

BILL OF SALE

KNOW ALL MEN BY THESE PRESENTS, that for and in consideration of One Thousand And No/100 Dollars (\$1,000.00), and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the City of Memphis, a municipal corporation (“**Seller**”) does now hereby grant, bargain, sell, assign, transfer and convey unto Memphis Greenspace, Inc., a Tennessee not for profit public benefit corporation (“**Purchaser**”), its successors and assigns, good and merchantable title in and to all personal property (the “**Assets**”) of every kind and description owned by Seller and situated in, on, over and under the real property and improvements thereon (the “**Real Property**”) commonly known as Memphis Park – Front, described in Exhibit "A" attached hereto and incorporated herein by reference; provided.

TO HAVE AND TO HOLD the Assets unto Purchaser, its successors and assigns, forever.

Seller hereby covenants and warrants to Purchaser that Seller has good title to the Assets, free and clear of all security interests, liens and encumbrances of whatever kind or nature and that Seller has good right to sell the same as aforesaid.

SELLER IS SELLING AND DELIVERING THE ASSETS IN “AS IS”, “WHERE IS”, “WITH ALL FAULTS” CONDITION AND SELLER MAKES NO REPRESENTATIONS OR WARRANTIES, EXPRESS OR IMPLIED AS TO MERCHANTABILITY, FITNESS FOR PARTICULAR PURPOSE OR ANY MATTER WITH RESPECT TO THE CONDITION OF THE ASSETS.

This Bill of Sale shall be construed under and enforced in accordance with the laws of the State of Tennessee.

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~~19~~th day of December, 2017. **IN WITNESS WHEREOF**, Seller has caused this Bill Of Sale to be executed as of the

SELLER:

City of Memphis,
a municipal corporation

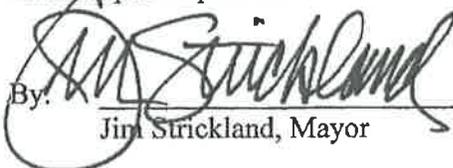
By: 
Jim Strickland, Mayor



EXHIBIT "A"

TO BILL OF SALE

Real Property Description

The following described Land in Shelby County, Tennessee:

Real property located at 0 North Front Street, Memphis, Shelby County, Tennessee and bounded on the north by Jefferson Avenue (225 feet right of way), on the east by Front Street (457 feet right of way), on the South by Court Avenue (300 feet right of way) and on the west by Riverside Drive (465 feet right of way) containing 2.75 acres, more or less.

Tax Parcel 002-004-00001