Mailing Address of Grantee:
Main and Morgan, LLC
c/o Johnson Development Associates, Inc.
Attention: A. Foster Chapman
100 Dunbar St.
Spartanburg, SC 29306

DEE-2013-25234
Recorded 7 Pages on 6/7/2013 4:11:19 PM
Recording Fee: $12.00 Documentary Stamps: $15,421.60
Office of Register of Deeds, Spartanburg, S.C.
Dorothy Earle, Register

# TITLE TO REAL ESTATE (DEED)

Know All Men By These Presents, That NL VENTURES VIII WEST MAIN, L.L.C., a Delaware limited liability company, having an address of c/o AIC Ventures, 4131 North Central Expressway, Suite 820, Dallas, Texas 75204 (hereinafter referred to as "Grantor"), for and in consideration of ten and no/100 dollars ($10.00) and other valuable consideration to Grantor paid by MAIN AND MORGAN, LLC, a South Carolina limited liability company, with an address of c/o Johnson Development Associates, Inc., Attention: A. Foster Chapman, 100 Dunbar St., Spartanburg, SC 29306 (hereinafter referred to as "Grantee"), the receipt whereof is hereby acknowledged subject to the Permitted Exceptions (as hereinafter defined), has granted, bargained, sold and released, and by these presents does grant, bargain, sell and release unto the said Grantee and Grantee's heirs, successors and assigns, the following described property (herein referred to as the "Land"), to wit:

See EXHIBIT A – Legal Description

TOGETHER with all improvements situated thereon and all appurtenances thereto (herein collectively referred to as the "Improvements") (the Land and Improvements are herein collectively referred to as the "Property").

This Title to Real Estate (Deed) is expressly made subject to all matters of record with respect to the Property including, without limitation, any and all restrictions, reservations or exceptions to title, and any and all encumbrances, to the extent the same are valid and subsisting and affect all or any part of the Property (collectively herein called the "Permitted Exceptions").

The property hereinabove described was acquired by the Grantor by instrument recorded January 23, 2012, in Deed Book/Page 99-Y 834, in the Office of the Register of Deeds of Spartanburg County, South Carolina.

SUBJECT TO THE PERMITTED EXCEPTIONS, TO HAVE AND TO HOLD all and singular the premises before mentioned, unto the said Grantee and Grantee's heirs, successors and assigns forever.

AND FURTHER SUBJECT TO THE PERMITTED EXCEPTIONS, the Grantor hereby covenants with said Grantee that said land is free from encumbrances made by Grantor and except for the Permitted Exceptions, Grantor will defend the same against the lawful claims of all persons claiming by, through or under said Grantor, but against none other.

[signature on next page]

DEED 103 M PG 881

WITNESS Grantor's Hand effective as of the 7th day of June, 2013.

Signed and Delivered
In the Presence of:

Witness

Witness

NL VENTURES VIII WEST MAIN, L.L.C.,
a Delaware limited liability company

By:
Name: Peter S. Carlsen
Title: President

STATE OF Texas

COUNTY OF Dallas

The foregoing instrument was acknowledged before me this 30th day of May, 2013, by Peter S. Carlsen, as President of NL Ventures VIII West Main, L.L.C., a Delaware limited liability company, on behalf of said limited liability company.

ASHLEY P. MURTAUGH
MY COMMISSION EXPIRES
August 18, 2016

Notary Public, State of Texas

My commission expires 08-18-16

(Affix notary seal)

EXHIBIT A
Property Description

Being that certain property as described in Survey prepared by J. Jeffrey Cobb, Registration No. 9667 in the State of South Carolina, dated November 28, 2011, last revised December 22, 2011, and filed as a Plat in Plat Book 166, Page 389, Spartanburg County Records and being more particularly described as follows:

**Parcel 1**

**1.382 Acres**
**189 W. Main Street**
**Spartanburg, SC**
**Spartanburg Co. TP# 7-12-20-030.00**

That certain tract or parcel of land situated, lying and being in the City of Spartanburg, Spartanburg County, South Carolina and being more particularly described as follows:

BEGINNING AT AN EXISTING #5 REBAR at the intersection of the easterly right-of-way margin of S. Daniel Morgan Avenue (variable public right-of-way) and the southerly right-of-way margin of W. Main Street (variable public right-of-way); and runs thence with the southerly right-of-way margin of W. Main Street the following three (3) courses and distances: (1) North 66°09'12" East, a distance of 264.02 feet to a new iron rod; (2) North 65°24'19" East, a distance of 41.69 feet to a new nail; (3) North 78°27'24" East, a distance of 40.01 feet to a new nail being the northeast corner of City of Spartanburg property; thence along and with the line of the City of Spartanburg and continuing with the line of the City of Spartanburg property as recorded in Deed Book 90Q, Page 410 of the Spartanburg County Public Registry South 23°23'05" East, a distance of 171.71 feet to an existing #2 rebar on the northerly right-of-way margin of W. Broad Street (variable public right-of-way); thence along and with the northerly right-of-way margin of W. Broad Street South 68°33'17" West, a distance of 355.35 feet to a new nail at the intersection of the easterly right-of-way margin of S. Daniel Morgan Avenue (variable public right-of-way); thence along and with the easterly right-of-way margin of S. Daniel Morgan Avenue North 19°48'44" West, a distance of 165.21 feet to an existing #5 rebar being the POINT OR PLACE OF BEGINNING. Containing 60,190 square feet or 1.382 acres, more or less.

**Parcel 2**

**0.237 Acres**
**Broad Street**
**Spartanburg, SC**
**Spartanburg Co. TP# 7-12-20-048.00**

That certain tract or parcel of land situated, lying and being in the City of Spartanburg, Spartanburg County, South Carolina and being more particularly described as follows:

BEGINNING AT A NEW NAIL at the intersection of the easterly right-of-way margin of S. Daniel Morgan Avenue (variable public right-of-way) and the southern right-of-way margin of W. Broad Street (variable public right-of-way), said nail being further located South 20°59'12" East, a distance of 68.10 feet from the southwest corner of Parcel 1 as described above; and runs thence with the southerly right-of-way margin of W. Broad Street North 68°33'17" East, a distance of 75.91 feet to a new iron rod being the northwest corner of 187 West Broad Street, LLC property as described in Deed Book 70K, Page 217 of the Spartanburg County Public Registry; thence along and with the line of 187 West Broad Street, LLC South 19°29'00" East, a distance of 136.82 feet to an existing #3 rebar on the northerly right-of-way margin of Central Street (30' public right-of-way); thence along and with the northerly right-of-way margin of Central Street South 71°04'00" West, a distance of 76.76 feet to a new nail at the intersection of the easterly right-of-way margin of S. Daniel Morgan Avenue (variable public right-of-way); thence along and with the easterly right-of-way margin of S. Daniel Morgan Avenue North 19°06'03" West, a distance of 133.49 feet to a new nail being the POINT OR PLACE OF BEGINNING. Containing 10,313 square feet or 0.237 acres, more or less.

**Parcel 3**

**1.027 Acres**
**126 S. Daniel Morgan Avenue**
**Spartanburg, SC**
**Spartanburg Co. TP# 7-12-14-004.01**

That certain tract or parcel of land situated, lying and being in the City of Spartanburg, Spartanburg County, South Carolina and being more particularly described as follows:

BEGINNING AT AN EXISTING NAIL on the westerly right-of-way margin of S. Daniel Morgan Avenue (variable public right-of-way) said nail being the southeast corner of

Christopher Wendell property as described in Deed Book 74P, Page 739 of the Spartanburg County Public Registry, said nail being further located South 86°02'53" West, a distance of 69.80 feet from the northwest corner of Parcel 2 as described above; and runs thence along and with the westerly right-of-way margin of S. Daniel Morgan Avenue the following three (3) courses and distances: (1) South 24°34'16" East, a distance of 19.88 feet to a new nail; (2) South 19°41'57" East, a distance of 131.70 feet to an existing #3 rebar; (3) South 19°39'54" East, a distance of 13.44 feet to an existing nail being the southeast corner of the City of Spartanburg property (no deed found); thence along and with the line of the City of Spartanburg property the following six (6) courses and distances: (1) South 72°16'11" West, a distance of 284.06 feet to a existing #3 rebar; (2) North 17°16'19" West, a distance of 5.15 feet to an existing railroad spike; (3) North 21°24'18" West, a distance of 9.20 feet to an existing #3 rebar; (4) North 19°55'34" West, a distance of 114.54 feet to an existing #3 rebar; (5) South 70°46'05" West, a distance of 11.96 feet to a new nail; (6) North 19°18'14" West, a distance of 19.04 feet to a new nail being the southwest corner of South Phifer Properties as described in Deed Book 79H, Page 423 of said Registry; thence along and with the line of South Phifer Properties and continuing with the line of Christopher Wendell property as described in Deed Book 74P, Page 739 of said Registry North 68°54'22" East, a distance of 294.64 feet to an existing nail being the POINT OR PLACE OF BEGINNING. Containing 44,727 square feet or 1.027 acres, more or less.

Tax Map Numbers: 7-12-20-030.00; 7-12-20-048.00; 7-12-14-004.01

Property Address: 189 West Main St, 126 South Daniel Morgan Ave and West Broad St, Spartanburg, Spartanburg County, South Carolina 29306

STATE OF SOUTH CAROLINA )
) AFFIDAVIT
COUNTY OF SPARTANBURG )

PERSONALLY, appeared before me the undersigned, who being duly sworn, deposes and says:

1. I have read the information on this affidavit and I understand such information.

2. The property being transferred located at 189 W. Main St., lot on Broad Street and 126 S. Daniel Morgan Avenue, Spartanburg, SC bearing Spartanburg County Tax Map Numbers as stated in the deed was transferred by NL Ventures VIII West Main, LLC to Main and Morgan, LLC on June 7, 2013.

3. The deed is subject to the deed recording fee as a transfer for consideration paid or to be paid in money or money's worth of $530,000.00.

4. Check one of the following if either item 3(a) or item 3(b) above has been checked (See Information section of this affidavit):

   (a) __X____ The fee is computed on the consideration paid or to be paid in money or money's worth of $4,168,000.00.

   (b) _____The fee is computed on the fair market value of the property is $_____.

   (c) _____The fee is computed on the fair market value of the realty as established for property tax purposes which is

5. Check Yes _____ or No _X____ to the following: A lien or encumbrance existed on the land, tenement, or realty before the transfer and remained on the land, tenement, or realty after the transfer.

6. The deed recording fee is computed as follows:

   (a) Place the amount listed in item 4 above here: $ 4,168,000.00

   (b) Place the amount listed in item 5 above here: $-0-
   (If no amount is listed, place zero here.)

   (c) Subtract Line 6(b) from Line 6(a)
   and place result here: $ 4,168,000.00

7. The deed recording fee due is based on the amount listed on Line 6(c) above and the deed recording fee due is: $15,421.60

8. As required by Code Section 12-24-70, I state that I am the responsible person who was connection with the transaction as: Attorney for Grantee

9. I understand that a person required to furnish this affidavit who wilfully furnishes a false or fraudulent affidavit is guilty of a misdemeanor and, upon conviction, must be fined not more than one thousand dollars or imprisoned not more than one year, or both.

_____
Responsible Person Connected with the Transaction
Steven M. Querin

SWORN to before me this 7th
day of June, 2013.

_____
Notary Public for SC
My Commission Expires:_____

Mary B. Olejnik
Notary Public for South Carolina
My Commission Expires
March 31, 2019