

Caroline County Commissioners
Recordation Tax: \$15,000.00
Prop ID : 05 - 026431
bsn 01/26/2021

I hereby certify that all public taxes,
assessment's andcharges due on this
proerty transferred by this deed have
been paid. Caroline County Tax Office
01/26/2021 bsn

First American Title Insurance Company
National Commercial Services
Attn: Jordan A. Dunn
1125 17th Street, Suite 500
Denver, CO 80202

Caroline County Circuit Court	
IMP FD SURE	\$40.00
RECORDING FEE	\$20.00
TR TAX STATE	\$7,500.00
TR TAX COUNTY	\$7,500.00
TOTAL	\$15,060.00
TBL CB	
Jan 26, 2021	04:04 pm

Instrument Prepared By and Return To:
Whiteford Taylor & Preston, L.L.P.
1021 East Cary Street, Suite 1700
Richmond, Virginia 23219

SPECIAL WARRANTY DEED

THIS SPECIAL WARRANTY DEED (this "Deed"), dated as of the 31st day of December, 2020, by and between TILGHMAN PROPERTIES, LLC, a Maryland limited liability company (the "Grantor"), and SCI TILGHMAN MHP VA LLC, a Virginia limited liability company (the "Grantee"), provides:

That for and in consideration of the sum of One Million Five Hundred Thousand Dollars (\$1,500,000.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Grantor does hereby grant and convey unto Grantee, in fee simple with SPECIAL WARRANTY, all of its interest in the real estate described on Exhibit A attached hereto, together with all improvements located thereon (the "Real Estate").

This conveyance is made subject to all encumbrances, easements, conditions, restrictions and agreements of record that lawfully apply to the Real Estate including but not limited to those set forth on Exhibit B attached hereto and made a part hereof, and matters that would be reflected by an accurate survey of the Real Estate. This conveyance is also made together with all appurtenant easements of record that lawfully apply to the Real Estate or any part thereof.

TO HAVE AND TO HOLD the Real Estate, together with all rights, privileges, and advantages thereunto belonging or appertaining to the Grantee, its successors and assigns, forever.

REMAINDER OF PAGE LEFT INTENTIONALLY BLANK
SIGNATURE PAGE TO FOLLOW

SIGNATURE PAGE TO SPECIAL WARRANTY DEED

IN WITNESS WHEREOF, this Deed has been duly executed on behalf of the Grantor by its duly authorized representative.

GRANTOR:

TILGHMAN PROPERTIES, LLC
a Maryland limited liability company

By: Philip L. Tilghman
Philip Tilghman, Sole Member

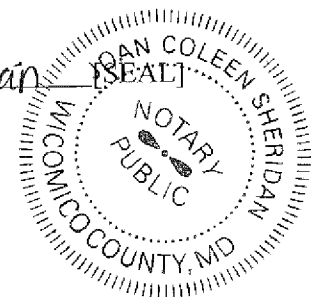
WITNESS:

Kristin N. Gilbert

STATE OF MARYLAND:
COUNTY/CITY OF MICOMICO, to wit:

I hereby certify that on this 31st day of December, 2020, before me, the undersigned Notary Public in and for the State of Maryland, at large, personally appeared Philip Tilghman, sole member of Tilghman Properties, LLC, a Maryland limited liability company, known to me or satisfactorily proven to be the person whose name is subscribed to the foregoing instrument and acknowledged that he executed the foregoing instrument on behalf of the company for the purposes set forth herein.

Joan Coleen Sheridan
Notary Public



My Commission Expires: 6/14/2024
Registration Number: _____

MARYLAND
FORM
WH-AR

**Certification of Exemption from Withholding Upon
Disposition of Maryland Real Estate Affidavit of
Residence or Principal Residence**

2020

Based on the certification below, Transferor claims exemption from the tax withholding requirements of §10-912 of the Tax-General Article, Annotated Code of Maryland. Section 10-912 provides that certain tax payments must be withheld and paid when a deed or other instrument that effects a change

in ownership of real property is presented for recordation. The requirements of §10-912 do not apply when a transferor provides a certification of Maryland residence or certification that the transferred property is the transferor's principal residence.

1. Transferor Information

Name of Transferor Tilghman Properties, LLC

2. Description of Property (Street address. If no address is available, include county, district, subdistrict and lot numbers).

206 Tilghman Avenue, Federalsburg, MD 21632

3. Reasons for Exemption

Resident Status

As of the date this form is signed, I, Transferor, am a resident of the State of Maryland.

Transferor is a resident entity as defined in Code of Maryland Regulations (COMAR)03.04.12.02B(11), I am an agent of Transferor, and I have authority to sign this document on Transferor's behalf.

Principal Residence

Although I am no longer a resident of the State of Maryland, the Property is my principal residence as defined in IRC 121 (principal residence for 2 (two) of the last 5 (five) years) and is currently recorded as such with the State Department of Assessments and Taxation.

Under penalty of perjury, I certify that I have examined this declaration and that, to the best of my knowledge, it is true, correct, and complete.

3a. Individual Transferors

Witness

Name

**Date

Signature

3b. Entity Transferors

Witness/Attest

Joan Gordon Jordan

Tilghman Properties, LLC

Name of Entity

By

Philip L. Tilghman

Philip Tilghman

12/31/20

Name

**Date

Sole Member

Title

** Form must be dated to be valid.

Note: Form is only valid if it was executed on the date the Property was transferred and is properly recorded with the Clerk of the Court.

To the Clerk of the Court: Only an un-altered Form WH-AR should be considered a valid certification for purposes of Section 10-912.

I HEREBY CERTIFY THAT THE WITHIN INSTRUMENT WAS PREPARED UNDER THE SUPERVISION OF AN ATTORNEY DULY ADMITTED TO PRACTICE BEFORE THE COURT OF APPEALS OF MARYLAND.


Signature

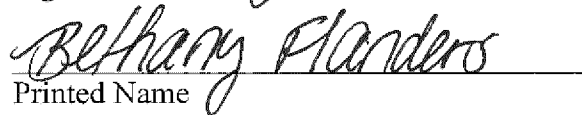

Printed Name

EXHIBIT A

THE REAL ESTATE

ALL THAT PIECE OF PARCEL OF LAND SITUATE, LYING AND BEING IN THE FIFTH ELECTION DISTRICT OF CAROLINE COUNTY, MARYLAND, IN THE TOWN OF FEDERALSBURG, CONTAINING 20.1241 ACRES OF LAND, MORE OR LESS, BEING PARCEL "A" ON A PLAT BY FRANK L. COLT, SURVEYOR, FILED IN THE PLAT RECORDS OF CAROLINE COUNTY IN PLAT BOOK 11, FOLIO 702, EXCEPTING, HOWEVER, THE DEED OF DEDICATION TO THE MAYOR AND COUNCIL OF FEDERALSBURG, MARYLAND, BY DEED DATED JANUARY 24, 2000, AND RECORDED AMONG THE LAND RECORDS OF CAROLINE COUNTY, MARYLAND IN LIBER 383, FOLIO 441, AND ALSO BEING MORE PARTICULARLY DEPICTED ON THAT PLAT ENTITLED " TILGHMAN BROTHERS MOBILE HOME PARK", PREPARED BY GEORGE E. YOUNG III, P.C., AND RECORDED AMONG THE PLAT RECORDS OF CAROLINE COUNTY, MARYLAND, IN PLAT BOOK 24, FOLIO 1431: AND BEING ALL AND THE SAME LAND WHICH WAS CONVEYED UNTO TILGHMAN PROPERTIES, LLC, BY DEED DATED JUNE 25, 2008, FROM PHILIP L. TILGHMAN, AND RECORDED AMONG THE AFORESAID LAND RECORDS IN LIBER 822, FOLIO 130.

Exhibit B

PERMITTED EXCEPTIONS

1. State, County and Municipal Taxes and other charges (including, but not limited to, assessments by any State, County, Municipality, Metropolitan District or Commission) subsequent to June 30, 2021. In addition this policy of title insurance does not insure against possible future tax levies and/or front foot benefit assessments, nor against such public charges and assessments, or the balance thereof for existing or proposed improvements, which may have been levied or assessed, or to be levied or assessed, but which are not now due and payable to said State, County, Municipality, Metropolitan District or Commission.
2. Front foot benefit charges due and payable after December 31, 2020.
3. Rights of tenants in possession under unrecorded leases.
4. Water charges, sanitary sewer service charges and solid waste charges arising in connection with the Land subsequent to the Date of Policy.
5. Any defect, lien, encumbrance, adverse claim, or other matter created by or arising out of the inaccessibility of the Caroline County Maryland Land Records, including, but not limited to, (i) an inability to search the Public Records after September 20, 2020, or (ii) any delay in recordation of Deed in the Public Records.
6. Any invalidity, unenforceability, lack of priority, defect, lien, encumbrance, adverse claim, or other matter created by or arising out of the inaccessibility of the Caroline County Maryland Land Records, including, but not limited to, (i) an inability to search the Public Records after September 20, 2020, (ii) any delay in recordation of the documents [Deed of Trust or] creating the lien of the Insured Mortgage in the Public Records, or (iii) any claim based on an assertion that the recording of the Insured Mortgage failed to be timely.
7. Notwithstanding the recitation of acreage or square footage contained in Schedule C hereof or referenced on the Plat referred to in Schedule C hereof, nothing herein contained shall be construed as a guarantee of the computation of such acreage or square footage.
8. Deed of Dedication among John F. Tilghman, Jr., et al and the Mayor and Council of Federalsburg, Maryland dated January 24, 2000 and recorded on April 7, 2000 among the Land Records of Caroline County, Maryland in Liber 383, folio 441.
9. Utility Easement dated January 24, 2000, made by and among John F. Tilghman, Jr., et al and the Mayor and Council of Federalsburg, Maryland, and recorded on April 7, 2000 among the Land Records of Caroline County, Maryland in Liber 383, folio 444.
10. Utility Easement Agreement dated September 26, 1995, made by and among John F. Tilghman, Jr., et al and Delmarva Power & Light Company, and recorded on August 16, 1996 among the Land Records of Caroline County, Maryland in Liber 303, folio 500.
11. Right-of-Way dated November 28, 1961, made by and among Medford Coulbourne, et al and The Eastern Shore Public Service Company of Maryland, et al, and recorded on February 16, 1962 among the Land Records of Caroline County, Maryland in Liber DRH 147, folio 179.
12. Right-of-Way dated September 27, 1963, made by and among Medford Coulbourne, et al and The Eastern Shore Public Service Company of Maryland, et al, and recorded on October 23, 1963 among the Land Records of Caroline County, Maryland in Liber DRH 151, folio 438.

13. Right-of-Way dated September 16, 1965, made by and among Medford Coulbourne, et al and The Eastern Shore Public Service Company of Maryland, et al, and recorded on October 21, 1965 among the Land Records of Caroline County, Maryland in Liber DRH 157, folio 283.
14. Right-of-Way dated May 11, 1966, made by and among Medford Coulbourne, et al and The Eastern Shore Public Service Company of Maryland, et al, and recorded on May 22, 1966 among the Land Records of Caroline County, Maryland in Liber MCB 159, folio 342.
15. Right-of-Way dated February 12, 1968, made by and among Medford Coulbourne, et al and Delmarva Power & Light Company of Maryland, and recorded on February 23, 1968 among the Land Records of Caroline County, Maryland in Liber MCB 164, folio 250.
16. Right-of-Way dated June 11, 1968, made by and among Medford Coulbourne, et al and Delmarva Power & Light Company of Maryland, and recorded on July 22, 1968 among the Land Records of Caroline County, Maryland in Liber MCB 165, folio 274.
17. Right-of-Way dated January 5, 1970, made by and among Medford Coulbourne, et al and Delmarva Power & Light Company of Maryland, and recorded on January 30, 1970 among the Land Records of Caroline County, Maryland in Liber MCB 169, folio 492.
18. Right-of-Way dated January 18, 1971, made by and among Medford Coulbourne, et al and Delmarva Power & Light Company of Maryland, and recorded on February 19, 1971 among the Land Records of Caroline County, Maryland in Liber MCB 172, folio 571.
19. Deed between Medford R. Coulbourn, et al and State Roads Commission of Maryland, et al dated January 11, 1971 and recorded on February 9, 1971 among the Land Records of Caroline County, Maryland in Liber MCB 172, folio 437 (Plats 40599 & 40600)
20. Deed between Medford R. Coulbourn, et al and State Roads Commission of Maryland, dated March 24, 1954 and recorded on March 24, 1954 among the Land Records of Caroline County, Maryland in Liber DRH 121, folio 381 (Plats 10950 & 11025)
21. Right-of-Way dated September 24, 1954, made by and among Medford Coulbourne, et al and The Eastern Shore Public Service Company of Maryland, and recorded on October 22, 1954 among the Land Records of Caroline County, Maryland in Liber DRH 123, folio 475.
22. Subject to notes, notations, rights of way, easements, setbacks, reservations, building restriction lines and restrictions as set forth upon a Plat entitled "Parcels 'A' and 'B', Medford R. Coulbourn" and recorded in Plat Book 11, Page 702.
23. Deed dated March 24, 1954 and recorded March 24, 1954 among the aforesaid Land Records in Liber 121, folio 381 by and between Medford R. Coulbourn and Bessie M. Coulbourn, his wife et al and Robert W. Holt and Mary B. Holt, his wife.

State of Maryland Land Instrument Intake Sheet

Baltimore City County: Caroline

Information provided is for the use of the Clerk's Office, State Department of Assessments and Taxation, and County Finance Office Only. (Type or Print in Black Ink Only--All Copies Must Be Legible)

Space Reserved for Circuit Court Clerk Recording Validation

Form sections 1-11 including: 1. Type(s) of Instruments, 2. Conveyance Type, 3. Tax Exemptions, 4. Consideration and Tax Calculations, 5. Fees, 6. Description of Property, 7. Transferred From, 8. Transferred To, 9. Other Names to Be Indexed, 10. Contact/Mail Information, 11. Assessment Information.

Space Reserved for County Validation

Caroline County Circuit Court
IMP FD SURE \$40.00
RECORDING FEE \$20.00

TOTAL \$60.00
TBL CB
Mar 16, 2021 08:03 am

Caroline County Commissioners
Recordation Tax: \$0.00
Prop ID : 05 - 026431
bsn 03/16/2021

Instrument Prepared By and Return To:
Whiteford Taylor & Preston, L.L.P.
1021 East Cary Street, Suite 1700
Richmond, Virginia 23219

**THIS DEED IS EXEMPT FROM RECORDATION TAX
PURSUANT TO THE PROVISIONS OF MD CODE §12-108. (p)(2)(i).**

DEED OF CONTRIBUTION

THIS DEED OF CONTRIBUTION (this "Deed"), dated as of the 23 day of February, 2021, by and between **SCI TILGHMAN MHP VA, LLC**, a Virginia limited liability company (the "Grantor"), and **SCI TILGHMAN MHP LLC**, a Maryland limited liability company (the "Grantee"), both which are wholly owned by SCI Growth & Income Fund III, LLC, a Delaware limited liability company, provides:

That for and in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Grantor does hereby grant and convey unto Grantee, in fee simple with SPECIAL WARRANTY, all of its interest in the real estate described on Exhibit A attached hereto, together with all improvements located thereon (the "Real Estate").

This conveyance is made subject to all encumbrances, easements, conditions, restrictions and agreements of record that lawfully apply to the Real Estate including but not limited to those set forth on Exhibit B attached hereto and made a part hereof, and matters that would be reflected by an accurate survey of the Real Estate.

This conveyance is also made together with all appurtenant easements of record that lawfully apply to the Real Estate or any part thereof.

TO HAVE AND TO HOLD the Real Estate, together with all rights, privileges, and advantages thereunto belonging or appertaining to the Grantee, its successors and assigns, forever.

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SIGNATURE PAGE TO FOLLOW

SIGNATURE PAGE TO DEED OF CONTRIBUTION

IN WITNESS WHEREOF, this Deed has been duly executed on behalf of the Grantor by its duly authorized representative.

GRANTOR:

SCI TILGHMAN MHP VA LLC
a Virginia limited liability company

By: SCI Growth & Income Fund III, LLC
its Sole Member

By: Sunrise Manager III, LLC
its Manager

By: [Signature]
Name: Kevin Bupp
Title: Authorized Officer

WITNESS:

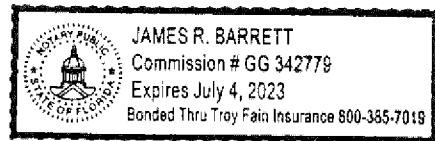
[Signature]

STATE OF Florida:
COUNTY/CITY OF Pinellas to wit:

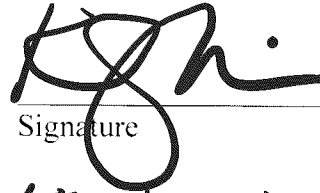
I hereby certify that on this 23 day of February, 2021, before me, the undersigned Notary Public in and for the State of Florida, at large, personally appeared Kevin Bupp, the Authorized Officer of Sunrise Manager III, LLC, the Manager of SCI Growth & Income Fund III, LLC, the Sole Member of SCI Tilghman MHP VA LLC, a Virginia limited liability company, known to me or satisfactorily proven to be the person whose name is subscribed to the foregoing instrument and acknowledged that he executed the foregoing instrument on behalf of the company for the purposes set forth herein.

[Signature] [SEAL]
Notary Public

My Commission Expires: 7/4/2023
Registration Number: GG 342779



I hereby certify that the within instrument was prepared under the supervision of an attorney duly admitted to practice before the court of appeals of Maryland.



Signature

Kimberly Min, Esq.

Printed Name

EXHIBIT A

THE REAL ESTATE

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Exhibit B

PERMITTED EXCEPTIONS

1. State, County and Municipal Taxes and other charges (including, but not limited to, assessments by any State, County, Municipality, Metropolitan District or Commission) subsequent to June 30, 2021. In addition this policy of title insurance does not insure against possible future tax levies and/or front foot benefit assessments, nor against such public charges and assessments, or the balance thereof for existing or proposed improvements, which may have been levied or assessed, or to be levied or assessed, but which are not now due and payable to said State, County, Municipality, Metropolitan District or Commission.
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