howard Office Building
700 2nd Avenue South, Suite 310
Nashville, TN 37210

APPRaised BY
William J. Neiman, ASA
NEIMAN-ROSS ASSOCIATES, INC.
2816 Azalea Place
Nashville, TN 37204

DATE OF APPRAISAL
October 10, 2018 revision of the September 12, 2018 revision
of Restricted Appraisal Report dated November 20, 2017

DATE OF REPORT
October 12, 2018

NRA Job #: 19.03.011
Steve Berry – Director of Public Property
Department of Finance, Metropolitan Government of Nashville and Davidson County
Howard Office Building, 700 2nd Avenue South, Suite 310
Nashville, TN 37210

October 12, 2018

RE: Appraisal Report of .28 Acres or 12,162 Square Feet DTC Downtown Code District property improved with an urban center Public Park addressed as 600 Church Street Nashville, Davidson County, Tennessee 37219, Davidson County Assessor’s Map 093-06, Group 1, Parcel 015.00

Mr. Berry,

In accordance with your request, we had previously appraised the above referenced property comprising the land parcel without improvements and reported our concluded value in a Restricted Appraisal Report format with an effective date of November 8, 2017 and report to you on November 20, 2017.

This Appraisal Report is a revision of an Appraisal Report as of September 12, 2018 which was a revision of that pervious Restricted Appraisal Report and is undertaken to present the valuation conclusion in a more complete report format. This report format is consistent with the definition of an Appraisal Report found in The Uniform Standards of Appraisal Practice (USPAP) Standard Rule 2-2. The Appraisal Report is also intended to be in keeping with Bill BL2018-1282(as amended) which added a new section, Chapter 2.24.225 – Appraisal Report Required for Metropolitan Council Approval, of the Metropolitan Code of Laws.

The purpose of this appraisal is to revise the previous estimate of Current Market Value of the fee simple interest in the subject property “as vacant” for redevelopment as of October 10, 2018, the date of my third inspection of the park property and to present the Prospective Value of the interest in real estate after any anticipated changes in entitlements such as zoning classification, use restrictions and deed restrictions.

The intended users of this report are Metropolitan Government of Nashville & Davidson County (METRO) and/or their assigns. It is my understanding that the appraisal report will be used to assist the client in determining a transaction price for a possible disposal in exchange.

The value opinion determined from our analysis is subject to the general and extraordinary assumptions, limiting and hypothetical conditions set forth in the appraisal report. We particularly note the following:

HYPOTHETICAL CONDITIONS

The Current Value as shown in this appraisal revision has been made subject to the following hypothetical conditions:

1) The subject public park property is improved with various site improvements, personal property and equipment. Based on the Scope of Work for this appraisal assignment - only the land as vacant is appraised. Any existing improvements, personal property and equipment located on the subject parcels appraised, are not considered.
In complying with the reporting requirements set forth under Bill BL2018-1282 (as amended) which added a new section, Chapter 2.24.225 – Appraisal Report Required for Metropolitan Council Approval, of the Metropolitan Code of Laws, to wit:

For transactions involving the sale, purchase, lease, sublease, or other disposition of real property which requires approval of the metropolitan council, authorizing legislation may not be considered by the council in the absence of an Appraisal Report that includes, without restriction, the following components:

a. a Current Value; and

b. a Prospective Value reflecting any anticipated changes in entitlements including, without limitation, changes in zoning classifications, use restrictions, and/or deed restrictions.

For purposes of this section, Restricted Appraisal Reports, Restricted Use Reports, or Summary Appraisal Reports shall not satisfy this requirement.

In endeavoring to determine the Prospective Value, in consideration of the foregoing, my analysis would be based upon anticipated changes in entitlements including, changes in zoning, changes in use restrictions and any and all changes in deed restriction. Generally such an analysis looked to the Developable Unit Method within the Sales Comparison Approach for properties that would be expected to seek such changes in entitlement. However, the potential for a Prospective Value for an undersized publicly owned park property without any development plan of its own required a different perspective.

My perspective for the subject property’s ability to meet its Highest & Best Use as studied in this report, was to study circumstances under which this possibility could be achieved. This circumstance is embodied in the following Extraordinary Assumption.

EXTRAORDINARY ASSUMPTIONS

The Prospective Value as shown in this appraisal revision has been made subject to the following extraordinary assumption:

Due to the subject’s location in the Downtown City Center adjacent to five (5) contiguous properties with improvements originally constructed in 1900, 1930, and 1941, owned by an enterprise named Historic Hotels of Nashville, it is possible that a synergistic relationship would exist if the Park Property were to be offered for sale on the open market. With this possibility in mind, the subject parcel would become a portion of the larger/parent parcel for development purposes.

This extraordinary assumption has foundation for consideration in determining the Prospective Value for the subject public park property when one considers the studied Highest & Best Use:

Based on the physical characteristics, legal, social, economic, and maximally productive uses for the subject development sites, it is concluded that the highest and best use of the subject “as-vacant” would be for commercial development at its highest allowable density.

Further foundation is in the understanding that the adjacent properties described in the Extraordinary Assumption are being held for future development and that their current use is an interim use awaiting that future development. It is also apparent that the subject parcel, used as a Central Business District public park and is underutilized as such, can be offered and will be highly received in the marketplace for development purposes.

It is my opinion, in conjunction with the client’s, that these hypothetical conditions and extraordinary assumptions are reasonable and supportable in the context of the appraisal assignment. Use of these hypothetical conditions and extraordinary assumptions may have affected the assignment results. We reserve the right to revise the appraisal report should new or additional information become available, which may result in a value change.
This report endeavors to present both the Current and the Prospective Value for the subject Public Park property. In doing so the current and prospective values developed in this report reflects property transactions of properties that have been acquired for redevelopment to a higher and better use than their current use. The anticipated changes necessary to bring these properties to their economic highest and best use are imbibed in the prices paid to acquire these properties.

This appraisal report is also intended to comply with the reporting requirements set forth under Standards Rule 2-2(a) of the Uniform Standards of Professional Appraisal Practice (USPAP) for an Appraisal Report. The depth of discussion contained in this report is specific to the needs of the client and for the intended use stated within this report. No value opinion is provided for personal property or other assets. The appraiser is not responsible for unauthorized use of this report.

The person signing this report has the knowledge and experience necessary to complete the assignment competently and is duly licensed by the appropriate state to perform this appraisal under certificate number CG-376. The value opinion determined from this analysis is subject to the general and extraordinary assumptions, limiting and hypothetical conditions set forth in the appraisal report. Please note that our employment was not conditioned upon providing a specific value and no fees or commissions were paid for procurement of this assignment.

Based on the appraisal described in the accompanying report, subject to the Limiting Conditions and Assumptions, Extraordinary Assumptions and Hypothetical Conditions, my opinions of value, of the fee simple interest, as of the effective date of October 10, 2018, of the Church Street Park is as follows:

**CURRENT VALUE:** THREE MILLION NINE HUNDRED FIFTY THOUSAND DOLLARS

($3,950,000)

**PROSPECTIVE VALUE:** FOUR MILLION SIX HUNDRED TWENTY THOUSAND DOLLARS

($4,620,000)

Respectfully submitted,

William J. Neiman, ASA
State Certified General Real Estate Appraiser, CG-736
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-APPRAISAL REPORT

600 Church Street Park

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APPRAISER QUALIFICATIONS

XVII
### SUMMARY OF SALIENT FACTS AND CONCLUSIONS

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<tr>
<th>CATEGORIES</th>
<th>DESCRIPTION/COMMENTS</th>
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<tbody>
<tr>
<td><strong>PROPERTY INFORMATION</strong></td>
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<tr>
<td>Address: 600 Church Street, Nashville, Davidson County, TN 37219</td>
<td></td>
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<tr>
<td>Map/Group/Parcel(s):</td>
<td>093.06-1-015.00</td>
</tr>
<tr>
<td>Deed Reference(s):</td>
<td>11031-610 (7/21/1998)</td>
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<tr>
<td>Owner(s) of Record:</td>
<td>Metropolitan Government of Nashville/Davidson County</td>
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<tr>
<td><strong>SITE CHARACTERISTICS</strong></td>
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<tr>
<td>Land Area:</td>
<td>12,162.0 +/- Square Feet (SF) or .28 +/- Acres</td>
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<td>Zoning:</td>
<td>Downtown Code District</td>
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<tr>
<td>Flood Zone Information:</td>
<td>FEMA Map 47037C0241H – April 5, 2017 Zone code X – Minimal Flood Risk  Three sided block end parcel, between 6th Avenue and Anne Dallas Dudley Blvd. Urban, two lane city center roadways, Church Street and 6th Avenue, N.</td>
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<tr>
<td>Corner/Interior:</td>
<td></td>
</tr>
<tr>
<td>Primary Access:</td>
<td></td>
</tr>
<tr>
<td><strong>HIGHEST &amp; BEST USE</strong></td>
<td>Development as Commercial Use consistent with neighbor uses. Commercial Use</td>
</tr>
<tr>
<td>As Vacant:</td>
<td>This appraisal is without the improvements present on the site.</td>
</tr>
<tr>
<td>As Improved:</td>
<td>This appraisal assumes that a synergistic condition exists with the neighbor property for development purposes</td>
</tr>
<tr>
<td><strong>HYPOTHETICAL CONDITIONS</strong></td>
<td></td>
</tr>
<tr>
<td><strong>EXTRAORDINARY ASSUMPTIONS</strong></td>
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<tr>
<td><strong>APPRAISAL SUMMARY</strong></td>
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<td>Report Type</td>
<td>Appraisal Report</td>
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<tr>
<td>Client</td>
<td>Metropolitan Government of Nashville/Davidson County</td>
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<td>Purpose</td>
<td>Estimate Fair Market Value</td>
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<td>Intended Use</td>
<td>Disposal in a Like Kind Exchange</td>
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<td>Intender User(s)</td>
<td>Metropolitan Government of Nashville/Davidson County and its assigns</td>
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<td>Interest Appraised</td>
<td>Fee Simple</td>
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<td>Date of Inspection</td>
<td>October 10, 2018, September 12, 2018 and November 8, 2017</td>
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<td>Effective Date of Value</td>
<td>October 10, 2018</td>
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<tr>
<td>Date of Report</td>
<td>October 12, 2018</td>
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<td><strong>VALUE SUMMARY</strong></td>
<td>Sales Comparison Approach</td>
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<td>$3,950,000.00</td>
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<td></td>
<td>Income Approach</td>
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<td>Not applicable</td>
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<tr>
<td></td>
<td>Cost Approach</td>
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<td></td>
<td>Not applicable</td>
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<td><strong>CURRENT VALUE OPINION</strong></td>
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<tr>
<td><strong>PROSPECTIVE VALUE OPINION</strong></td>
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<td><strong>MARKETING EXPOSURE TIME</strong></td>
<td>Twelve months</td>
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SCOPE OF WORK

It is the intent of the appraiser that this report conforms to the Uniform Standards of Professional Appraisal Practice (USPAP), adopted by the Appraisal Standards Board of the Appraisal Foundation. USPAP requires the appraiser to develop and report a scope of work that results in credible assignment results that are appropriate for the appraisal problem and intended user(s). In doing so, we identified and considered the following:

- Appraisal problem to be solved
- Client and intended users
- Intended use of the report
- Type and definition of value
- Effective date of value
- Subject of the assignment and its relevant characteristics
- Assignment conditions
- Client expectations

It is also the intent of the appraiser that this Appraisal Report is in keeping with Chapter 2.24.225 – Appraisal Report Required for Metropolitan Council Approval, of the Metropolitan Code of Laws, to wit:

This report provides the current value of the subject property based upon the current facts, conditions and circumstances of the subject public park.

This report also provides a prospective value of the subject property based upon the facts, conditions and circumstances under the extraordinary assumption that it is possible that a synergistic relationship would exist between the park property and its’ neighboring property were the park to be offered for sale on the open market. With this possibility in mind, the subject parcel would become a portion of the larger/parent parcel for development purposes.

The appraiser took the following steps in preparing this appraisal:

1. Reviewed our previous report on the appraisal of the public park parcel as of November 8, 2017 and reported to the client on November 20, 2017. Identified the subject property and gathered pertinent data about the property from that appraisal.
2. William Neiman had conducted a physical inspections of the exterior of the subject property on November 8, 2017, September 12, 2018 and October 10, 2018. Photographs were taken.
3. Conducted a search of public records applicable to the subject property including property tax and assessment data, recorded deeds, zoning, history of the property, future land use and strategic plans, etc.
4. Reviewed our previous research of economic, geographic and demographic information for the subject neighborhood and market area. An analysis of current and expected market trends and conditions was conducted.
5. Reviewed our previous research on physically possible, legally permissible, and other feasible uses to estimate the highest and best use of the subject property.
6. Reviewed our research of public records and other sources deemed to be reliable, for sales and listings of comparable vacant land sites for redevelopment in the subject market area. Sources of information included the Davidson County Property Assessor, Costar™, RealTrac™ MLS, brokers, agents, internet searches and published articles. Sufficient comparable data was available in the subject’s market.
7. Analyzed the property data gathered considering differences such as legal encumbrances, financing terms, conditions of sale, market conditions, location, physical characteristics, availability of utilities, zoning and highest and best use and verified this information where possible.
8. The valuation approaches deemed necessary and applicable to develop a credible market value for the subject property were considered including 1) the Cost Approach, 2) the Sales Comparison Approach and 3) the Income Approach. Each approach was analyzed as to the relevance, utility, applicability and available data to form a value opinion for the subject property. Concluded that the Sales Comparison Approach was the most relevant approach for vacant land parcels.

9. Reconciled the results of this analysis to determine a final market value opinion for the fee simple interest in the subject property.

Reliance on Information

The appraisal includes value attributed to the land as vacant only. Subject to the hypothetical condition stated earlier, the existing improvements, personal property and/or equipment are not considered. A physical inspection has been made of the subject property and the estimated site area was provided by the Property Tax Assessor’s records. A copy of the property tax record is included in the addenda.

Research of private data sources and public records was conducted to locate and confirm information for the subject property and for comparable data. In cases where actual parties or knowledgeable third parties could not be contacted for confirmation, the records of the Property Assessor's Office and the Register of Deeds Office were relied upon for confirmation. Unverified sales were tested for reasonableness by comparing them to verified transactions. If a sale did not meet the test of reasonableness, it was omitted.

The data presented in this report is factual and accurate to the level obtainable by the above described procedures. The market value estimate determined in this report, assumes that this information is true and correct. The appraisers’ professional experiences have also contributed to the interpretation of the data, the analysis of same and the development of the value conclusion.

Intended Use and Users

The intended use of the report is to assist the client in determining a price for disposition of the subject property. Intended users are the Metropolitan Government of Nashville and Davidson County and their assigns. The appraiser is not responsible for unauthorized use of this report.

PURPOSE OF THE APPRAISAL

The purpose of this appraisal is to provide an opinion of the current and prospective market value of the fee simple interest in the subject property as vacant as of October 10, 2018, the date of my last inspection of the property and the effective date of this appraisal. No value opinion is provided for the existing improvements, personal property or equipment.

DEFINITION OF MARKET VALUE

For purposes of this appraisal, market value is defined by the Federal Financial Institutions Regulatory Boards as:

“… the most probable price which a property should bring in a competitive and open market under all conditions requisite to a fair sale, the buyer and seller each acting prudently and knowledgeably, and assuming the price is not affected by undue stimulus. Implicit in this definition are the consummation of a sale as of a specified date and the passing of title from seller to buyer under conditions whereby:

1. buyer and seller are typically motivated;
2. both parties are well informed or advised and acting in what they consider their own best interests;
3. a reasonable time is allowed for exposure in the open market;
4. payment is made in terms of cash in US dollars or in terms of financial arrangements comparable thereto; and
5. the price represents the normal consideration for the property sold unaffected by special or creative financing or sales concessions granted by anyone associated with the sale.”
PROPERTY RIGHTS APPRAISED

The basic underlying property rights considered herein are those of a 100% ownership position in Fee Simple Interest, which is the maximum value or all of the rights in a parcel of real estate. Fee simple estate as defined in The Dictionary of Real Estate Appraisal, 5th Edition, 2010, page 78, as published by the Appraisal Institute as follows:

Fee Simple Estate: "Absolute ownership unencumbered by any other interest or estate, subject only to the limitations imposed by the governmental powers of taxation, eminent domain, police power, and escheat."

The appraiser assumes no responsibility as to the legal ownership of said property. The property is assumed to be free and clear of all encumbrances except easements or other restrictions as noted on the title report or during physical inspection of the property and mentioned in this report. All liens have been disregarded.

REPORT TYPE

This is an Appraisal Report as set forth under Standards Rule 2-2(a) of USPAP. This format provides a summary of the appraisal process, subject and market data and valuation analyses. The depth of discussion contained in this report is specific to the needs of the client and for the intended use stated within this report. The appraiser is not responsible for unauthorized use of this report.

HYPOTHETICAL CONDITIONS

The Current Value as shown in this appraisal update has been made subject to the following hypothetical conditions:

1) The subject potential development site is improved with various site improvements, personal property and equipment. Based on the Scope of Work for this appraisal assignment - only the land as vacant is appraised. Any existing improvements, personal property and equipment located on the subject parcels appraised, are not considered.

EXTRAORDINARY ASSUMPTIONS

The Prospective Value as shown in this appraisal update has been made subject to the following extraordinary assumptions:

Due to the subject’s location in the Downtown City Center adjacent to five (5) contiguous property parcels with improvements originally constructed in 1900, 1930 and 1941, owned by an enterprise named Historic Hotels of Nashville, it is possible that a synergistic relationship would exist if the Park Property were to be offered for sale on the open market. With this possibility in mind, the subject parcel would become a portion of the larger/parent parcel for development purposes.

It is my opinion, in conjunction with the client, that these hypothetical conditions and extraordinary assumptions are reasonable and supportable in the context of the appraisal assignment. Use of these hypothetical conditions and extraordinary assumptions may have affected the assignment results. We reserve the right to revise the appraisal report should new or additional information become available, which may result in a value change.

EFFECTIVE DATE OF VALUE

October 10, 2018

DATE OF THE REPORT

October 12, 2018
IDENTIFICATION OF THE PROPERTY

The subject property is a Downtown Code District (DTC) zoned, public park offering a green space in an otherwise urban center canyon of commercial and office buildings. The Church Street Park totaling .278 acres or 12,162+/- SF is located on the north side of Church Street which connects the near west side of Nashville with the city’s central business district. At this point Church Street is a narrow two lane urban roadway without curb parking, or turn lanes. The neighborhood is in the city’s center, three blocks south of the Tennessee State Capitol Building. The area’s primary access from the west is Church Street and from the north and south by 8th. Avenue, N.

The property is improved with a central water fountain surrounded by pine trees, shrubs and grass lawns. There are paved sidewalks crossing the park diagonally from point to point drawing the pedestrian to the centralized fountain. The park is situated across the street from the central public library and accents its 1930’s architecture. There are perimeter pedestrian sidewalks on three sides while the north property line abuts the wall of a neighboring building which has been faux painted to visually expand the feeling of open space.

No survey was provided to the appraiser on the subject site, however I was provided an Exhibit Map prepared by Barge, Waggoner, Sumner & Cannon, Inc. a reputable engineering firm. The size of the subject property parcel has been obtained from this document and verified by the current tax assessor’s record.
Legal Description

The subject property as referenced by the Davidson County Tax Assessor’s office is included in the Register of Deeds for Davidson County warranty deed number 11031-610 dated July 21, 1998. This Warranty Deed describes the subject parcel. No survey was provided to the appraiser on the subject site. The size of the subject property parcel has been obtained from the current tax assessor’s record.

Ownership History

The official records of the Davidson County Register of Deeds' office indicate that the subject property transferred from the Metropolitan Development and Housing Agency (MDHA) to the current owner, The Metropolitan Government of Nashville and Davidson County, Tennessee on July 21, 1998 in Warranty Deed 11031, page 610 without consideration. MDHA acquired the property from Edwin B. Raskin, (Trustee) on January 1, 1987 for a consideration of $391,500 as recorded in Deed Book 7122, Page 574.

Market Area Trends

The Nashville MSA economy and the regional economy in Middle Tennessee are strong and diverse. The area benefits from a growing population, increasing personal income, stable investment and expansion. Employment growth in the area is buoyed by stable industry and population growth.

Unemployment in the Nashville MSA remains below the state and national level and is improving as the economy improves. Davidson County should continue to develop and is appealing to companies relocating in the Southeast region of the US. This drives growth in the sales-tax revenue base with potential for more growth based on an increase in population and/or an improving economy. With more new jobs on the horizon, the unemployment rate in the Nashville MSA should maintain a level at or below the state and national averages with continued long term growth potential going forward.

In general, population and job growth bodes well for all segments of the real estate market. Job growth is bringing in more population and powering the Nashville housing market higher. Overall, the outlook for the subject market area is positive, with an expectation of strong steady growth over the near term.
Access and Transportation: Downtown Nashville is accessible from Interstates 24, 40, 65 and 440 and from a multitude of primary arterial highway corridors: Interstate 440 is an inner circle bypass connecting I-40, I-65, and I-24 forming the perimeter boundaries of downtown Nashville. The city is served by Nashville International Airport, east of Nashville and less than four miles from the subject property on the south side of Interstate 40. The city is well served by public transportation including passenger train and bus service. Nashville Metropolitan Transit Authority (MTA) stops throughout the city. With access to the airways, waterways, interstate system, and railroad service of CSX, Nashville provides many services critical to economic development.

Demographic Trends: Population in the Nashville region has grown for several decades. Nashville has recently become the largest city in Tennessee, surpassing Memphis. In 2010, the Nashville MSA had a 10-year growth of 21.2% or 278,100 people. This was 42.3% of the total growth for the state from 2000 to 2010. Per census estimates, the Nashville MSA grew at an average annual rate of 3.3% from 1990 to 2000 with more moderate growth from 2000 to 2010 an at annual average rate of 2.1%. The Nashville MSA’s population in 2016 was 1,868,854. This is up 17.5% in the six years since 2010 at an annual average rate of 2.9%. As of the most recent available census, in the 12 months ended July 2017, population in the MSA increased by 34,811 or 1.8%.

On a nominal basis, most of the population growth since 2010 occurred in Davidson County with an increase of 64,562 residents compared to an increase of 54,553 residents in Rutherford County, 43,075 residents in Williamson County and 22,900 in Sumner County during the same period.

Historic population by county in the Nashville MSA is presented in the table below:
Historic Population in the Nashville MSA

<table>
<thead>
<tr>
<th>GEOGRAPHIC AREA</th>
<th>1980</th>
<th>1990</th>
<th>Chng %</th>
<th>2000</th>
<th>Chng %</th>
<th>2010</th>
<th>Chng %</th>
<th>2016</th>
<th>Chng %</th>
<th>July-17</th>
<th>YOY Chng</th>
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</thead>
<tbody>
<tr>
<td>CANNON</td>
<td>10,234</td>
<td>10,467</td>
<td>2.3%</td>
<td>12,826</td>
<td>22.5%</td>
<td>13,801</td>
<td>7.6%</td>
<td>13,907</td>
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<td>14,216</td>
<td>2.2%</td>
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<tr>
<td>CHEATHAM</td>
<td>21,616</td>
<td>27,140</td>
<td>25.6%</td>
<td>35,912</td>
<td>32.3%</td>
<td>39,105</td>
<td>8.9%</td>
<td>39,728</td>
<td>1.6%</td>
<td>40,330</td>
<td>1.5%</td>
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<td>DAVIDSON</td>
<td>477,811</td>
<td>510,784</td>
<td>6.9%</td>
<td>569,891</td>
<td>11.6%</td>
<td>626,681</td>
<td>10.0%</td>
<td>688,901</td>
<td>9.9%</td>
<td>691,243</td>
<td>0.3%</td>
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<td>DICKSON</td>
<td>30,037</td>
<td>35,061</td>
<td>16.7%</td>
<td>43,156</td>
<td>23.1%</td>
<td>49,666</td>
<td>15.1%</td>
<td>51,922</td>
<td>4.5%</td>
<td>52,853</td>
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<td>HICKMAN</td>
<td>15,151</td>
<td>16,754</td>
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<td>33.1%</td>
<td>24,690</td>
<td>10.7%</td>
<td>24,649</td>
<td>-0.2%</td>
<td>24,854</td>
<td>0.8%</td>
</tr>
<tr>
<td>MACON</td>
<td>15,700</td>
<td>15,906</td>
<td>1.3%</td>
<td>20,386</td>
<td>28.2%</td>
<td>22,248</td>
<td>9.1%</td>
<td>23,455</td>
<td>5.4%</td>
<td>24,079</td>
<td>2.7%</td>
</tr>
<tr>
<td>MAURY</td>
<td>54,812</td>
<td>69,498</td>
<td>26.8%</td>
<td>80,956</td>
<td>16.5%</td>
<td>89,588</td>
<td>10.7%</td>
<td>92,163</td>
<td>2.9%</td>
<td>92,636</td>
<td>0.9%</td>
</tr>
<tr>
<td>ROBERTSON</td>
<td>37,021</td>
<td>41,494</td>
<td>12.1%</td>
<td>54,433</td>
<td>31.2%</td>
<td>66,283</td>
<td>21.8%</td>
<td>69,177</td>
<td>4.4%</td>
<td>70,177</td>
<td>1.4%</td>
</tr>
<tr>
<td>RUTHERFORD</td>
<td>84,058</td>
<td>118,570</td>
<td>41.1%</td>
<td>182,023</td>
<td>53.5%</td>
<td>262,604</td>
<td>44.3%</td>
<td>307,682</td>
<td>17.2%</td>
<td>317,157</td>
<td>3.1%</td>
</tr>
<tr>
<td>SMITH</td>
<td>14,935</td>
<td>14,143</td>
<td>-5.3%</td>
<td>17,712</td>
<td>25.2%</td>
<td>19,166</td>
<td>8.2%</td>
<td>19,466</td>
<td>1.6%</td>
<td>19,636</td>
<td>0.9%</td>
</tr>
<tr>
<td>SUMNER</td>
<td>85,790</td>
<td>103,281</td>
<td>20.4%</td>
<td>130,449</td>
<td>26.3%</td>
<td>160,645</td>
<td>23.1%</td>
<td>179,108</td>
<td>11.5%</td>
<td>183,545</td>
<td>2.5%</td>
</tr>
<tr>
<td>TROUSDALE</td>
<td>6,137</td>
<td>5,920</td>
<td>-3.5%</td>
<td>7,259</td>
<td>22.6%</td>
<td>7,870</td>
<td>8.4%</td>
<td>9,950</td>
<td>26.4%</td>
<td>10,083</td>
<td>1.3%</td>
</tr>
<tr>
<td>WILLIAMSON</td>
<td>58,108</td>
<td>81,021</td>
<td>39.4%</td>
<td>126,683</td>
<td>56.4%</td>
<td>183,182</td>
<td>44.6%</td>
<td>218,888</td>
<td>19.5%</td>
<td>226,257</td>
<td>3.4%</td>
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<tr>
<td>WILSON</td>
<td>56,064</td>
<td>67,675</td>
<td>20.7%</td>
<td>88,809</td>
<td>31.2%</td>
<td>113,993</td>
<td>28.4%</td>
<td>132,433</td>
<td>16.2%</td>
<td>136,442</td>
<td>3.0%</td>
</tr>
<tr>
<td>NASHVILLE MSA (*)</td>
<td>912,662</td>
<td>985,026</td>
<td>7.9%</td>
<td>1,311,834</td>
<td>33.2%</td>
<td>1,589,934</td>
<td>21.2%</td>
<td>1,868,854</td>
<td>17.5%</td>
<td>1,903,035</td>
<td>1.8%</td>
</tr>
<tr>
<td>TENNESSEE</td>
<td>4,591,023</td>
<td>4,877,185</td>
<td>6.2%</td>
<td>5,689,283</td>
<td>16.7%</td>
<td>6,355,882</td>
<td>11.5%</td>
<td>6,649,404</td>
<td>4.6%</td>
<td>6,715,984</td>
<td>1.0%</td>
</tr>
<tr>
<td>MSA as a % of TN</td>
<td>19.9%</td>
<td>20.2%</td>
<td>23.1%</td>
<td>25.0%</td>
<td>28.1%</td>
<td>28.3%</td>
<td></td>
<td></td>
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<td></td>
</tr>
<tr>
<td>Davidson as a % of MSA</td>
<td>52.4%</td>
<td>51.9%</td>
<td>43.4%</td>
<td>39.4%</td>
<td>36.9%</td>
<td>36.3%</td>
<td></td>
<td></td>
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</tbody>
</table>

Source: US Census; Chamber of Commerce; * Macon, Cannon, Smith, Trousdale, Hickman added after 1990 & Maury added after 2010

Nashville and its surrounding areas continue to lead Tennessee in population growth. Population growth in Davidson County is on par with the state, but lower compared to the MSA. This can be attributed to faster growth in suburban areas compared to urban areas in recent years. The 2010 population of Davidson County was 626,681, up 10% or 1.0% on an annual average basis over the 2000 census. In the seven years from 2010 to 2017, population in the county increased by another 10.3% or 1.47% per year.

As of the most recent available census estimate, in the 12 months ended July 2017, population in Davidson County increased by 2,342 or 0.34%. Wilson, Rutherford and Williamson counties reported year to year growth rates of 3.0%, 3.1% and 3.4% respectively during the same period. As you can see, these three counties experienced double digit population growth from 2010 to 2017. Trousdale County had the least total population in 2010 at 7,870 and therefore the addition of 133 new people had a marked effect on its statistics.

Population Distribution: Based on 2015 Census data, the median age in Nashville is lower compared to the state at 36.5 vs. 38.7 respectively. A majority (33.3%) of the population in Nashville is between 18-44 years of age.¹

The Metro Planning Organization (MPO) reports that the greater Nashville region is poised to “grow by leaps and bounds over the next couple of decades”. The population for the MSA is projected to increase by 10.5% from

¹ Census Bureau, ACS 1-year Estimate, 2015.

-APPRAISAL REPORT

600 Church Street Park 10 | Page
1,830,345 I 2015 to 2,021,907 by 2025. Across the 10-county Cumberland Region around Nashville, the MPO forecasts close to another million people by the year 2040.

Population Growth Forecast – Nashville MSA

Median Household Income

The Census ACS 1-year survey reports that the median household income for the Nashville MSA was $60,030 in 2016 (2017 number will be our Sept. 2018). This is $11,483 higher than the median for the State and $2,413 greater than the nation. 46.28% of the households earn more than the national average each year. Median household income for Nashville-MSA are shown on the right.

Cost of Living: At 98, overall cost of living in Nashville is increasing, but still 2.0% below the national average. The 2015 cost of living index for the Nashville MSA was lower by comparison at 95.2

Economic Climate Economic Climate: Accounting for 36% of the state’s job growth and 69% of the state’s population growth (from 2014 to 2015), Nashville is economic driver for the state of Tennessee. Nashville’s economy also ranks as one of the fastest-growing in the country. The Nashville MSA exhibits a broadly diversified economic base, being a recognized center of publishing and printing, finance and insurance, healthcare, music and transportation. Nashville also has a rapidly expanding hotel industry to accommodate growth in tourism, which currently reaches upwards of 12 million visitors and fuels over $4.5 billion in revenue per year.

GDP in the MSA rose at a compound annual rate of 7.0% in the five years through 2016, outpacing the national average.
As shown in the rankings below\(^3\), Nashville and the State of Tennessee has received numerous accolades in recent years regarding growth and market appeal.

- #1 market for job growth and capital investment – December 2016, Atlas Advertising
- #4 City for white collar job growth - July 2015, Forbes
- #4 State for doing business - October 2015, Area Development Magazine
- #5 Metro for job growth over the past five years - February 2016, Brookings Institute
- #5 travel destination (City) based on sights/landmarks, culture, food, friendliness, shopping and value. - Travel and Leisure World’s Best Awards 2016 readers’ survey
- #6 lowest state tax burden - March 2016, Forbes

The Nashville region offers specific advantages for businesses and individuals, with operation costs and the cost of living below the U.S. average, no personal income tax, a prominent healthcare industry, highly skilled workforce, 21 four-year educational institutions, an excellent geographical location, seasonal climate, creative and diverse culture and an abundance of waterways and parks. These advantages have attracted more diverse new businesses from across the country than any other city its size over the past 20 years and have made the region a destination for corporate headquarters for companies such as Nissan North America, Bridgestone Americas, Hospital Corporation of America, Gibson Guitar, Dollar General, Asurion, Caterpillar Financial and Louisiana Pacific.

### Job Growth: Above Average

Total nonfarm employment for all employees increased by 21.9% in the Nashville MSA from 840,200 in January 2013 to a high of 991,700 December 2017. This represents a CAGR (compound annual growth rate) of 4.5% over the period. Average annual job growth in the five years through December 2017 ranged from 0.8% to 4.8% at a CAGR of 3.1%. Published data supports steady and increasing job growth in the Nashville MSA driven services and trade. Above-average job growth is anticipated.

<table>
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<tr>
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<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Annual Avg.(000)</td>
<td>849.8</td>
<td>863.0</td>
<td>895.0</td>
<td>938.1</td>
<td>982.2</td>
<td>998.4</td>
<td></td>
</tr>
<tr>
<td>Year to Year Growth</td>
<td>0.8%</td>
<td>1.6%</td>
<td>3.7%</td>
<td>4.8%</td>
<td>4.7%</td>
<td>3.1%</td>
<td></td>
</tr>
<tr>
<td>January</td>
<td>840.2</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>December</td>
<td></td>
<td>991.7</td>
<td></td>
<td></td>
<td></td>
<td>4.5%</td>
<td></td>
</tr>
</tbody>
</table>

Source: U.S. Bureau of Labor Statistics

As you can see in the area chart below, the leading job sectors by employment in the MSA are Trade, Transportation and Utilities, Professional and Business Services, Education and Health, Government, Leisure and Hospitality. Data published by the TN Department of Labor and Workforce Development shows the Nashville area has experienced growth in every sector of the economy over the recent recent historic period.

\(^3\) Nashville Economic Update, May 2016, Judith Hill, VP Economic Development and Nashville Area Chamber of Commerce
US Census data breaks it down for Davidson County by category a bit differently, highlighting health care as a driving force in the County with 16.2% of total employment in 2013. However, since that year, Professional & Business Services has surpassed that group in 2017. After Government, Retail trade, food service and accommodation represent the next largest categories of employment at 11.6% and 11.1% respectively followed by manufacturing at 8.5%.

All these economic segments “import” dollars, which strengthens the local commerce base and helps the local economy to be less affected by swings in the national economy.
Major Employers: The chart below lists some of the largest employers in the Nashville area.

<table>
<thead>
<tr>
<th>Non-Governmental Employers</th>
<th>Number of Employees</th>
<th>R</th>
<th>Number of Employees</th>
</tr>
</thead>
<tbody>
<tr>
<td>Vanderbilt University Med. Ctr.&amp; Hospital</td>
<td>20,428</td>
<td>Lowe’s Cos., Inc.</td>
<td>2,890</td>
</tr>
<tr>
<td>Carell Children’s Hospital</td>
<td></td>
<td>Cracker Barrel Old Country Store, Inc.</td>
<td>2,606</td>
</tr>
<tr>
<td>Nissan North America</td>
<td>10,750</td>
<td>Amazon.com</td>
<td>2,500</td>
</tr>
<tr>
<td>HCA Healthcare, Inc.</td>
<td>10,613</td>
<td>Gaylord Opryland Resort &amp; Convention Center</td>
<td>2,500</td>
</tr>
<tr>
<td>Vanderbilt University</td>
<td>6,913</td>
<td>AT&amp;T, Inc.</td>
<td>2,250</td>
</tr>
<tr>
<td>St. Thomas Health</td>
<td>6,243</td>
<td>Dollar General</td>
<td>2,198</td>
</tr>
<tr>
<td>Community Health Systems, Inc.</td>
<td>4,700</td>
<td>Randstad</td>
<td>2,052</td>
</tr>
<tr>
<td>Randstad</td>
<td>4,557</td>
<td>United Healthcare</td>
<td>2,029</td>
</tr>
<tr>
<td>Asurion</td>
<td>3,600</td>
<td>Goodwill Industries of Middle Tennessee, Inc.</td>
<td>2,029</td>
</tr>
<tr>
<td>The Kroger Company</td>
<td>3,523</td>
<td>Verizon Wireless</td>
<td>1,859</td>
</tr>
<tr>
<td>National Health Care Corp.</td>
<td>3,250</td>
<td>A.O. Smith Corp.</td>
<td>1,922</td>
</tr>
<tr>
<td>Shoney’s, Inc.</td>
<td>3,000</td>
<td>Ingram Content Group, Inc.</td>
<td>1,859</td>
</tr>
<tr>
<td>Electrolux Home Products, Inc.</td>
<td>2,900</td>
<td>Tyson Foods, Inc.</td>
<td>1,792</td>
</tr>
<tr>
<td>Bridgestone Americas, Inc.</td>
<td>2,897</td>
<td>State Farm Insurance Cos.</td>
<td>1,650</td>
</tr>
</tbody>
</table>

Source: Nashville Business Journal, Book of Lists 2017-18

Overall, Nashville is home to more than 40,000 businesses and numerous colleges and universities. Vanderbilt University Medical Center, metro’s largest employer, has played a major role in supporting a growing healthcare and technological industries. Companies within the tech industry will continue to grow, expanding upon the healthcare IT companies, products and services. Per the Nashville Chamber of Commerce, over the past two years, more than 200 companies have either relocated to or expanded in the Metro area, accounting for roughly 25,000 new jobs and 15 million SF of commercial real estate absorption. Nashville has been increasing its appeal which increases potential residents, businesses, and tourists nationwide.

With the commercial and industrial development, South Nashville has a significant economic base and is one of Nashville’s major employment concentrations. Employment growth forecasts for Nashville remain positive.

Unemployment: Favorable employment is reflected in a declining unemployment trend.

Historic Unemployment–Davidson County, Nashville MSA & State of Tennessee

Source: Federal Reserve Bank of St. Louis, Economic Research NSA Unemployment for the eighteen years ending June 2018
As of June 2018, the not-seasonally adjusted (NSA) unemployment rate in Davidson County was 3.1%. This is up from a five-year low of 2.1% in May, but lower overall than the last 12 months. Unemployment in the county compares favorably to the MSA and to the State at 3.2% and 3.5% respectively as June 2018. Overall, the unemployment rate in Davidson County is consistently lower than the MSA and the State levels creating a desirable labor force which helps drive the local economy.

**Housing Market Trends**

**New Homes**

New Home starts and closing starts are down for the first quarter of 2018 in Nashville, 4.6% and 5.7% YoY respectively. Metrostudy explains this as “...one of the tightest lot supplies in the country is pushing prices higher.” They report that the single family detached new home median price in 1Q2018 was $349,945, up 9.2% from the same period last year.

Based on a 1Q2018 Report for New Housing in the Nashville MSA by Metrostudy:

- 1,895 new home starts in 1Q2018 represent a 14.0% decrease YoY, however, the 1Q2017 starts was the highest level of 1Q starts in over eight years.
- Annual new home starts in the 12 months through March 2018 were down 4.6% from 1Q2017 at 8,671 units.
- New housing units under construction remained relatively flat at 3,869 when compared to 1Q2017 at 3,883 units, which had declined from the past quarter by 230 units.
- Total new housing inventory, which combines model homes, units under construction, and finished vacant units, declined by 1.8% year over year from 1Q2017 and is at 5,023 units.
- The total housing inventory has declined 7.4 months to 6.9 months but is up from the 4Q2017 level of 6.7 months. **Equilibrium for the regions is a level of 7 to 8 months.**

The Nashville region continues to suffer from a shortage of vacant developed lots (VDL). 8,973 new lots delivered in the 12 months ended March 2018. This is a slight decrease from the prior 12 month’s deliveries, and at the levels required to meet demand. The VDL count ended 1Q2018 at 9,343 units. The months’ supply of vacant developed lots is strengthening, rising a low of 11.9 months at the end of the last quarter to 12.9 months. One year ago, the VDL MOS was at 12 and two years ago, it was at 14.3. A normal months’ supply of finished lots for the Nashville region is from 18 to 24.

Metrostudy was tracking over 48,800 potential (Future) lots in various stages of development in 1Q2017, but about 70% were still in the raw land stage. The other 30% were active but the process of getting them delivered and ready to be built-out has been slower than in the past. This is attributed to shortages of skilled labor, municipality issues such as zoning and permitting and higher material costs. Overall, the delivery of additional finished lots is not keeping pace with demand.

**Existing Homes Sales Market**

**July 2018 - Greater Nashville Housing Market Statistics Summary**
Sales of existing homes are nearly level with last year, median sales prices are up and interest rates remain relatively low but are on the rise. The Greater Nashville Association of Realtors® (GNAR) reported 11,222 home sales in the 2nd quarter - up 0.6% from 11,155 closings during the same quarter a year ago. However, year-to-date closings for Greater Nashville are down 0.5% with 23,244 closings.

Closings for the month of July were down which is attributable to the general overall economic uncertainty which seem to be overriding the disparity between supply and demand in the market. Some believe that demand continues to outweigh supply but the market does not seem to be reacting as though this is the case.

- As of the end of July the number of existing home sales are down 5.55% from June.
- Median sales price increased 12.9% year over year but that
- Inventory was down 10.4% year over year
- The average Days on Market (DOM) for a single-family home in Nashville is 25 days

Housing permits authorized in the Nashville MSA over the recent historic period reflect continued demand.

### New Building Permits

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</tr>
</thead>
<tbody>
<tr>
<td>United States</td>
<td>990,822</td>
<td>1,052,124</td>
<td>1,182,582</td>
<td>1,206,642</td>
<td>1,282,000</td>
<td>1,282,000</td>
<td>7.3%</td>
<td>620,802</td>
<td>640,318</td>
<td>695,998</td>
<td>750,796</td>
<td>820,000</td>
<td>8.0%</td>
</tr>
<tr>
<td>YoY%</td>
<td>6.2%</td>
<td>12.4%</td>
<td>2.0%</td>
<td>6.2%</td>
<td>3.1%</td>
<td>8.7%</td>
<td>7.9%</td>
<td>9.2%</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Tennessee</td>
<td>23,816</td>
<td>28,263</td>
<td>32,219</td>
<td>36,157</td>
<td>37,912</td>
<td>37,912</td>
<td>14.8%</td>
<td>16,548</td>
<td>18,517</td>
<td>21,636</td>
<td>24,551</td>
<td>27,119</td>
<td>16.0%</td>
</tr>
<tr>
<td>YoY%</td>
<td>18.7%</td>
<td>14.0%</td>
<td>12.2%</td>
<td>4.9%</td>
<td>11.9%</td>
<td>16.8%</td>
<td>13.5%</td>
<td>10.5%</td>
<td></td>
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<td></td>
<td></td>
</tr>
<tr>
<td>Nashville MSA</td>
<td>10,889</td>
<td>15,040</td>
<td>18,291</td>
<td>20,182</td>
<td>20,631</td>
<td>20,631</td>
<td>22.4%</td>
<td>7,020</td>
<td>9,171</td>
<td>11,417</td>
<td>12,830</td>
<td>13,650</td>
<td>23.6%</td>
</tr>
<tr>
<td>YoY%</td>
<td>38.1%</td>
<td>21.6%</td>
<td>10.3%</td>
<td>2.2%</td>
<td>30.6%</td>
<td>24.5%</td>
<td>12.4%</td>
<td>6.4%</td>
<td></td>
<td></td>
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</tbody>
</table>

Source: US Census Data - Seasonally Adjusted

### Multi-Family Trends

Due to steady population growth and net in-migration, a strong and diverse economy, and favorable demographic trends, Nashville’s multifamily market experienced solid growth in 2016. West End/CBD Submarket are key submarkets; Although, development planned or under construction in Germantown is significant. There were 133,911 existing units in Q4 2016. The Nashville Market absorbed 6,289 units, 28% more than 2015 and the largest volume in over a decade. Annual demand for apartment units is trending up, even as apartment rents and home prices increase. Annual demand is forecast at 6,219 units. The existing inventory of 126,022 units is up 3.3% in the last 12 months and is expected to have increased more by 6.4% through 2016.

Supply: Construction levels have remained strong to accommodate this growth. Supply and vacancy are rapidly increasing. According to Costar™, the Nashville metro has increased its inventory of apartment units by almost 30% over the last five years which is one of the largest expansions in the nation. Colliers International reports total supply of 7,367 units in 2016 with inventory scheduled to increase 9.4% based on construction activity at the end of 4Q 2016. This is up 3,365 units, almost twofold from the same period in 2015 and a multi-decade high.
There were 12,596 units under construction at Q4 2016. This is consistent with the 12,282 units under construction during the same period a year ago. 4,994 units or 40% of that total are in Central Nashville. 8,406 units are scheduled for completion in 2017, 3,177 of which or about 38% are in Central Nashville. Mid- and low-rise amenity-rich 4 Star properties comprise most of ongoing construction. Roughly 50% of the units that are under construction in the metro are in the West End/CBD Submarket in 2017. Over 1,300 apartment units are planned or under construction in Germantown.

Rent and Occupancy: Costar™ reports average asking rent Q217 of $1,145 per month. This is up 2.9% year to year and 1.4% in the last 12 months. Nashville experienced 20-year record high rent growth for all multi-family units in 2016 with peak levels above 7.0% achieved in Q1. With more supply, Nashville’s vacancy rate has reached recessionary highs. At Q217 overall vacancy was reported by Costar™ to be 8.6%. The robust near-term pipeline will likely further raise vacancies, although demand remains robust.

Investment Demand: According to ULI’s Emerging Trends in Real Estate 2017 Survey, Nashville has transitioned to an upper-tier secondary market, with increased investor interest in 2016. According to a Q4 2016 Research and Forecast by Colliers International, total multi-family investment transaction volume for 2016 topped $1.29 billion with an average cap rate of 6.16%, the third consecutive year exceeding $1 billion. Costar reports sales activity in 2017 to be maintaining momentum, with close to $550 million in transactions as of June. From an investment standpoint, cap rates continue to compress into 2017 and are now only typically about 25 basis points higher than the national average.

Forecast Growth: Growth in Nashville’s employment base and population has been a boon to the region’s apartment market, which has led to robust demand and inflated rent growth. Over the next 12 months, new development will come online at some of the highest levels the market has experienced. Analysts expect occupancy to slip slightly and rent growth to slow from current levels. Annual supply is forecast at 8,406 units. Annual demand is forecast at 6,203 units. Current and forecast demand will likely continue to support rent growth although at a slower pace compared to the historic average at or near 1.5%. As supply normalizes, Nashville is expected to be a long-term performer in terms of occupancy and rent growth.
**Office Market Trends**

Nashville’s economy and office market are among the healthiest in the nation. White-collar job growth, led by healthcare companies and other professional services firms, has fueled absorption and pushed occupancies to high levels. As a result, rents gains have been solid, and more above-average growth is expected.

Costar™ reports the total office market in Nashville in 2nd Q 2017 comprised more than 82 million SF in 4,497 buildings. Nashville has one of the most aggressive near-term supply pipelines in the country with 24 buildings under construction adding 2.55 million SF. Most new construction is focused downtown and in Cool Springs/Brentwood. Strong leasing activity and tenant growth describe the metro and suburban Nashville office market.

**Vacancy:** The overall and 4 & 5 Star vacancy rates in Nashville are among the best nationally. Although with delivery of four buildings and 180,471 SF in 1st Q, and vacancy bumped up in 5.7%. Class A vacancy was higher by comparison at 8.5%. Class B and C vacancy was lower at 5.2% and 3.2% respectively. Though vacancies are elevated, occupancy growth over the past two years has been strong and Nashville is better positioned for compression than the major suburban submarkets.

**Rents:** Rent growth has been positive since 2012, peaking to 9% in 2016. Average overall asking rental rates in 1st Q 2017 were $25.44/SF. Rents are expected to increase but at a decreasing rate over the next five years. Average overall asking rents by Class in 1st Q 2017 were:

- Class A - $29.83/SF
- Class B - $22.86/SF
- Class C - $18.91/SF

**Investment Trends:** Investor interest is high. Both in the suburbs and the CBD, relatively new, well-occupied office buildings are achieving prices at or above peak prices in the previous cycle. Overall cap rates for office properties in Nashville were stable year over year in the first half of 2018 at 6.7%. Cap rates are expected to remain stable through 2019 with nominal increases to 6.9% expected in 2021.
Subject Office Submarket: The subject is in the CBD office market area in the heart of downtown. 18% of the market is in the CBD in fewer but larger buildings. The next largest market contender at 11% of the total rentable office area in Nashville is in the Airport South submarket in 729 buildings. Asking office rents bracket the overall average at $21.01/SF in Airport South and at $28.69/SF downtown. With more supply and lower demand, overall vacancy is higher.

Retail Market Trends
A strong local economy, population and employment growth, increasing personal income and a thriving residential market are all factors that strengthen Nashville’s retail sector. Over the last five years, retail sales in Nashville have grown at an annual rate of 4.8% and 2015’s retail sales reached $20.60 billion. Nashville’s retail market saw healthy growth in 2016 as several new national retailers moved into the market. Numerous new restaurants and bars opened in Nashville’s neighborhoods. Absorption has settled and empty space has been demolished. Overall vacancy declined and average rents increased across all sub-markets. Many new retail developments are planned to satisfy demand. Retailers are drawn to Nashville for several reasons, including Nashville’s current construction boom as most proposed and under construction office developments include retail space.

Construction and Inventory: Total retail inventory in Nashville was 101.5 million SF in 9,197 buildings at 2nd Q 2017. 3.7% or 3.5 million SF of this total is downtown. In 2nd Q 2017, Nashville had roughly 1.5 million SF in

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32 retail buildings under construction. Just under 300,000 SF was delivered in 15 buildings in the quarter. Over the past four quarters, nearly 1.3 million SF of retail space has been constructed. 2.7% SF of this total was in the Downtown retail submarket where 15% of new retail construction is focused now.

Rents and Occupancy: Costar™ reports the retail market has generally improved since 2010. Net retail absorption was strong and positive through Q1 declining a bit in Q2. Overall vacancy bumped up a bit in Q2 to 3.3% from 3.0% in 1st Q 2017. Overall vacancy has been under 5% since 2015. Overall quoted annual rents ended 2nd Q 2017 at $17.57/SF up 3.4% from Q1 and 6.7% from a year ago. Overall rents have increased by 16% since the previous peak in 2008. Rents are expected to continue to increase at or near the historic average rate of 1.5%.

Most new construction comprises buildings with less than 50,000 SF. A majority are designed for multi-tenant use. All new construction requires some degree of lease up with larger buildings typically requiring a more substantial commitment up front. Most new retail construction is focused south of Nashville in the Cool Springs submarket area;

Subject Retail Submarket: The subject is in the CBD in downtown Nashville where the emphasis is more on office and hospitality development and to a lesser degree on retail other than hospitality. This is evident when compared to the retail submarket area in the competing Southeast Corridor Office market - about two miles south of downtown.

Roughly 13% of the total retail area in Nashville is in the Southeast Corridor retail submarket in 1,190 buildings. The downtown retail market has significantly less area in fewer buildings. Overall average asking retail rents in the Southeast Corridor are lower compared to the overall market at $13.90/SF. With more supply and lower demand, overall vacancy is higher than the overall average. With fewer properties and lower availability, vacancies are lower downtown and average asking rents are much higher.

Summary: For the reasons detailed in our market analysis earlier, market fundamentals look strong for Davidson County and for the Nashville MSA in the future. The area benefits from a growing population, employment growth, low unemployment, increasing personal income, lower costs of living, easy access to transportation and a favorable business climate which spurs investment and expansion. Davidson County is appealing to companies relocating in the US Southeast region and should continue to develop. This drives growth in the sales-tax revenue base with potential for more growth based on an increase in population and/or an improving economy. Area retailers enjoy an expanding customer base, while employers have an educated and trained pool of employees.

With more new jobs on the horizon, the unemployment rate in the Nashville MSA should maintain a level at or below the state and national averages with continued long-term growth potential going forward. The Nashville job sector continues to drive supply and demand in the housing market. Much of the growth has been in the healthcare industry, as Nashville is a regional healthcare center. Nashville’s office market reflected this growth breaking several records in 2015 and in 2016. Added inventory from new construction will continue to drive up the average asking rental rate.

Population and job growth bodes well for residential development and for real estate demand. The real estate trends discussed are reflect continued strong market fundamentals. Current strong job growth, infrastructure projects and new developments support continued growth in Davidson County. More residential, multi-family, office, retail and mixed-use development is anticipated in the near term. The rate at which the region adds jobs and people will be key in determining how quickly space in those buildings is absorbed and ultimately how long...
the growth continues. In our opinion, the outlook for the Nashville MSA and for real estate within the market area is strong with continued growth and development likely.

**Conclusion:** The city of Nashville is undergoing unprecedented growth. The population of the 10-county Cumberland Region is projected to increase by one million people by the year 2035. With that growth, the Fairgrounds is poised for growth as well – capitalizing on new events, increased attendance, and new and renewed community interest. Based on our analysis of supply and demand - a mix of retail and residential development would be supported on the subject sites. Office development is not supported for the subject sites in the current market environment.

**NEIGHBORHOOD**
This is an Original Town of Nashville Plan property established in the early stages of the organization of Nashville as a collective community. The area has developed over the years to be a vibrant central business center having changed with the concepts of urbanization as they morphed from pioneer to colonial, agricultural to industrial, technological to today’s current economic endeavors. This is the oldest continuing economic center of the city and its capability in meeting modern demands for space, traffic flow, environmental health, and convenience are being tested.

Nashville is presented as the “It City” having a multi-industry economic base offering an ability to attract major corporate interests to the area and thus offering employment opportunities for a diverse population willing to relocate to Nashville. There are also natural incentives for establishing a new homestead here where rivers and rolling hills come together in a natural setting and offering outdoor recreational opportunities within easy reach.

Within the immediate area of the subject, the character of the properties are primarily high rise office, high rise hospitality, entertainment and sports venues, with inter-mixed older retail, commercial structures exhibiting the progression in the character of the economy since its original conception. The area is appropriate for high rise residential development but primarily for high rise commercial development.

**Boundaries:** The subject neighborhood is generally bounded north by Charlotte Avenue, west by the CSX railroad lines, east by the Cumberland River and south by Broadway.

**Access and Linkages:** The market area, being central commercial in character is experiencing extensive high rise commercial, residential and municipal venue developments. It has a network of roadways making the locale accessible. The primary roadway servicing the subject is Church Street which runs east and west through the neighborhood. There is I-40 Interstate highway accesses to Church Street. The primary north/south access is 8th Avenue.

**Adjacent Land Use:**
- South – Nashville Main Library
- West – Retail Department Store converted to Office
- North – Office 2-4 Story
- East – Older Commercial Retail 1-2 Story

**Demographics**
2017 population within the immediate one mile radius of the subject is 10,704. Population is expected to grow 10.6% in the next five years to 11,843 in 2022. According to Costar, there are 5,679 households within this radius with an average size of 1.5 persons and a median household income of $57,069. This is higher when compared to the Nashville MSA. A demographic summary is presented below:
Population within a One, Three and Five-Mile Radius of the Subject Property

Vacant DTC Land Sales in the Subject Market Area

An analysis of land sales (Parking Lot) for vacant Downtown Code District land tracts in the subject market area, between 7/28/2015 and 8/1/2018, reflects 11 sales ranging in size from .15 acres to 2.72 acres with an average tract size of .96 acres with sales prices from $1,900,000 to $32,000,000. The sales found had a median sales price of $9,200,000 and median sales price per acre of $12,600,000. Based on my research, demand for vacant developable land in the DTC District, as shown in the per acre price appreciation, has been increasing at a 2.88% monthly rate over the time span of the data collected.

Shown in the previous chart, the Market adjusted property sales prices for the eleven (11) DTC sales transactions would now range from $1,900,000 to $39,800,000 with a mean sale price per acre of $16,600,000 and a median sales price per acre of $15,100,000, considering my analysis of the appreciation in the market.

Summary: The subject property is in a high density commercial neighborhood with access to the interstate and to major thoroughfares. The neighborhood is in the stabilized phase of the economic cycle, with older properties being repurposed and/or their improvements demolished to make way for new edifices depicting the improvements in architecture and construction techniques. Absent in the revitalization of the central business core neighborhood is an emphasis on improving transportation and traffic corridors to accommodate the population growth.
SITE DATA

Land Area: 12,162 +/- SF or .279 acres +/-  
Site dimensions: 138.42’ North, 92.00’ East, 139.77’ South and 92.00’ West.  
Shape: Rectangular  
Topography: The parcel is level with a slight decline to the southern line.  
Zoning: DTC Downtown Code District.  
Flood Hazard: The subject property is in an area of minimal flood hazard, zone X.  
Utilities: Water, sewer, electric, and communications are available at the street.  
Site Improvements: Public park landscaping, sidewalks and a central water fountain  
Location: 600 Church Street, Nashville, TN  
Street Type/Lanes: Fronts on Church Street, a narrow two lane paved urban roadway.  
Frontage: 139.77’ on the north side of Church Street  
Ingress/Egress: No vehicular access or egress. This is a pedestrian park.  
Access: Good / No limiting factors noted.  
Visibility: Good / No limiting factors noted  
Subsoil Conditions/Drainage: Unknown. This appraisal is assuming NO contamination.  
Environmental: No adverse site conditions or external factors were apparent.  
Hazardous Substances: None noted.  
Easements/Encroachments: There are no known encroachments or easements.  

Note: An accurate survey is recommended to determine exact measurements and easements.  

Subject Topographical Map
As shown on the topo map, Church Street is at 502’ above sea level, the rear of the parcel is at 504’ with a central high point running east to west. The distance from the street to the highest points is approximately 87’, the indicated grade is an 3.5% grade.

**TAX ASSESSMENT DATA**

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<thead>
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<th>Description</th>
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</tr>
</tbody>
</table>

This property is Metro owned and is not taxed. However, if the property were owned by a bona fide taxable entity the taxes as calculated would be assessed for taxable year 2018.

**ZONING**

**Downtown Code District (DTC)** As shown on the following map, there are fifteen (15) neighborhoods which comprise the Downtown Code District (DTC) of Nashville. These neighborhoods were established by the Downtown Community Plan, recognizing that each of these neighborhoods had unique characteristics contributing to the make-up of the overall ambience the Central Business Center of Nashville. Each neighborhood has differing development/redevelopment guidance and regulations. The intent of the DTC is to insure that “all new construction makes a positive contribution to the public realm - streets and open space -and that all investments are held to the same standard.”

**MDHA Capitol Mall** The subject park is located in the Core neighborhood of the DTC and also carries the Downtown Core (DC) sub-district designation for its location being in the heart of the City’s Central geographical center. It is also within the MDHA Capitol Mall Redevelopment jurisdiction, which is an active Tax Increment Financing district (TIF). This district has an appropriation limit of $230,000,000 of which $80,400,000 was pledged as of the end of the 2017 fiscal year.

**Urban Zoning Overlay (UZO)** - The subject is subject to an urban zoning overlay district intended to preserve and protect existing development patterns in older portions of the city. The UZO also promotes reinvestment in areas originally developed before the mid-1950s by modifying development standards that could add unnecessary expense without improving the safety or compatibility of resulting development.

**Adult Entertainment Overlay (ADE)** – The subject is also within an area that is intended to provide adequate locational opportunities for adult entertainment establishments within the DTC while reasonably directing such uses to locations that minimize disruption both to the general community and specific land uses.

Following is a map of the DTC and its fifteen (15) neighborhoods:

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Note: Based on the scope of work for this assignment, only the land as vacant is appraised. Any existing improvements, personal property and equipment are not considered. This is a hypothetical condition of this appraisal. This appraisal is also subject to the extraordinary assumption that demolition of any existing improvements on the subject development sites will be approved by ordinance so that the subject sites can be redeveloped, for any feasible use deemed the highest and best, to a maximum allowable density.

In accordance with long terms plan for future land use in the neighborhood, DTC zoning for the subject parcel supports high intensity mixed-use development with a wide range of high rise residential and commercial uses. The planning board is appreciative of developers with specific plans that follow the character model of the community and will support projects meeting those area character goals. There is residential, commercial and mixed-use development of various densities within the Downtown Community as described earlier. Adjacent land uses are changing their original use and being repurposed thus revitalizing the neighborhoods.
HIGHEST AND BEST USE

Highest and Best Use is defined in The Dictionary of Real Estate Appraisal, 5th Edition (Chicago: Appraisal Institute, ©2010) as: “The reasonably probable and legal use of vacant land or an improved property that is physically possible, appropriately supported, financially feasible, and that results in the highest value.”

The definition immediately above applies specifically to the highest and best use of land. It is to be recognized that in cases where a site has existing improvements on it, the highest and best use may very well be determined to be different from the existing use. The existing use will continue; however, unless and until land value in its highest and best use exceeds the total value of the property in its existing use.

Implied within these definitions is recognition of the contribution of that specific use to community environment or to community development goals in addition to wealth maximization of individual property owners. In the context of market value, another appropriate term to reflect highest and best use would be most probable use.

Highest and best use refers to the optimum use to which a property can be put. This use is subject to the following four criteria:

- Physically possible – To what use is the site physically adaptable?
- Legally permissible – What uses are permitted by zoning and other legal restrictions?
- Financially feasible – Which possible and permissible use will produce any net return to the owner of the site.
- Maximally productive – What feasible use will produce the highest net return?

Because land use can be limited by the presence of improvements, highest and best use is determined separately for the land or site as though vacant and available for its highest and best use, and for the property as improved. Based on the scope of work for this assignment, only the land as vacant is appraised. Any existing improvements, personal property and equipment located on the parcels appraised are not considered. This is a hypothetical condition of this appraisal. This appraisal is also subject to the extraordinary assumption that demolition of any existing improvements on the subject development sites will be approved by ordinance so that the subject sites can be redeveloped, for any feasible use deemed the highest and best, to a maximum allowable density.

Therefore, to determine the highest and best use of the site, we have considered the physically possible, legally permitted, economically feasible and maximally productive uses of the subject parcel as vacant.

Highest and Best Use “As Vacant”: Highest and best use of land or a site as though vacant is defined in the Dictionary of Real Estate Appraisal, 5th Edition (Chicago: Appraisal Institute, ©2010) as: “Among all reasonable, alternative uses, the use that yields the highest present land value, after payments are made for labor, capital and coordination. The use of a property based on the assumption that the parcel of land is vacant or can be made vacant by demolishing any improvements.”

1) Legally Permissible: The legally permissible uses were discussed in the Site Analysis and Zoning Sections. In accordance with long terms plan for future land use in the neighborhood, DTC zoning for the subject parcel supports aggressive intensity mixed-use development with a wide range of commercial and residential uses and emphasizes the high-rise multi-story commercial or residential uses. T6 Downtown Transect with the sub-transect DC Downtown Core plan supports a wide range of uses and impact marketability in a positive way. This appraisal assumes that there are no undue limitations restricting development of the subject parcel. Within the DTC zoning change in plan policy for redevelopment would not be required for an acquisition of the site for any feasible use.

Based on our research, considering current trends and future land use plans, we have valued the subject parcel’s prospective value based on the extraordinary assumption that: Due to the subject’s location in the
Downtown City Center adjacent to four (4) contiguous properties with improvements originally constructed in 1900, 1930 and 1941, owned by an enterprise named Historic Hotels of Nashville, it is possible that a synergistic relationship would exist if the Park Property were to be offered for sale on the open market.

With this possibility in mind, the subject parcel would become a portion of the larger/parent parcel for development purposes. The value of the parcel under these circumstances is our Prospective Value of the property.

2) Physically Possible: The Site Description analysis indicates that the current utility is good for the subject parcel considering that it is rectangularly shaped but limiting is area, at .28 acres. Secondly, the extraordinary assumption also describes the future development potential of the site to a level of highest and best use under that assumption, re-enforcing the physical possibility that the site can overcome its limitations and achieve its highest and best use.

This appraisal assumes adequate and appropriate access and circulation will be maintained within the DTC and that the subject under the jurisdiction of the City of Nashville and County of Davidson is and will be provided all municipal services, including police and fire protection. All utilities are in place and connected to the site.

The site is in an established and increasingly desirable community within the downtown center allowing access to popular Nashville entertainment venues, business centers, State governmental bureaus and departments. The physical characteristics of the subject is suited for a variety of uses conducive to almost any type of development consistent with the land use policies in place. Location in the City Center is appealing and enhances the property’s marketability.

3) Financially Feasible: The determination of financial feasibility is dependent primarily on the relationship of supply and demand for the legally permissible and physically possible land uses versus the cost to create the uses. The most economically feasible use is that use which provides the greatest return to the land and is the most reasonably probable use in the subject market.

The subject site has good location within an increasingly desirable neighborhood in the established business and governmental focused area of the Capitol Mall district of the Central Business District. Accessible from the interstate and from primary neighborhood arteries, the site is a focal point in the Downtown Center. As noted, surrounding land use is primarily multi-story offices and high rise residential and some hospitality venues with supporting retail at street level. Nashville is undergoing unprecedented growth. With that, the Downtown Center is experiencing exceptional growth – capitalizing on new events, increased attendance, and new and renewed community interest. New hotel and supporting venues are extending the City Center’s hours of activity past the traditional end of work commuting day.

Significant new development is occurring in Nashville as of the appraisal date. A number of developments including some multi-family residential, retail, and mixed use developments are currently under construction and or recently approved for the DTC. Low interest rates and higher relative rents enhance investment return. Given these factors, it is apparent that market participants consider commercial or mixed-use development to be feasible for similarly sized sites.

The subject’s location and current and expected demand in the market area bode well for development. Land value is driven by utility, scarcity and desirability. Analysis of the strengths and weaknesses of the subject sites, supply and demand in the market area indicates that residential and/or hospitality, mixed use development would be supported on the subject sites. Commercial uses such as office development could also be supported but to a lesser degree to hospitality or multi-story residential. Due to the subject’s limited area, Hotel or hospitality development is not supported for the subject sites without a synergistic accumulation of additional land area in the current market environment.

4) Maximally Productive: The maximally productive use is that which produces the highest land value, and is consistent with the market’s acceptance of risk and rates of return for a particular use. Based on my
research, the subject location, demographics and current market conditions support current and future demand for continued growth and development. The land surrounding the subject site is suitable for a higher intensity development. However, larger sites are in demand. Since land is fixed in supply, land value increases proportionally with demand.

Mixed use, high rise hospitality/residential use in association with neighbor properties meets the previous tests of highest and best use. Higher intensity development typically returns the highest net profit to the developer. Recent developments in the immediate area are supporting mixed-use development to a maximum allowable height and density. With the subject currently being a public park serving the Downtown Business District, its’ productivity is in question.

Conclusion

Based on the physical characteristics, legal, social, economic and maximally productive uses for the subject development sites, it is concluded that the highest and best use of the subject “as-vacant” would be for commercial development at its highest allowable density. The ideal circumstance would be a mixed use development with improvements being mixed use with hospitality and high-rise residential. The most likely buyer, as vacant, would be an investment group or a prominent developer.

Highest and Best Use “As Improved”

Given the existing improvements, current location and utilization, it is apparent there is limited demand for the facility as a public park. While the determination of the economic practicality of the enterprise is not a consideration of this appraisal, the current demand for public green space is unknown in the Central Business District. It would be nice but, other than for a select few, the park is underutilized.

In considering the property as if improved with the existing improvements, the highest and best use takes on a different analysis. With the subject being appraised as improved with the public park amenities, the highest and best use analysis will consider these improvements.

When analyzing improved property such as the subject, demand for this usage must be considered. However, other support pertaining to highest and best use must also be considered such as the contribution to the community, wealth maximization for property owners, the most probable use, and the most profitable use.

Given prevailing land use patterns in the area, and recognizing the principle of conformity, I considered development as commercial use to be the highest and best use for the valuation purpose of the subject site “as is”. Considering the limited amount of improvements, it is my opinion that the highest and best use for the subject property as improved is the same as though it were vacant.

APPROACHES TO VALUE

In the real estate appraisal process, there are three basic approaches to an estimate of value. These approaches are briefly defined as:

1. **Sales Comparison Approach** - This method develops a value estimate by the direct comparison of the subject of the appraisal with properties that are similar in nature which have recently sold or which are listed for sale in the open market under competitive conditions.

2. **Income Approach** - In this approach the value of the property is derived by the conversion of an anticipated income stream generated from the property reflecting typical investor terms and return requirements.

3. **Cost Approach** - In this approach the indication of value is derived by estimating the value of the land based on sales of similar sites, and adding to this value the replacement cost of improvement less accrued depreciation.

The most pertinent approach to estimating the fee simple value of the subject as vacant land is by direct comparison to sales or to listings of similar properties. This is an active market and adequate data was available. Therefore, the Sales Comparison Approach is relied upon to estimate the current market value of the subject site in its highest
and best use as vacant. The Cost Approach and the Income Approach are not applicable for the site as vacant as these approaches do not accurately reflect the actions of market participants.

**Sales Comparison Approach**

The Sales Comparison Approach is the process by which a market value estimate is derived by analyzing the market for similar properties which have recently sold and comparing these properties to the subject property. This approach is based on the principle of substitution, which states that the prudent and knowledgeable buyer will pay no more for a property than it would cost to acquire an equally desirable alternate property.

Demographics, location, supply, and use potential are all factors that drive land value. Therefore, direct comparisons are made with similar development land sites that have sold or are actively listed in the market in which the subject competes. In the analysis of the subject property, we conducted a search in the subject neighborhood for recent sales or listings of vacant land acquired or intended for residential development consistent with the highest and best use for the subject property.

The following steps describe the process applied in analysis by this approach:

1. The market in which the subject competes is investigated; recent comparable sales, contracts for sale and current offerings are reviewed.
2. The most pertinent data is further analyzed and the quality of the transaction is determined.
3. The most meaningful unit of value for the subject property is determined.
4. A comparative analysis is performed with a focus on similarities and differences that affect value.
5. The comparable sales are adjusted as appropriate to bring them into parity with the appraisal subject property.
6. The value indicated by each comparable sale is analyzed and the data is reconciled to determine a final value indication for the subject property.

**Search Parameters:** Consistent with the highest and best use for the subject for development/redevelopment parcels, comparable sales of land purchased for a mix of residential and commercial development were selected for comparison with the subject property. I searched for recent sales and listings of vacant developable land with similar size, location, physical characteristics and planned intensity relative to the subject site. An effort was made to find cleared lots with comparable development potential; however, three comparable sales did not sell as vacant. Since the motivation for the sales used was for redevelopment, this is a dissimilarity between the subject and the other two transactions considered to be comparable to the subject.

**Units of Comparison:** In the subject market area, comparable sites are typically valued based on price per square foot (SF) of area or the number of lots or units permitted or possible based on current zoning in place. Since no approved specific plan is in place for the subject, we made comparisons based on price/SF.

**Availability of Data:** Consistent with market trends for the MSA, this is an active redevelopment market. An ample number of sales were found within the last three years. Of the sixty-seven (67) Vacant Commercial and Parking Lots transacted sales in the time period, in the DTC neighborhood five (5) met the T6 (Downtown Use) character standard important to the anticipated potential use to which the subject could be put to in achieving its highest and best use.

Comparable Sales#2c, #2d and #2e are within a one block area that in conjunction with Comparable #2a and #2b will make up the development site for the multi-use office and hospitality complex to be known as Gulch Union. The three phase mixed use development began construction with the ground breaking in August of 2018 and will be developed over the next two to three years.

Comparable Sale #6 is the land acquisition in the lower Downtown Core to be the home of a Margaritaville Hotel just off the Korean Veteran’s Blvd. This project is in hard construction with three floors above ground as of the date of this report.
Comparable #7 is a parking lot identified as the site of a yet to be named 35 story residential tower with 30 floors of living area and five floors of structured parking. The property still functions as a surface parking lot as of the date of this appraisal report.

**CURRENT VALUE ANALYSIS**

The five comparable sales selected ranged in size from 0.15 acres to .79 acres or 6,534 SF to 34,412 SF. Per square foot sales price before adjustments ranged from $229.57/SF to $353.18/SF. The selected comparable sales were within a radius of less than one mile from the subject. A location map and summary of the selected sales is presented below:

**Comparable Sales Map**

**Prior Sales History:** None of the sales used have transferred in the 12 months prior to the sale date.

As with most major developments of multiple uses, the time frame from the purchase of the first parcel to the completion and opening on the finished product is quite extended. Five of the comparable properties are currently under construction but, as of the date of this report, none are fully completed. Development plans have been submitted and/or approved for all the comparable sales used.

The intent of this appraisal is to determine the market value for the subject property as of the effective appraisal date. To this end, the analysis of the comparable land sales transactions will look to the amount of land acquired in the sales transactions and to the plans for the development of those land areas. Generally, these plans address the maximum allowable development.

It is reasonable to expect that the properties able to support the most development will derive the highest prices. With this in mind, our prospective value analysis looked to the proposed development mix contained in the plans of the comparable properties and utilized those exhibiting the best potential mix for the subject property’s area. This would place our subject’s hypothetical development in conjunction with its synergistic neighbors at the maximum value, as it is based on the sales prices of the land planned for comparable developments.
Valuation Analysis

The Market Data Grid (MDG) shown below is an organized depiction of the adjustments made the relevant comparable sales compared to the subject parcel’s characteristics. This MDG is followed by a discussion of the various elements of comparison and brief descriptions of the adjustments considered or made. Summary data pages for each comparable sale are included in the addenda for reference.

Analysis of Adjustments

Elements of Comparison Related to the Transaction: The first elements to be compared are rights conveyed, terms and conditions of sale, expenditures after the sale, improvements and changes in market conditions. Available market data reflects that it is typical for comparable land sales to transact in fee simple estate. Since this is the circumstance for the subject parcel, no property rights adjustment is required. All comparable sales were cash equivalent, arm’s length, market transactions between knowledgeable buyers and sellers in an active, open and competitive market. Therefore, no adjustments were required. The financing terms did not have a significant impact on prices for the selected comparable sales and listing. No adjustments were made for these elements of comparison.

Market Conditions: As discussed in the market data section, economic indicators and demographic trends within the subject market are positive and increasing. Market values have generally increased in recent years as the available supply of substitute properties has decreased and the number of investors and developers has increased. In the analysis of an applicable adjustment for market conditions, I relied on the development land sales transactions in Metropolitan Nashville/Davidson County zip code 37203 from January 2012 until the last study date in the Court House Retrieval System (CRS), of August 15, 2018.
Since the beginning of 2012 to August 2018 the average of all vacant commercial land and parking lot sales in the zip code 37203 has increased by a composite overall monthly rate of 2.88%. However, the difference by year appreciation is more indefinite. This is shown in the following table:

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<tr>
<th>Year</th>
<th>Sales Transactions</th>
<th>Acres</th>
<th>Gross Sales</th>
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<th>Sales Price Appreciation</th>
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<td>71.47%</td>
</tr>
<tr>
<td>2013</td>
<td>12</td>
<td>3.05</td>
<td>$17,541,000</td>
<td>$5,751,148</td>
<td>140.94%</td>
</tr>
<tr>
<td>2014</td>
<td>27</td>
<td>15.34</td>
<td>$65,307,885</td>
<td>$4,257,359</td>
<td>225.48%</td>
</tr>
<tr>
<td>2015</td>
<td>27</td>
<td>32.46</td>
<td>$243,922,414</td>
<td>$7,514,554</td>
<td>84.40%</td>
</tr>
<tr>
<td>2016</td>
<td>26</td>
<td>8.61</td>
<td>$107,423,833</td>
<td>$12,476,636</td>
<td>11.06%</td>
</tr>
<tr>
<td>2017</td>
<td>20</td>
<td>11.56</td>
<td>$114,772,800</td>
<td>$9,928,443</td>
<td>39.57%</td>
</tr>
<tr>
<td>2018</td>
<td>21</td>
<td>11.87</td>
<td>$164,478,957</td>
<td>$13,856,694</td>
<td>0.00%</td>
</tr>
</tbody>
</table>

That being said, the approach to the Composite Monthly Average Appreciation Rate gives the analysis a smoothed rate over the six years of the study. This is demonstrated in the following table:

<table>
<thead>
<tr>
<th>Year</th>
<th>Sales Transactions</th>
<th>Months of study</th>
<th>Composite Monthly Average Appreciation Rate</th>
</tr>
</thead>
<tbody>
<tr>
<td>2012-2018</td>
<td>22</td>
<td>67.5</td>
<td>71.47%</td>
</tr>
<tr>
<td>2013-2018</td>
<td>12</td>
<td>55.5</td>
<td>140.94%</td>
</tr>
<tr>
<td>2014-2018</td>
<td>27</td>
<td>43.5</td>
<td>225.48%</td>
</tr>
<tr>
<td>2015-2018</td>
<td>27</td>
<td>31.5</td>
<td>84.40%</td>
</tr>
<tr>
<td>2016-2018</td>
<td>26</td>
<td>19.5</td>
<td>11.06%</td>
</tr>
<tr>
<td>2017-2018</td>
<td>20</td>
<td>7.5</td>
<td>39.57%</td>
</tr>
</tbody>
</table>

**Elements of Comparison Related to Physical Characteristics:** Site characteristics that influence land value include: location, site area, shape/configuration, topography, utility/corner/interior lot, access, visibility, road frontage, zoning, utilities, easements and improvements. As emphasized throughout this report, in the analysis of the subject parcel, the primary physical elements of comparison that had the most significant impact on value was the cost associated with preparing the land to a buildable state. This cost is generally the cost to demolish the improvements on the site.

The intensity of development is another important factor for multi-use development of a site. Optimal densities are dictated by planning. The analysis of difference in density for the comparable sales and the subject parcels is considered qualitatively in the analysis to follow.

**Land Area:** The subject’s synergistic land areas of .82 of an acre was within 20.0% of the area of the four (4) comparable properties of from .65 acres to .80 acres.

-APPRAISAL REPORT

600 Church Street Park
The development land sales analyzed did not exhibit the generally accepted rule that there is an inverse relationship between the size of a property and the price per land area unit. Rather, in urban development properties, the size differential is generally recognized in the sales prices as these properties sell for the number of economic units that the land parcel can accommodate under the zoning regulations.

**DEMOLITION**

**Demolition of Existing Structures:** The scope of work agreed upon was that the subject parcels would be vacant and available for development and that all structures were removed. This condition was true for all the comparable sales used except for Comparable #2c, #2e and #6 which contained office/Warehouse structures of some age and were considered to be either shell usable or easy takedowns. The following table is the appraiser’s file on demolition costs of various structures and circumstances:

<table>
<thead>
<tr>
<th>Address</th>
<th>Location</th>
<th>Type</th>
<th>Size (SF)</th>
<th>Demo</th>
<th>Abatement</th>
<th>Source</th>
</tr>
</thead>
<tbody>
<tr>
<td>PNC Bank</td>
<td>Gainesville, GA</td>
<td>Retail</td>
<td>9,948</td>
<td>4.02</td>
<td>NA</td>
<td>HT Demo Contractors</td>
</tr>
<tr>
<td>700 Division St.</td>
<td>Nashville, TN</td>
<td>Office/Bsmt</td>
<td>10,480</td>
<td>4.48</td>
<td>NA</td>
<td>Appraiser's Files, Metro Nashville</td>
</tr>
<tr>
<td>25TY Brick</td>
<td>Callahan FL</td>
<td>Commercial</td>
<td>12,000</td>
<td>4.00</td>
<td>NA</td>
<td>HT Demo Contractors</td>
</tr>
<tr>
<td>803 Division St.</td>
<td>Nashville, TN</td>
<td>Auto WH</td>
<td>13,200</td>
<td>3.03</td>
<td>NA</td>
<td>Includes Abatement</td>
</tr>
<tr>
<td>1304 Katie Ave.</td>
<td>Nashville, TN</td>
<td>Nursing Home</td>
<td>17,711</td>
<td>4.94</td>
<td>1.69</td>
<td>Appraiser's Files, Dem Tec</td>
</tr>
<tr>
<td>349 21st Ave N.</td>
<td>Nashville, TN</td>
<td>Firehouse</td>
<td>20,036</td>
<td>NA</td>
<td>1.69</td>
<td>Appraiser's Files, Metro Nashville</td>
</tr>
<tr>
<td>1077 E Trinity Ln</td>
<td>Nashville, TN</td>
<td>Church</td>
<td>21,802</td>
<td>1.15</td>
<td>NA</td>
<td>Metro Nashville</td>
</tr>
<tr>
<td>641 Division St.</td>
<td>Nashville, TN</td>
<td>RTL/WH/1977</td>
<td>34,680</td>
<td>1.53</td>
<td>NA</td>
<td>Appraiser's Files, Metro Nashville</td>
</tr>
<tr>
<td>Municipal Bldg</td>
<td>Comparable</td>
<td>High School</td>
<td>&gt; 200,000 SF</td>
<td>8.00</td>
<td>NA</td>
<td>Metro Nashville *Includes demolition, abatement &amp; disposal of structures &amp; site improvements</td>
</tr>
<tr>
<td>6215 Hickory Valley</td>
<td>Nashville, TN</td>
<td>Brk High School</td>
<td>224,106</td>
<td>4.82</td>
<td>NA</td>
<td>Patriot Demolition, LLC * Prelim. Est. Incl. demo &amp; disposal of structure and site improvements</td>
</tr>
</tbody>
</table>

(*) Includes asbestos abatement and hauling of debris.

<table>
<thead>
<tr>
<th>Mean</th>
<th>Median</th>
<th>Cost /SF</th>
</tr>
</thead>
<tbody>
<tr>
<td>40,440</td>
<td>17,711</td>
<td>$1.69</td>
</tr>
<tr>
<td>4.00</td>
<td>4.02</td>
<td>$5.69</td>
</tr>
<tr>
<td>4.87</td>
<td>1.13</td>
<td>$6.00</td>
</tr>
</tbody>
</table>

Supporting Data for Demolition and Abatement Costs

To determine the market value of the subject site and those of the comparable sales properties, in an as vacant condition, I considered the costs associated with demolition and disposal as follows:

1) Demolishing the existing building improvements;
2) Abatement activities for most of the structure;
3) Demolishing and disposing of the site improvements to include asphalt, parking areas, curbs, sidewalks, etc.

Discussions with local contractors reflect an approximate demolition cost for structures of comparable size and age from $1.53/SF – $8.00/gross SF. The cost for demolishing the site improvements and disposing of the material is estimated in the trade by the cubic yard. However, my analysis converted this cubic yard estimate to a generalized per square foot standard of comparison as shown in the table above.

Based on this market sourced cost for structure demolition, an adjustment was made to those properties which had improvements at the time of the sales transaction at the $6.00 per square foot of the structural improvements. Parking lot paving, fencing and other improvements were estimated based upon depreciated cost to construct.
CURRENT VALUE CONCLUSION

The fee simple land value for the subject property is based on the highest and best use determined earlier for development. After adjustments, sales price per SF ranged from $228.96/SF to $467.72/SF with an average adjusted sales price per SF of $323.77/SF and a median of $326.51/SF. The subject has a prime location and rectangular shape on a level building site on a very central business district two lane roadway in the “Downtown Core” center of the city. Considering the potential use of the property as a development target property, in my opinion, it has immediate potential for development.

With developable land parcels within the DTC being actively developed, the market demand appears to be well disbursed throughout the area within the interstate highway beltline. This lead me to believe that there is no discernable price differential within this geographical area. For that reason, I have treated all of the comparable sale as contributing to the subject’s value in an equal amount. Therefore I weighted each comparable at 20% contribution to the subject’s value.

Based on my analysis, considering current market trends and the subject’s physical characteristics and development potential, with emphasis at the mid-range of unit value supported by our quantitative analysis, a market value of $325.00/SF (rounded) is concluded for the subject parking lot, which is valued in total as of October 10, 2018 at:

THREE MILLION NINE HUNDRED FIFTY THOUSAND DOLLARS
($3,950,000)

PROSPECTIVE VALUE ANALYSIS

In my Prospective Value Analysis, which is based upon anticipated changes in entitlements including, changes in zoning, changes in use restrictions and under the extraordinary assumption that:

Due to the subject’s location in the Downtown City Center adjacent to four (4) contiguous properties with improvements originally constructed in 1900, 1930 and 1941, owned by an enterprise named Historic Hotels of Nashville, it is possible that a synergistic relationship would exist if the Park Property were to be offered for sale on the open market. With this possibility in mind, the subject parcel would become a portion of the larger/parent parcel for development purposes.

In this procedure I selected a number of recent and near recent sales transactions of land parcel suitable for development under the guideline of the Community Plan for the DTC district. Generally properties acquired for these characteristics also seek the Specific Plan considerations in going forward in their development. What is important to the purchaser/developer is the density of the development.

Synergistic Accumulation for Development:

It is apparent that the subject parcel, used as a Central Business District public park and is underutilized as such, can be offered and will be highly received in the marketplace for development purposes and that its current use is an interim utilization of the property.

With this development potential in mind, and embracing the extraordinary assumption of a synergistic relationship, I looked to Metro Nashville Planning Department’s Development Tracker and SP Zoning Maps for recently approved projects that would meet the conditions under which the subject property would be developed if it were a portion of a larger/parent parcel.

I identified a larger/parent parcel as being the area of the subject public park accumulated with the five parcels adjacent and immediately north of the subject. The sized of this accumulation would result in a larger/parent parcel of .82 acres or approximately 35,720 Sq. Ft.. This anticipated accumulation is described in the following table:
The five adjacent properties are all owned by Historic Hotels of Nashville, LLC which acquired the five parcel in two transactions from the same grantor, Riverstone Group, LLC. The transaction dates were January 1, 2003 and November 17, 2017. Both grantor and grantee are Virginia chartered corporations and their relationship may be less than arm’s length. The transfers were recorded as Quit Claim Deeds and no consideration were recorded. In addition to these five parcel Historic Hotels of Nashville, LLC owns parcel 093-06-1-003.00, addressed as 231 6th Avenue, North which is the Hermitage Hotel property.

This synergistic accumulation has brought the potential size of the larger/parent parcel to .82 acres or 35,720 Sq. Ft. of area and my analysis looked to the marketplace for property sales that could be considered as comparable to this sized property. As with the current value comparable property search, an ample number of sales were found within the last three years. Of the sixty-seven (67) Vacant Commercial and Parking Lots transacted sales in the time period, in the DTC neighborhood four (4) met the T6 (Downtown Use) character standard important to the anticipated potential use to which the subject could be put to in achieving its highest and best use.

The five comparable sales selected ranged in size from 0.65 acres to 0.80 acres or 28,314 SF to 34,848 SF. Per square foot sales price before adjustments ranged from $208.05/SF to $439.89/SF. The selected comparable sales were within a radius of less than one mile from the subject.

Comparable Sale #2b is within a one block area that in conjunction with Comparable #2a, #2c, #2d and #2e will make up the development site for the multi-use office and hospitality complex to be known as Gulch Union. The three phase mixed use development began construction with the ground breaking in August of 2018 and will be developed over the next two to three years.

Comparable Sale #5 is the land acquisition in the lower Downtown Core to be the home of a boutique hotel named The Joseph Hotel just off the Korean Veteran’s Blvd. This project is in hard construction with excavation for the below ground parking structure levels underway as of the date of this report.

Comparable #6 was an older office and warehouse property that sold for its location and the improvements were demolished to make way for a Margaritaville Boutique Hotel. The construction is at the third floor level of a fourteen story hospitality complex.

Comparable #7 which is presently a city center surface parking lot, is advertised as the future home of a thirty-five (35) story high rise residential complex. It is located near the eighth avenue round-about which is an area that is actively pursued by developers as the City Center development trend move south into the SoBro neighborhood.

All four comparable sales represent land parcels that subsequent to their purchase have presented Specific Plans for the Metropolitan Planning Commission and/or are having their plans approved for SP zoning.

The Market Data Grid (MDG) shown below is an organized depiction of the adjustments made the relevant comparable sales compared to the subject parcel’s characteristics. This MDG is followed by a discussion of the various elements of comparison and brief descriptions of the adjustments considered or made. Summary data pages for each comparable sale are included in the addenda for reference.
The adjustments for Market Conditions and Cost of Demolition are on the same standards and conditions as used for the adjustments of the Current Value comparable property transactions.

All of the Prospective Value comparable sales transaction properties were chosen for their representation of the development concept that is anticipated for the subject property in conjunction with the five synergistic accumulated parcels. The conclusion of value derived from the Prospective Value perspective reflects the previously demonstrated jump in prices of developable properties in the DTC District between the .75 acre to 1.25 acre plateaus. (see chart on page 22 of this report)

**PROSPECTIVE VALUE CONCLUSION**

The fee simple land value for the subject property is based on the highest and best use determined earlier for a prospective development of the subject property as a portion of an accumulation of the neighboring parcels. After adjustments, sales price per SF ranged from $286.36/SF to $440.60/SF with an average adjusted sales price per SF of $376.50/SF and a median of $389.51/SF. The subject has a prime location and rectangular shape on a level building site on a very central business district two lane roadway in the “Downtown Core” center of the city. Considering the potential use of the property as a development target property, in my opinion, it has immediate potential for development.

With developable land parcels within the DTC being actively developed, the market demand appears to be well disbursed throughout the area within the interstate highway beltline. This lead me to believe that there is no discernable price differential within this geographical area. For that reason, I have treated all of the comparable sale as contributing to the subject’s value in an equal amount. Therefore I weighted each comparable at 20% contribution to the subject’s value.

**APPRAISAL REPORT**

600 Church Street Park
Based on my analysis, considering current market trends and the subject’s physical characteristics and development potential, with emphasis at the mid-range of unit value supported by our quantitative analysis, a market value of $380.00/SF (rounded) is concluded for the subject public park, which is valued in total as of October 10, 2018 at:

FOUR MILLION SIX HUNDRED TWENTY THOUSAND DOLLARS
($4,620,000)
SPECIAL WARRANTY DEED

ADDRESS NEW OWNER(S) | SEND TAX BILLS TO | MAP/PARCEL NOS.
Metropolitan Government of Nashville and Davidson County 222 3rd Ave. N., Suite 650 Nashville, TN 37201 Exempt Map - 93-6-1 Parcels - (12, 13, 14 & 15)

FOR AND IN CONSIDERATION of One Dollar ($1.00) cash in hand paid, the receipt of which is hereby acknowledged, the Metropolitan Development and Housing Agency by these presents does hereby quitclaim and convey unto The Metropolitan Government of Nashville and Davidson County, Tennessee, its successors and assigns, all our right title and interests in and to the following described tract of land:

SEE EXHIBIT “A”

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration value, whichever is greater is $ 8,888

Affidavit
My Commission Expires: 01-30-99

Said property is conveyed subject to such limitations, restrictions, and encumbrances as may affect the premises. Said conveyance is approved by Ordinance Number 098-1128 of The Metropolitan Government of Nashville and Davidson County.

Witness my hand this 21st day of July, 1998, the corporate party, if any, having caused its name to be signed hereto by its duly authorized officers on said day and date.

Gerald F. Nicely, Executive Director

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Before me, Jean Merck, a Notary Public in and for the State and County aforesaid, personally appeared Gerald F. Nicely, with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence, acknowledged himself to be the Executive Director of the Metropolitan Development and Housing Agency, and that he as such, being authorized so to do, executed the foregoing instrument for the purposes therein contained.

Witness my hand and official seal at Nashville, Tennessee, this the 21st day of July, 1998

My Commission Expires: 9-30-2001
Exhibit A

Tract 1

BEING part of Lot No. 113 in the Original Plan of the Town of Nashville, not of record, described as follows:

BEGINNING at the northerly margin of Church Street, formerly Spring Street, twenty-two feet westerly from High Street, being a point in the middle of the brick wall dividing this property from that formerly belonging to James Simmons; running thence northerly with the middle of said wall eighty-seven feet to a five foot alley; thence with said alley westerly thirty-eight feet, and including all of the wall dividing this property from that lying to the west of it; thence southerly including all of said brick wall eighty-seven feet to Church Street; and thence easterly with Church Street thirty-eight feet to the middle of the wall dividing this property from that formerly belonging to James Simmons, the place of beginning.

BEING the same property conveyed to Metropolitan Development and Housing Agency, by Deed of Record in Book 10273, page 933, Register’s Office for Davidson County, Tennessee.

Tract 2

Land in Davidson County, Tennessee, being part of Lot No. 113 of the Original Town of Nashville, and being more particularly described as follows:

BEGINNING on the north side of Church Street about 60 feet west of Sixth Avenue, North, formerly High Street, at the corner of the lot sold by John Kirkman to William Simmons and conveyed by deed recorded in the Register’s Office of said state and county in Book 34, page 16; running from said corner westwardly with Church Street 45 feet 5 inches, more or less, to the center of the wall of the second store in the block erected by John Kirkman, so as to include the two stories now numbered 606 and 608 of city numbering on Church Street; running thence back with the center of said wall northerly at right angles 87 feet to a five foot alley; thence easterly with the south side of said alley 45 feet 5 inches; thence southerly at right angles 87 feet to the beginning.

BEING the same property conveyed to Metropolitan Development and Housing Agency by deed from First American National Bank, Trustee for Mildred Scales Bohannon under the Mildred Scales Bohannon Trust Agreement, dated November 18, 1971, as to an undivided 1/8 interest; First American National Bank, Trustee for John Scales, Jr., and Mildred Scales Bohannon under the Will of Mildred Gray Helm, as to an undivided 1/8 interest; Merry Lisa Dean Talley Wheeler and Jesse L. Talley, as tenants in common, as to an undivided 1/8 interest; Kate Ransom Wilson Grayken, as to an undivided 1/8 interest; and Kate Ransom Wilson Grayken and Gene Beasley Wilson Heiskell Johnson, as to an undivided 1/8 interest of record in Book 10505, page 248, said Register’s Office.

Tract 3

Land in Davidson County, Tennessee, being part of Lot No. 113 on the Original Plan of the Town of Nashville, not of record, described as follows:

BEGINNING at the northeast corner of Capitol Boulevard and Church Street; thence with the northerly margin of Church Street, eastwardly 34.35 feet, more or less, to the southwest corner of the property now owned by Reba Wilson Gray, et al., said point being 104.8 feet, more or less, west of the westerly margin of 6th Avenue North; thence with the westerly line of said Gray property, northwardly 87 feet, more or less, to the southerly margin of an alley; thence with said alley westwardly 33 feet, more or less, to the easterly margin of Capitol Boulevard; thence with said Boulevard southwardly 87 feet, more or less, to the beginning.

BEING the same property conveyed to the Metropolitan Development and Housing Agency by Clerk’s Deed, of record in Deed Book 10568, page 840, Registers Office for Davidson County.
PROPERTY RECORD CARD – SUBJECT PARCEL

LOCATION
Property Address 600 Church St
Nashville, TN 37219
Subdivision Original Town Of Nashville
County Davidson County, TN

PROPERTY SUMMARY
Property Type City Exempt
Land Use Park Or Recreational Area
Improvement Type
Square Feet

GENERAL PARCEL INFORMATION
Parcel ID/Tax ID 099-06-1-016.00
Alternate Parcel ID
Account Number
District/Ward CBID
2010 Census Trct/Bk 195/3
Assessor Roll Year 2017

SALES HISTORY THROUGH 09/20/2018
Date | Amount | Buyer/Owners | Buyer/Owners 2 | Instrument | No. Parcels | Book/Page Or Document#
--- | --- | --- | --- | --- | --- | ---
7/21/1998 | $391,500 | Metro Gov’t M Misc | | Warranty Deed | 11031/610 |
1/30/1987 | $229,300 | Raskin Edwin B Tr | | Warranty Deed | 7122/574 |
3/15/1985 | $225,000 | Jmt Investments Tr | | Warranty Deed | 6511/847 |
11/5/1981 | | Third Natl Bank Tr Et Al | | Warranty Deed | 5826/750 |
8/28/1947 | | Timothy P H Elux Etal | | Warranty Deed | 1516/245 |

TAX ASSESSMENT
Appraisal Year 2017
Appraised Land $3,001,500
Appraised Improvements
Total Tax Appraisal $3,001,500

TAXES
No tax records were found for this parcel.

MORTGAGE HISTORY
No mortgages were found for this parcel.

PROPERTY CHARACTERISTICS: BUILDING
No Buildings were found for this parcel.
NEIMAN-ROSS

PROPERTY CHARACTERISTICS: EXTRA FEATURES
No extra features were found for this parcel.

PROPERTY CHARACTERISTICS: LOT
<table>
<thead>
<tr>
<th>Land Use</th>
<th>Park Or Recreational Area</th>
<th>Lot Dimensions</th>
<th>138 X 87</th>
</tr>
</thead>
<tbody>
<tr>
<td>Block/Lot</td>
<td>/113</td>
<td>Lot Square Feet</td>
<td>11,761</td>
</tr>
<tr>
<td>Latitude/Longitude</td>
<td>36.162692°/66.781812°</td>
<td>Acreage</td>
<td>0.27</td>
</tr>
</tbody>
</table>

PROPERTY CHARACTERISTICS: UTILITIES/AREA
| Gas Source                | Road Type                 |
| Electric Source           | Topography                |
| Water Source              | District Trend            |
| Sewer Source              | Special School District 1 |
| Zoning Code               | Multi-Zone: Multi-Zone / Multi-Only: Multi-Only |
|                           | Special School District 2 |
| Owner Type                |                           |

LEGAL DESCRIPTION
| Subdivision               | Original Town Of Nashville | Plat Book/Page |
| Block/Lot                 | /113                       | District/Ward  |
| Description               | Lot 113 Original Town Of Nashville / Neighborhood Code And Name: 0711 Central Business District |

FLOOD ZONE INFORMATION
<table>
<thead>
<tr>
<th>Zone Code</th>
<th>Flood Risk</th>
<th>BFE</th>
<th>Description</th>
<th>FIRM Panel ID</th>
<th>FIRM Panel Eff. Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>X</td>
<td>Minimal</td>
<td></td>
<td>Area of minimal flood hazard, usually depicted on FIRM as above the 500-year flood level.</td>
<td>47037C02041H</td>
<td>04/05/2017</td>
</tr>
</tbody>
</table>

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FEMA FLOODPLAIN – SUBJECT PARCEL

600 Church Street Park
### Assessor’s Aerial View, Photo Date 2/27/2018

<table>
<thead>
<tr>
<th><strong>Location:</strong></th>
<th>125 12th Ave. S, Nashville, TN 37203</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Development Name:</strong></td>
<td>The Gulch Union Office Tower, 13th &amp; Demonbreun Cabar, LLC</td>
</tr>
<tr>
<td><strong>Grantor:</strong></td>
<td>12D Nashville Land Partners, LP</td>
</tr>
<tr>
<td><strong>Grantee:</strong></td>
<td>12D Nashville Land Partners, LP</td>
</tr>
<tr>
<td><strong>Sale Date:</strong></td>
<td>August 1, 2018</td>
</tr>
<tr>
<td><strong>Consideration:</strong></td>
<td>$2,100,000</td>
</tr>
<tr>
<td><strong>Land Area:</strong></td>
<td>.17 Acres, or 7,405 +/- SF</td>
</tr>
<tr>
<td><strong>Shape of Tract:</strong></td>
<td>Rectangular</td>
</tr>
<tr>
<td><strong>Topography:</strong></td>
<td>Relatively Level</td>
</tr>
<tr>
<td><strong>Zoning Classification:</strong></td>
<td>DTC, MDHA-AC, OV-UZO, OV-ADE</td>
</tr>
<tr>
<td><strong>Deed Reference:</strong></td>
<td>20180802-0075845</td>
</tr>
<tr>
<td><strong>Map/Parcel:</strong></td>
<td>093-09-0-238.00</td>
</tr>
<tr>
<td><strong>Verified By:</strong></td>
<td>Register of Deeds – Davidson County</td>
</tr>
<tr>
<td><strong>Units of Comparison</strong></td>
<td></td>
</tr>
<tr>
<td><strong>Selling Price per Sq. Ft.</strong></td>
<td>$283.59/SF</td>
</tr>
<tr>
<td><strong>Gross Building Area:</strong></td>
<td>8,000 Sq. Ft. in 2 stories</td>
</tr>
</tbody>
</table>

This entire block contained 13 separate assessor identified parcels of which 6 had improvements on them at the time of the sale. All will be demolished to make way for a multi-use office tower development.

Photo taken September 12, 2018
## Assessor’s Aerial View, Photo Date 2/27/2018

<table>
<thead>
<tr>
<th><strong>Location:</strong></th>
<th>1201 McGavock St., Nashville, TN 37203</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Development Name:</strong></td>
<td>The Gulch Union Office Tower, 13th &amp; Demonbreun</td>
</tr>
<tr>
<td><strong>Grantor:</strong></td>
<td>David S. Cohen</td>
</tr>
<tr>
<td><strong>Grantee:</strong></td>
<td>12D Nashville Land Partners, LP</td>
</tr>
<tr>
<td><strong>Sale Date:</strong></td>
<td>August 1, 2018</td>
</tr>
<tr>
<td><strong>Consideration:</strong></td>
<td>$1,900,000</td>
</tr>
<tr>
<td><strong>Land Area:</strong></td>
<td>.19 Acres, or 8,400+/- SF</td>
</tr>
<tr>
<td><strong>Shape of Tract:</strong></td>
<td>Rectangular</td>
</tr>
<tr>
<td><strong>Topography:</strong></td>
<td>Relatively Level</td>
</tr>
<tr>
<td><strong>Zoning Classification:</strong></td>
<td>DTC, MDHA-AC, OV-UZO, OV-ADE</td>
</tr>
<tr>
<td><strong>Deed Reference:</strong></td>
<td>20180802-0075847</td>
</tr>
<tr>
<td><strong>Map/Parcel:</strong></td>
<td>093-09-0-229.00</td>
</tr>
<tr>
<td><strong>Verified By:</strong></td>
<td>Register of Deeds – Davidson County</td>
</tr>
<tr>
<td><strong>Selling Price per Sq. Ft. Gross Building Area:</strong></td>
<td>$226.19/SF Parking lot Improvements only</td>
</tr>
</tbody>
</table>

This entire block contained 13 separate assessor identified parcels of which 6 had improvements on them at the time of the sale. All will be demolished to make way for a multi-use office tower development.

Photo taken September 12, 2018
### Assessor’s Aerial View, Photo Date 2/27/2018

| Location: 1207 McGavock St., Nashville, TN 37203 |
| Development Name: The Gulch Union Office Tower, 13th & Demonbreun |
| Grantor: David S. Cohen |
| Grantee: 12D Nashville Land Partners, LP |
| Sale Date: August 1, 2018 |
| Consideration: $6,000,000 |
| Land Area: .39 Acres, or 16,988 +/- SF |
| Shape of Tract: Rectangular |
| Topography: Relatively Level |
| Zoning Classification: DTC, MDHA-AC, OV-UZO, OV-ADE |
| Deed Reference: 20180802-0075844 |
| Map/Parcel: 093-09-0-228.00 |
| Verified By: Register of Deeds – Davidson County |

#### Units of Comparison

| Selling Price per Sq. Ft. | $353.18/SF |
| Gross Building Area: 8,400 Sq. Ft. in 2 stories |

This entire block contained 13 separate assessor identified parcels of which 6 had improvements on them at the time of the sale. All will be demolished to make way for a multi-use office tower development.

Photo taken September 12, 2018
<table>
<thead>
<tr>
<th>Overall Development Plan View</th>
<th>Assessor’s Aerial View 2/26/2018</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Location:</strong></td>
<td>421 &amp; 425 5th Ave., S., Nashville, TN 37203</td>
</tr>
<tr>
<td>Development Name:</td>
<td>Margaritaville Hotel</td>
</tr>
<tr>
<td>Grantor:</td>
<td>Alpha Development, LLC</td>
</tr>
<tr>
<td>Grantee:</td>
<td>Jimmy’s Last Laugh, LLC</td>
</tr>
<tr>
<td>Sale Date:</td>
<td>November 14, 2016</td>
</tr>
<tr>
<td>Consideration:</td>
<td>$8,250,000</td>
</tr>
<tr>
<td>Land Area:</td>
<td>.79 Acres, or 34,412 +/- SF</td>
</tr>
<tr>
<td>Shape of Tract:</td>
<td>Rectangular</td>
</tr>
<tr>
<td>Topography:</td>
<td>Relatively Level</td>
</tr>
<tr>
<td>Zoning Classification:</td>
<td>DTC, MDHA-CM, CF, OV-ADE, OV-UDO, OV-UZO</td>
</tr>
<tr>
<td>Deed Reference:</td>
<td>20161116-0120915</td>
</tr>
<tr>
<td>Map/Parcel:</td>
<td>093-10-0-259.00 &amp; 260.00</td>
</tr>
<tr>
<td>Verified By:</td>
<td>Register of Deeds – Davidson County</td>
</tr>
</tbody>
</table>

**Units of Comparison**

| Selling Price per Sq. Ft.    | $239.74/SF |
| Unit density per acre:       | 200 room (est.) full-service hotel |

This property is currently under construction having reached the third floor in pouring of the concrete. The anticipated completion date is estimated to be in 2019. The hotel facility will be a four/five star establishment in keeping with the others in the Margaritaville chain. The transaction was at market without concessions.

Photo to the right is the extent of the construction as of September 12, 2018. The hotel is described as having 14 stories at the time of completion.
### Overall Development Plan View

**Location:** 805 Lea Ave., Nashville, TN 37203

**Development Name:** No given name to this development

**Grantor:** MLG Properties, LLC

**Grantee:** AMG 805 Lea, LLC

**Sale Date:** June 29, 2018

**Consideration:** $8,100,000

**Land Area:** .65 Acres, or 28,314 +/- SF

**Shape of Tract:** Irregular Rectangular

**Topography:** Relatively Level

**Zoning Classification:** DTC, MDHA-AC, CF, OV-ADE, OV-UZO

**Deed Reference:** 20180629-0063471

**Map/Parcel:** 093-10-0-040.00

**Verified By:** Register of Deeds – Davidson County

**Units of Comparison**

<table>
<thead>
<tr>
<th>Selling Price per Sq. Ft.</th>
<th>$286.08/SF</th>
</tr>
</thead>
<tbody>
<tr>
<td>Unit density per acre:</td>
<td>Unknown at this time</td>
</tr>
</tbody>
</table>

This property is currently in the planning/approval stage. Construction has not begun and the property is still being operated in its interim use as a Central Business District public parking lot. The transaction was at market without concessions.

Photo to the right was taken as of September 12, 2018.
PROSPECTIVE LAND SALE 2a

**Assessor’s Aerial View, Photo Date 2/27/2018**

<table>
<thead>
<tr>
<th><strong>Location:</strong></th>
<th>1301 McGovock Street, S, Nashville, TN 37203</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Development Name:</strong></td>
<td>The Gulch Union Office Tower, 13th &amp; Demonbreun Cabar, LLC</td>
</tr>
<tr>
<td><strong>Grantor:</strong></td>
<td>12D Nashville Land Partners, LP</td>
</tr>
<tr>
<td><strong>Sale Date:</strong></td>
<td>August 1, 2018</td>
</tr>
<tr>
<td><strong>Consideration:</strong></td>
<td>$15,249,353</td>
</tr>
<tr>
<td><strong>Land Area:</strong></td>
<td>.121 Acres, or 52,708 +/- SF</td>
</tr>
<tr>
<td><strong>Shape of Tract:</strong></td>
<td>See apportionment in aerial view above</td>
</tr>
<tr>
<td><strong>Topography:</strong></td>
<td>Relatively Level</td>
</tr>
<tr>
<td><strong>Zoning Classification:</strong></td>
<td>DTC, MDHA-AC, OV-UZO, OV-ADE</td>
</tr>
<tr>
<td><strong>Deed Reference:</strong></td>
<td>20180802-0075845</td>
</tr>
<tr>
<td><strong>Map/Parcel:</strong></td>
<td>093-09-0-222.00, 223, 237, 239, 240 &amp; 243</td>
</tr>
<tr>
<td><strong>Verified By:</strong></td>
<td>Register of Deeds – Davidson County</td>
</tr>
</tbody>
</table>

**Units of Comparison**

| **Selling Price per Sq. Ft.** | $289.32/SF |
| **Gross Building Area:** | 8,700 Sq. Ft. in 3 one 2 story buildings |

This entire block contained 13 separate assessor identified parcels of which 6 had improvements on them at the time of the sale. All will be demolished to make way for a multi-use office tower development.

Photo taken September 12, 2018
**Overall Development Plan View**

**Assessor’s Aerial View 2/26/2018**

<table>
<thead>
<tr>
<th><strong>Location:</strong></th>
<th>401 4th Avenue, South, S., Nashville, TN 37203</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Development Name:</strong></td>
<td>The Joseph Hotel</td>
</tr>
<tr>
<td><strong>Grantor:</strong></td>
<td>Nashville Symphony Association</td>
</tr>
<tr>
<td><strong>Grantee:</strong></td>
<td>Pizzuti Hotel Owner</td>
</tr>
<tr>
<td><strong>Sale Date:</strong></td>
<td>May 2, 2018</td>
</tr>
<tr>
<td><strong>Consideration:</strong></td>
<td>$7,250,00 plus concession of $6,000,000</td>
</tr>
<tr>
<td><strong>Land Area:</strong></td>
<td>.80 Acres, or 34,848 +/- SF</td>
</tr>
<tr>
<td><strong>Shape of Tract:</strong></td>
<td>Rectangular</td>
</tr>
<tr>
<td><strong>Topography:</strong></td>
<td>Relatively Level</td>
</tr>
<tr>
<td><strong>Zoning Classification:</strong></td>
<td>DTC, MDHA-CM, CF, OV-ADE, OV-UDO, OV-UZO</td>
</tr>
<tr>
<td><strong>Deed Reference:</strong></td>
<td>20180503-0042469</td>
</tr>
<tr>
<td><strong>Map/Parcel:</strong></td>
<td>093-10-0-338.00</td>
</tr>
<tr>
<td><strong>Verified By:</strong></td>
<td>CoStar (Gabrielle Connelly)</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th><strong>Units of Comparison</strong></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Selling Price per Sq. Ft.</strong></td>
<td>$380.22/SF</td>
</tr>
<tr>
<td><strong>Unit density per acre:</strong></td>
<td>Not known at this time</td>
</tr>
</tbody>
</table>

This property is currently under construction having reached the bottom floor level of the below ground parking deck. The anticipated completion date is estimated to be in 2019. The facility will be a four/five star boutique hotel establishment. The transaction was at market with a concession to the sellers to construct a below ground parking structure with 180 spaces devoted to the symphony’s use. Estimate cost of $6,000,000.

Photo to the right is the extent of the construction as of September 12, 2018.
NEIMAN-ROSS
CERTIFICATION OF THE APPRAISERS

We certify that, to the best of my knowledge and belief that:

1. We have, at a minimum, developed and reported this appraisal in accordance with the scope of work requirements stated in this appraisal report.
2. The statements of fact contained in this report are true and correct.
3. The appraisers have no present or contemplated future interest in the property analyzed; and neither the employment to make the analysis, nor the compensation for it, is contingent upon the conclusions determined.
4. The appraisers have no personal interest in or bias with respect to the subject matter of the analysis report. The "Conclusions Determined" in the analysis report is not based in whole or in part upon the race, color, or national origin of the prospective owners or occupants of the property analyzed, or upon the race, color or national origin of the present owners or occupants of the properties in the vicinity of the property analyzed.
5. The appraiser’s have performed no other appraisal services as appraiser or in any other capacity, regarding the property that is the subject of this report within the last three-period immediately preceding acceptance of this assignment.
6. This analysis assignment was not based on a requested minimum conclusion, a specific conclusion or the approval of a determined conclusion.
7. Compensation for completing this assignment is not contingent upon the development or reporting of a predetermined value or direction in value that favors the cause of the client, the amount of the value opinion, the attainment of a stipulated result, or the occurrence of a subsequent event directly related to the intended use of this appraisal.
8. All contingent and limiting conditions are contained, herein (imposed by the terms of the assignment or by the conclusions contained in the report). The reported analyses, opinions and conclusions are limited only by the reported assumptions and limiting conditions, extraordinary assumption and hypothetical conditions and is our personal unbiased professional analyses, opinions and conclusions.
9. William Neiman conducted a physical inspection of the exterior of the subject property on September 12, 2018. This analysis report has been prepared by the Certification signatory. No other supporting appraisal personnel have contributed to the preparation of the information presented therein.
10. No change of any item in the analysis report shall be made by anyone other than the Appraiser, and the Appraiser shall have no responsibility for any such unauthorized change.
11. The reported analyses, opinions, and conclusions were developed, and this report has been prepared, in conformity with the Code of Professional Ethics and Standards of Professional Appraisal Practice of the Appraisal Institute.
12. The use of this report is subject to the requirements of the Appraisal Institute relating to review by its duly authorized representatives.
13. As of the date of this report, William Neiman has completed the continuing education program and the Standards and Ethics Education Requirement for Designated Members of the Appraisal Institute.

Date: October 12, 2018

William J. Neiman, ASA
State Certified General
Real Estate Appraiser, CG-736
STATEMENT OF ASSUMPTIONS AND LIMITING CONDITIONS

1. The appraiser assumes no responsibility for legal matters. The subject site is assumed to be free and clear of encumbrances, except as otherwise noted, and title is assumed to be marketable.

2. Maps, plats, illustrative materials and exhibits included in this appraisal report are for illustration only, as an aid in visualizing matters discussed within the report. They should not be considered as surveys or relied upon for any other purpose. The appraiser has not made a survey of the property, and no responsibility is assumed about such matters.

3. All information as found in data furnished is deemed to be reliable. If any errors are found, the right is reserved to modify the conclusion reached. All facts and data set forth in this report are true and accurate to the best of the appraiser’s knowledge and belief but the appraiser does not warrant the accuracy of such information.

4. Unless otherwise noted in the report, the appraiser did not find any evidence that hazardous materials exist on the property. The estimate of value is based on the assumption that there are no such materials on the property; however, the appraiser is not qualified to detect these substances. No responsibility is assumed for any such conditions or for any expertise or engineering knowledge that is required to discover these substances.

5. It is assumed that there are no hidden or apparent conditions of the property, subsoil, or structures that render it more or less valuable. No responsibility is assumed for any such conditions, or for arranging engineering studies to discover them.

6. It is assumed that the property complies with all applicable zoning requirements, use regulations, and other restrictions, unless a lack of conformity has been stated, defined, and considered in the appraisal report.

7. The subject parcel was inspected from the ground. Some physical features are assumed based on conversations with those knowledgeable about the area and interpretation of existing maps and aerials. The appraiser reserves the right to modify the value conclusions if a variation in site features from those assumed in this report is revealed.

8. While various "approaches to value" and various mathematical calculations have been used in estimating value, these are but aids to the formulation of the opinion of value expressed by the appraisers in this report. In these calculations, certain arithmetical figures are rounded off to the nearest significant amount.

9. Where the value of improvement is shown separately, the value of each is segregated only as an aid to better estimating the value of the whole; and the value shown for either may, or may not, be its correct value.

10. The data and conclusions in this report are a part of the whole valuation. Each part of this report is only part of the evidence upon which the final judgment is based. Therefore, no part should be used out of context and by itself alone.

11. The appraisal has been completed without regard to race, color, religion, national origin, sex, marital status or any other prohibited basis, and does not contain references which could be regarded as discriminatory.

12. The fee for this appraisal report is not contingent upon the value reported herein or any other limiting factor.

13. The appraiser has no personal current or tentative financial interest in the subject property.
14. The appraisers, by reason of this appraisal, are not required to give further consultation or testimony, or be in attendance in court with reference to the property in question unless arrangements have been made in advance.

15. In the event that this appraisal is used as a basis for a selling price determination, no responsibility is assumed by the appraiser for the seller's inability to obtain a purchaser at the value reported herein.

16. This appraisal is made in accordance with the standards of the American Society of Appraisers and the Uniform Standards of Professional Appraisal Practice.

17. Disclosure of all or any part of the contents of this report (especially any conclusion as to value, the identity of the appraiser or firm with which he is connected, or any reference to the American Society of Appraisers) shall not be disseminated to the public through advertising media or any other public means of communication, without the prior written consent and approval of the author.

18. Disclosure of the contents of the appraisal report is governed by the Code of Professional Ethics of the Appraisal Institute and is subject to peer review.

19. Acceptance and/or use of this appraisal report by the client or any third party constitutes acceptance of the previously stated assumptions and limiting conditions. My liability extends only to the stated client, not to subsequent parties or uses of the report.

20. The Americans with Disabilities Act ("ADA") became effective January 26, 1992. I have not made a specific compliance survey and analysis of this property to determine whether or not it is in conformity with the various detailed requirements of the ADA. It is possible that a compliance survey of the property is not in compliance with one or more of the requirements of that Act. If so, this fact could have a negative effect upon the value of the property. Since I have no direct evidence relating to this issue, I did not consider possible non-compliance with the requirements of ADA in estimating the value of the property.
APPRAISER QUALIFICATIONS

BIOGRAPHY

MR. WILLIAM J. NEIMAN, ASA

Mr. Neiman is co-founder, President, and the executive officer for business and tax related valuation services at Neiman-Ross Associates, Inc. of Nashville, Tennessee. Neiman-Ross Associates is a valuation consulting firm with expertise in the full range of property appraisals, valuation of the business enterprise and the analysis of corporate acquisition/divestiture transactions with emphasis on the underlying assets.

Mr. Neiman's experience spans a number of disciplines including, business enterprise and equity-holdings valuation, merger & acquisition guidance, commercial real estate valuation, tax and reimbursement related valuations, construction cost segregation, and property tax assessment.

Prior to founding Neiman-Ross Associates, Inc. in July of 1985, Mr. Neiman was Vice President-National Director of Tax Services and a member of the Senior Professional Panel at Valuation Research Corporation. In his ten years with this firm, Mr. Neiman was instrumental in the development of the firm's healthcare and tax services practice.

Mr. Neiman began his career in August 1962 as a financial analyst with the industry's largest firm, the American Appraisal Company. During his thirteen years with American Appraisal, Mr. Neiman received training through numerous assignments as a staff appraiser, which covered a wide variety of industries and appraisal circumstances. He was subsequently appointed Supervisor in the property record automation department and in that position, he managed multi-property clients in establishing property records, conversion to automated recordkeeping systems and established the basis for third party reimbursements.

Attending Whitewater State College in Whitewater, Wisconsin (1961 to 1962) and Oakland University (1970-1971) in Rochester, Michigan, Mr. Neiman pursued a major in accounting and business administration. He is a Senior Member of the American Society of Appraisers and holds the ASA professional designation in Technical Valuation, Machinery & Equipment, Cost Survey. Mr. Neiman is a Certified General Real Estate Appraiser, Tennessee License #CG-736.
State of Tennessee

TENNESSEE REAL ESTATE APPRAISER COMMISSION
CERTIFIED GENERAL REAL ESTATE APPRAISER
WILLIAM J NEIMAN

This is to certify that all requirements of the State of Tennessee have been met.

ID NUMBER: 736
LIC STATUS: ACTIVE
EXPIRATION DATE: December 31, 2019

IN-1313
DEPARTMENT OF
COMMERCE AND INSURANCE