

**This document prepared by:**

Michael A. Marx  
Mallery & Zimmerman, S.C.  
731 North Jackson Street  
Suite 900  
Milwaukee, Wisconsin 53202

**AFTER RECORDING,  
RETURN TO:**

NS Retail Holdings, LLC  
5910 N. Central Expressway  
Suite 1600  
Dallas, Texas 75206

PARCEL I.D. NO.: 3122N4W1110000010031

**SPECIAL WARRANTY DEED**

**SUNSHINE CAR CARE, LLC**, a Delaware limited liability company as converted from a Florida limited liability company as evidenced by the conversion documents attached as Exhibit C, whose address is 1311 North Paul Russell Road, Suite B101, Tallahassee, Florida 32301 ("Grantor"), for and in consideration of the sum of Ten and No/100 Dollars (\$10.00) and other good and valuable consideration to it in hand paid by **NS RETAIL HOLDINGS, LLC**, a Delaware limited liability company ("Grantee"), whose address is 5910 N. Central Expressway, Suite 1600, Dallas, Texas 75206, the receipt and sufficiency of which are hereby acknowledged, has GRANTED, SOLD AND CONVEYED, and by these presents does GRANT, SELL AND CONVEY unto Grantee those certain tracts of land described in Exhibit A attached hereto (the "Land"), together with (i) all improvements located thereon ("Improvements") and (ii) all of Grantor's right, title and interest, if any, in and to all and singular the rights, benefits, privileges, easements, tenements, hereditaments, and appurtenances thereon or in anywise appertaining thereto including any right, title, and interest of Grantor in and to adjacent streets, alleys, strips, gores and rights-of-way (collectively, the "Real Property").

This conveyance is made and accepted subject to those encumbrances and exceptions set forth on the attached Exhibit B to the extent in existence, valid and affecting the Real Property (collectively, the "Permitted Exceptions").

TO HAVE AND TO HOLD the Real Property, unto Grantee, its successors, legal representatives and assigns forever, and Grantor does hereby bind itself and its successors, legal representatives and assigns to WARRANT AND FOREVER DEFEND all and singular the Real Property unto Grantee and its successors, legal representatives and assigns against every person whomsoever lawfully claiming or to claim the same, or any part thereof, by, through or under Grantor, but not otherwise, subject to the Permitted Exceptions.

This Deed is dated and made effective for all purposes as of February 10<sup>th</sup>, 2020 (the "Effective Date").

**IN WITNESS WHEREOF**, Grantor has hereunto set its hand and seal as of the day and year first above written.

Witnessed by:

SUNSHINE CAR CARE, LLC

Margaret Seifert  
Print Name: Margaret Seifert

By: Tom Chambasian  
Tom Chambasian, Manager

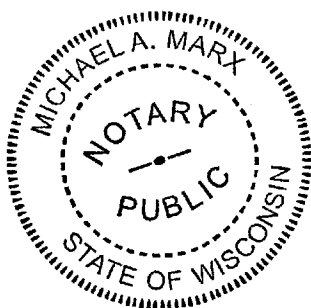
Jeannette E. Demet  
Print Name: Jeannette E. Demet

STATE OF WISCONSIN

§  
§  
§

COUNTY OF MILWAUKEE

The foregoing Special Warranty Deed was acknowledged before me this 7<sup>th</sup> day of February 2020 by Tom Chambasian, as Manager of Sunshine Car Care, LLC, a Delaware limited liability company ("Grantor"), on behalf of Grantor. He is personally known to me.



Michael A. Marx  
Notary Public, State of Wisconsin  
My commission is permanent.

**Exhibit A**  
**Legal Description**

**TRACT A:**

Commence at a nail and cap marking the Southeast corner of Lot 75 of the Hartsfield Survey of Lands in Wakulla County, Florida, and thence run South 72 degrees 49 minutes 47 seconds West along the Southerly boundary of said Lot 75 a distance of 669.07 feet to a concrete monument for the POINT OF BEGINNING. From said POINT OF BEGINNING continue South 72 degrees 49 minutes 47 seconds West along said Southerly boundary 255.00 feet to the intersection with the Easterly right of way boundary of State Road No. 369, thence run North 18 degrees 37 minutes 47 seconds East along said right-of-way boundary 155.00 feet to a concrete monument, thence run South 69 degrees 45 minutes 15 seconds East 206.90 feet to the POINT OF BEGINNING.

**TRACT B:**

Non-exclusive stormwater drainage, conveyance and treatment easement for the benefit of Tract A granted in Grant of Easement recorded in Official Records Book 557, Page 355, Public Records of Wakulla County, Florida.

Unofficial Copy

**Exhibit B**  
**Permitted Exceptions**

1. Taxes, general and special for the year 2020 and thereafter, a lien not now due and payable.
2. Liens and encumbrances created by the acts of Grantee.
3. Any matters disclosed on the Survey dated January 14, 2020, last revised on \_\_\_\_\_, 2020, prepared by Mark G Leist, Registration # 5836, of Bock & Clark Corporation
4. Easement and Abandonment of Easement by and between Super-Lube, Inc., a Florida corporation and Russell A. Bryan recorded in Official Records Book 320, Page 645, Public Records of Wakulla County, Florida, the location of which is shown on the ALTA/NSPS Land Title Survey dated January 14, 2020, last revised on \_\_\_\_\_, 2020, prepared by Mark G Leist, Registration # 5836, of Bock & Clark Corporation, an NV5 Company (the "Survey").
5. Terms and conditions of Grant of Easement by and between Russell A. Bryan and Super-Lube, Inc., a Florida corporation recorded in Official Records Book 557, Page 355, Public Records of Wakulla County, Florida, the location of which is shown on the Survey.
6. Rights of Take 5 Properties SPV LLC as tenant under an unrecorded written lease.
7. Consequences, if any, of the following matters disclosed on the Survey:
  - Easements and rights of third-parties with respect to the overhead wires traversing the subject property, power poles, guy wire, traffic signal box, storm drain inlet and site sign;
  - Subject property lies within the boundaries of Wakulla - Aaron Road.

EXHIBIT C  
Conversion Documents

#L05000065601

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

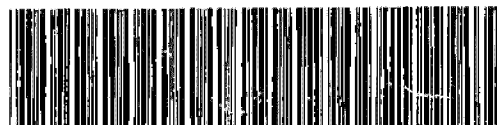
(Document Number)

Certified Copies \_\_\_\_\_

Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



200266645482

01/08/15--01002--020 \*\*25.00

FILED  
2015 JAN 16 PM 3:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
RECEIVED  
DEPARTMENT OF STATE  
15 JAN - 8 PM 12:09

K. SALY  
EXAMINER  
JAN 16 2015

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Sunshine Car Care, LLC

Name of Florida Limited Liability Company

The enclosed Articles of Conversion and fee(s) are submitted to convert a Florida Limited Liability Company into an "Other Business Entity" in accordance with s.605.1045, F.S.

Please return all correspondence concerning this matter to:

Donna Chambasian

Contact Person

Sunshine Car Care, LLC

Firm/Company

1311 N Paul Russell Road, Suite B101

Address

Tallahassee, FL 32301

City, State and Zip Code

dchambasian@superlube.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Donna Chambasian

Name of Contact Person

at ( 850 ) 222-5823 x109

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$25.00 Filing Fee

☐ \$30.00 Filing Fee  
and Certificate of  
Status

☐ \$55.00 Filing Fee  
and Certified Copy

☐ \$60.00 Filing Fee,  
Certified Copy, and  
Certificate of Status

**STREET ADDRESS:**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

CR2E106 (07/14)



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

January 9, 2015

DONNA CHAMBASIAN  
SUNSHINE CAR CARE, LLC  
1311 N PAUL RUSSELL RD, STE. B101  
TALLAHASSEE, FL 32301

SUBJECT: SUNSHINE CAR CARE, LLC  
Ref. Number: L05000065601

We have received your document for SUNSHINE CAR CARE, LLC and your check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

As a condition of a conversion, pursuant to s.605.0212(9) & s.605.0212(10), Florida Statutes, the entity must be active and current in filing its annual reports with the Department of State through December 31 of the calendar year in which the conversion is submitted for filing.

The effective date of the conversion cannot be prior to the date of filing nor more than 90 days after the date of filing and must be the same as the effective date listed in the Florida Articles of Organization, if any.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Karen A Saly  
Regulatory Specialist II

Letter Number: 815A00000468

**Articles of Conversion**  
**For**  
**Florida Limited Liability Company**  
**Into**  
**"Converted or Other Business Entity"**

**FILED**  
 2015 JAN 16 PM 3:45  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

The Articles of Conversion is submitted to convert the following **Florida Limited Liability Company** into an **"Other Business Entity"** in accordance with s. 605.1045, Florida Statutes.

1. The name of the **Florida Limited Liability Company** converting into the "Other Business Entity" is:

Sunshine Car Care, LLC

Enter Name of Florida Limited Liability Company

2. The name of the "Converted or Other Business Entity" is:

Sunshine Car Care, LLC

Enter Name of "Converted or Other Business Entity"

3. The "Converted or Other Business Entity" is a limited liability company

(Enter entity type. Example: corporation, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.)

organized, formed or incorporated under the laws of Delaware

(Enter state, or if a non-U.S. entity, the name of the country)

on December 8, 2014

(Date of organization, formation or incorporation)

and the formation document is attached (if applicable).

4. The plan of conversion was approved by the converting Florida Limited Liability Company in accordance with Chapter 605, F.S.

5. This conversion shall be effective in Florida on: \_\_\_\_\_

(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date of the conversion under the laws governing the "Other Business Entity.")



6. If the "Converted or Other Business Entity" is an out-of-state entity not registered to transact business in Florida, the "Converted or Other Business Entity":

a.) Lists the following street and mailing address of an office the Florida Department of State may send and process served on the department pursuant to 605.0117 and Chapter 48.

Street Address: 1311 N Paul Russell Road, Suite B101  
Tallahassee, FL 32301  
 Mailing Address: Same as above

7. The "Converted or Other Business Entity" has agreed to pay any members having appraisal rights the amount to which such members are entitled under ss. 605.1006 and 605.1061-605.1072, F.S.

Signed this 7th day of January, 2015

Signature: [Signature]  
 Must be signed by a Member or Authorized Representative

Printed Name: Tom CHambasian Title: Managing Member

**Fees:** Filing Fee: \$25.00  
 Certified Copy: \$30.00 (Optional)  
 Certificate of Status: \$5.00 (Optional)

FILED  
 2015 JAN 16 PM 3:45  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA