

DOCUMENT NO: 808585
RECORDED: August 05, 2020 02:06:00 PM
TOTAL FEES: \$59.00 TRANSFER TAX: \$0.00
COUNTY CLERK: JUSTIN CRIGLER
DEPUTY CLERK: MICHELLE EICKHOFF
COUNTY: BOONE COUNTY
BOOK: D1149 PAGES: 15 - 22
GROUP ID: 2027

SPECIAL WARRANTY DEED

TURFWAY PARK, LLC, a Delaware limited liability company authorized to do business in the Commonwealth of Kentucky, ("**Grantor**"), having a mailing address of 600 N. Hurstbourne Parkway, Suite 400, Louisville, Kentucky 40222, in exchange for One Dollar (\$1.00) and other good and valuable consideration, the receipt of which is acknowledged, does hereby grant, bargain, sell and convey, with special warranty covenants, to **CITY OF FLORENCE, KENTUCKY**, a Kentucky City of the Home Rule Class ("**Grantee**"), whose mailing address is 8100 Ewing Boulevard, Florence, Kentucky 41042, the real property located in the County of Boone and Commonwealth of Kentucky more particularly described on **Exhibit A** attached hereto and made a part hereof (the "**Property**").

For purposes of compliance with KRS 382.135, the full name of Grantor and Grantee are their respective full names.

This conveyance is exempt from transfer tax pursuant to KRS 142.050(7)(b).

Together with all PRIVILEGES AND APPURTENANCES thereto belonging. TO HAVE AND TO HOLD to Grantee, its heirs, successors and assigns forever.

Notwithstanding that this deed is made with covenants of general warranty, the Property and this conveyance is subject to: (i) all covenants, easements and restrictions of record; and (ii) non-delinquent real estate taxes and installments of assessments. Real estate taxes for the year 2020 shall be paid by the Grantor.

IN WITNESS WHEREOF, Grantor has caused this instrument to be executed and delivered as of July 31, 2020.

RETURN TO:

Return to:
CHICAGO TITLE COMPANY, INC.
12500 Reed Hartman Hwy, Suite 120
Cincinnati, Ohio 45241 38200372

[SIGNATURE PAGE TO FOLLOW]

Signature Page to Deed to City of Florence, Kentucky

GRANTOR:

TURFWAY PARK, LLC,
a Delaware limited liability company

By: Erik Furlan
Erik Furlan

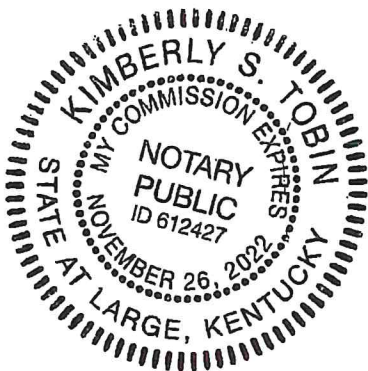
Its: Authorized Representative

COMMONWEALTH OF KENTUCKY)
) SS:
COUNTY OF *Jefferson*)

The foregoing instrument was sworn to and acknowledged before me this 29th day of July, 2020 by Erik Furlan, as Authorized Representative of Turfway Park, LLC, a Delaware limited liability company on behalf of Turfway Park, LLC, a Delaware limited liability company.

Kimberly A. Robin
Notary Public
My Commission Expires: 11/26/2022

Notary No: 612427



AFFIDAVIT OF VALUE

The undersigned hereby swear and affirm, under penalty of perjury, that \$17,500,000 is the full value for the property transferred thereby. Grantee joins in the execution of this Deed for the sole purpose of certifying the amount of the value of the property. The parties hereby further declare and state that the tax bill for the tax year of this property transfer should be sent to Grantee at the following address: 600 N. Hurstbourne Parkway, Suite 400, Louisville, Kentucky 40222.

GRANTOR:

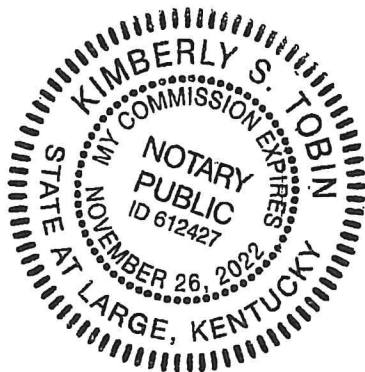
TURFWAY PARK, LLC,
a Delaware limited liability company

By: Erik Furlan
Erik Furlan

Its: Authorized Representative

COMMONWEALTH OF KENTUCKY)
) SS:
COUNTY OF Jefferson)

The foregoing instrument was sworn to and acknowledged before me this 29th day of July, 2020 by Erik Furlan, as Authorized Representative of Turfway Park, LLC, a Delaware limited liability company on behalf of Turfway Park, LLC, a Delaware limited liability company



Kimberly S. Tobin
Notary Public
My Commission Expires: 11/26/2022

Notary No: 612427

**CITY OF FLORENCE, KENTUCKY,
a Kentucky City of the Home Rule Class**

By: Deane E. Whalen

Title: Mayor

Date: 07/28/2020

COMMONWEALTH OF KENTUCKY

3

) SS:

)

The foregoing instrument was sworn to and acknowledged before me this 28th day of July, 2020 by Diane E. Whalen, the Mayor of the CITY OF FLORENCE, KENTUCKY, as authorized by Municipal Order No. MO-10-20 of the CITY OF FLORENCE, KENTUCKY.

Jan Tars

Notary Public

Commission Expires: 03/14/2023

Notary Number: 619375

This instrument prepared by:

James E. Parsons, Esq.
Keating Muething & Klekamp PLL
One East Fourth Street, Suite 1400
Cincinnati, OH 45202-3752
Ph: (513) 579-6960
Fax: (513) 579-6457

EXHIBIT A

GROUP NO.: 2027

Land situated in the City of Florence in the County of Boone in the State of Kentucky

A parcel of land lying on the Easterly side of Turfway Road. in Boone County, Kentucky and being more particularly described as follows:

TRACT A:

Beginning at a point in the Easterly right-of-way line of Turfway Road, said point also being the Westernmost corner of Lawrence Gallenstein (Deed Book 109, Page 20), and common corner with Turfway Park Racing Association, Inc. (Deed Book 344, Page 11, Parcel III), both Deeds recorded in the Boone County Clerk's Office, Burlington, and running thence with the common line of Turfway Park Racing Association, Inc. and Gallenstein S 42-12-13 E 578.09 feet to an existing iron pin; thence N 48-24-45 E 249.63 feet to an existing iron pin at the common corner of Turfway Park Racing Association, Inc. and Christ's Chapel Assembly of God (Deed Book 478, Page 294); thence with the common line of Turfway Park Racing Association, Inc. and Christ's Chapel Assembly of God, Inc. S 42-07-50 E 170.15 feet to an existing iron pin; thence N 59-42-24 E 482.53 feet to an existing iron pin at the common corner of Turfway Park Racing Association, Inc. and William Rice (Deed Book 299, Page 14); thence with the common line of Turfway Park Racing Association, Inc. and William Rice S 83-52-09 E 358.09 feet to an existing iron pin; thence N 63-00-14 E 290.06 feet to an existing iron pin at the common corner of Turfway Park Racing Association, Inc. and James Gallenstein (Deed Book 239, Page 278); thence with the common line of Turfway Park Racing Association, Inc. and James Gallenstein S 39-24-13 E 333.91 feet to an existing iron pin; thence with the common line of Turfway Park Racing Association, Inc., James Gallenstein, and The Roman Catholic Diocese of Covington S 41-54-55 E 702.10 feet to an existing iron pin; thence S 49-35-05 W 115.11 feet to an existing iron pin; thence S 38-43-33 E 416.30 feet to an existing iron pin; thence S 38-58-13 E 1429.71 feet to an iron pin (set) at the common corner of Turfway Park Racing Association, Inc. and Trigger Real Estate Corporation (Deed Book 701, Page 171), thence with the common line of Turfway Park Racing Association, Inc. and Trigger Real Estate Corporation S 50-36-52 W 659.55 feet to an iron pin (set); thence S 32-24-59 W 754.70 feet to an existing iron pin in the Northerly common line of Turfway Park Racing Association, Inc. and Continental 70 Fund Limited Partnership (Deed Book 705, Page 13); thence with the common line of Turfway Park Racing Association, Inc., Continental 70 Fund Limited Partnership, Dayton Hudson Corporation (Deed Book 705, Page 26) and a curve to the Left, said curve having a radius of 621.62 feet, a chord bearing and distance of S 68-44-49 W 155.95 feet, an arc distance of 156.36 feet to a point; thence with a curve to the Right, said curve having a radius of 215.00 feet, a chord bearing and distance of N 80-54-12 W 262.10 feet, an arc distance of 281.85 feet to a point; thence N 43-20-54 W 38.14 feet to an iron pin (set); thence S 51-10-50 W 610.71 feet to an iron pin (set); thence by land to be subdivided and retained by Turfway Park Racing Association, Inc., N 41-10-33 W 61.45 feet to an iron pin (set); thence N 74-24-07 W 82.17 feet to an iron pin (set); thence N 66-27-35 W 79.19 feet to an iron pin (set); thence N 57-15-48 W 311.97 feet to an iron pin (set); thence S 48-33-13 W 174.22 feet to a point; thence S 5-50-14 W 91.68 feet to an iron pin (set) in the Northeast right-of-way line of Turfway Road; thence N 38-47-46 W, along the Northeasterly right-of-way line of Turfway Road, 382.36 feet to an iron pin (set); thence leaving said right-of-way line and by land to be subdivided and retained by Turfway Park Racing Association, Inc. N 51-12-14 E 173.41 feet to a P.K. nail (set); thence N 33-41-19 E 389.97 feet to a P.K. nail (set); thence N 57-51-50 W 130.14 feet to a P.K. nail (set); thence N 53-47-25 W 300.93 feet to a P.K. nail (set); thence N 53-43-25 W 132.36 feet to a P.K. nail (set); thence N 47-56-24 W 111.25 feet to a P.K. nail (set); thence N 42-38-06 W 118.09 feet to a P.K. nail (set); thence S 83-16-49 W 105.57 feet to a P.K. nail (set)

in the Easterly right-of-way line of Turfway Road; thence with the Easterly right-of-way line of Turfway Road and a curve to the Left, said curve having a radius of 263.17 feet, a chord bearing and distance of N 2-51-52 W 307.53 feet, an arc distance of 328.43 feet to a point; thence N 38-36-59 W 1950.14 feet, along the Northerly right-of-way line of Turfway Road, to a point in the Northerly right-of-way line of Turfway Road; thence N 49-39-14 E 1035.84 feet along the Easterly right-of-way line of Turfway Road to the place of beginning and containing 197.0800 acres, more or less.

TOGETHER WITH:

TRACT B:

Those non-exclusive utility and signage easements for the benefit of Tract A, as created by that certain Deed dated May 2, 1991 by and between Turfway Park Racing Association, Inc. and St. Luke Hospital, Inc. of record in Deed Book 452, Page 177; and

Those certain non-exclusive easements for the benefit of Tract A, as created by that certain Reciprocal Storm Water Drainage Easement Agreement dated effective May 2, 1991 and by and among Turfway Park Racing Association, Inc. and St. Luke Hospital, Inc., of record in Easement Book 26, Page 265, both of the Clerk's Office, Boone County, Kentucky.

TRACT C: Those non-exclusive easements for ingress and egress for the benefit of Tract A, as created by that certain Roadway Easement and Maintenance Agreement, dated March 17, 1999, and by and among Trigger Real Estate Corporation and Turfway Park, LLC, of record in Easement Book 54, Page 219, Clerk's Office, Boone County, Kentucky.

TRACT D:

Those certain non-exclusive easements for the benefit of Tract A, as created by that certain Roadway, Drainage, Parking and Light Pole Easements and Maintenance Agreement, dated March 17, 1999, by and between Turfway Racing Park Association, Inc. and Turfway Park, LLC, of record in Easement Book 54, Page 232; having been amended by that certain Amendment to Roadway, Drainage, Parking and Light Pole Easements and Maintenance Agreement, dated November 15, 2007, between Kentucky Wayturf, LLC, Shihasi Turfway, LLP, and Northern Kentucky Association of Realtors, Inc., of record in Easement Book 72, Page 224, both of the Clerk's Office, Boone County, Kentucky. ice.

There is Excepted from the above described Tract A that certain tract of land conveyed to the Commonwealth of Kentucky, for the use and benefit of the Transportation Cabinet Department of Highways, by deed dated July 8, 2005, of record in Highway Deed Book 19, Page 329, Clerk's Office, Boone County, Kentucky, and

There is also Excepted from the above described Tract A that certain tract of land conveyed to the City of Florence, Kentucky, by deed dated September 11, 2001, of record in Deed Book 816, Page 269, Clerk's Office, Boone County, Kentucky.

Also more particularly described in the survey by Viox & Viox dated April 25, 2011 as follows:

TURFWAY PARK, LLC

DESCRIPTION PER FIELD SURVEY OF 4/25/11

BOONE COUNTY
D1149 PG21

Located in Boone County, Kentucky, lying on the Easterly side of Turfway Road and being all of the remaining property heretofore conveyed to Turfway Park, LLC by deed, recorded in Deed Book 733, Page 5 of the Boone County Clerk's Office at Burlington, Kentucky, and is more particularly described as follows:

Unless otherwise stated, any monument referred to herein as an iron pin (set) is a ½ inch diameter rebar eighteen inches in length with a plastic cap stamped "PLS 3357". All bearings referred to herein are based upon Deed Book 733, Page 5.

Beginning at an existing iron pin in the Easterly right-of-way line of Turfway Road, said point also being the Westernmost corner of Christ's Chapel Assembly of God (Deed Book 806, Page 549), and common corner with Turfway Park, LLC (Deed Book 733, Page 5); thence with the common line of Turfway Park, LLC, and Christ's Chapel Assembly of God S 42-12-13 E 578.09 feet to an existing iron pin; thence N 48-24-45 E 249.63 feet to an existing iron pin at the common corner of Turfway Park, LLC and Christ's Chapel Assembly of God (Deed Book 478, Page 294); thence with the common line of Turfway Park, LLC and Christ's Chapel Assembly of God, Inc. S 42-07-50 E 170.15 feet to an existing iron pin; thence N 59-42-24 E 482.53 feet to an existing iron pin at the common corner of Turfway Park, LLC and William Rice (Deed Book 945, Page 632); thence with the common line of Turfway Park, LLC and William Rice S 83-52-09 E 358.09 feet to an existing iron pin; thence N 63-00-14 E 290.06 feet to an existing iron pin at the common corner of Turfway Park, LLC, William Rice, and James Gallenstein (Deed Book 239, Page 278); thence with the common line of Turfway Park, LLC and James Gallenstein S 39-24-13 E 333.91 feet to an existing iron pin; thence with the common line of Turfway Park, LLC, James Gallenstein and Vinings Trace, LLC (Deed Book 912, Page 41) S 41-54-55 E 702.10 feet to an existing iron pin; thence S 49-35-05 W 115.11 feet to an existing iron pin; thence S 38-40-15 E 416.02 feet to an existing iron pipe; thence S 38-55-42 E 1430.00 feet to an iron pin (set) at the common corner of Turfway Park, LLC and Trigger Real Estate Corporation (Deed Book 701, Page 171), thence with the common line of Turfway Park, LLC and Trigger Real Estate Corporation S 50-36-52 W 658.10 feet to an iron pin (set); thence S 32-24-59 W 754.70 feet to an existing iron pin in the common line of Turfway Park, LLC and Hamilton West Development LTD (Deed Book 870, Page 989); thence with the common line of Turfway Park, LLC, Hamilton West Development LTD and Dayton Hudson Corporation (Deed Book 705, Page 26) and a curve to the Left, said curve having a radius of 621.62 feet, a chord bearing and distance of S 68-44-49 W 155.95 feet, an arc distance of 156.36 feet to a point; thence with a curve to the Right, said curve having a radius of 215.00 feet, a chord bearing and distance of N 80-54-12 W 262.10 feet, an arc distance of 281.85 feet to an iron pin (set); thence N 43-20-54 W 38.14 feet to an existing iron pin; thence S 51-10-50 W 610.71 feet to an existing iron pin at the common corner of Turfway Park, LLC and Lot 1 of Spring Hill Suites Subdivision, Section One (Plat Cabinet 5, Slide 448); thence with said common line N 41-10-33 W 61.45 feet to an existing iron pin; thence N 74-24-07 W 82.17 feet to an existing iron pin; thence N 66-27-35 W 79.19 feet to an existing iron pin; thence N 57-15-48 W 311.97 feet to an existing iron pin; thence S 48-33-13 W 174.22 feet to an existing M.A.G. nail; thence S 5-50-14 W 54.00 feet to an iron pin (set) in the Northeast right-of-way line of Turfway Road; thence with said right-of-way N 42-41-11 W 103.28 feet to an iron pin (set); thence N 85-53-12 W 26.58 feet to an iron pin (set); thence N 38-47-46 W 234.40 feet to an iron pin (set) at the common corner of Turfway Park, LLC and Kentucky Wayturf, LLC (Deed Book 795, Page 297); thence leaving said right-of-way and with said common line N 51-12-14 E 173.41 feet to an existing P.K. nail; thence N 33-41-19 E 389.97 feet to an existing P.K. nail; thence N 57-51-50 W 130.14 feet to an existing P.K. nail; thence N 53-47-25 W 300.93 feet to an existing P.K. nail; thence with the common line of Turfway Park, LLC, Kentucky Wayturf, LLC and Northern Kentucky Association of Realtors, Inc. (Deed Book 928, Page 437) N 53-43-25 W 132.36 feet to an existing P.K. nail; thence N 47-56-24 W 111.25 feet to an existing P.K. nail; thence N 42-38-06 W 118.09 feet to an existing P.K. nail; thence S 83-16-49 W 105.57 feet to an iron pin (set) in the Easterly right-of-way line of Turfway Road; thence with the Easterly right-of-way line of Turfway Road and a curve to the Left, said curve having a radius of 263.17 feet, a chord bearing and

distance of N 01-11-28 W 294.90 feet, an arc distance of 313.03 feet to a point; thence leaving said right-of-way N 51°47'29"E 34.72 feet to a point; thence S58°51'29"E 68.08 feet to a point; thence N 30°22'20"E 58.72 feet to a point; thence N58°47'25"W 60.41 feet to a point; thence S30°22'20"W 41.65 feet to a point; thence N59°37'40"W 47.88 feet to a point; thence S51°20'20"W 35.76 feet to a point in the Easterly right-of-way line of Turfway Road; thence with said right-of-way N 38-36-59 W 1922.15 feet to an iron pin (set); thence with the Northerly right-of-way line of Turfway Road N 49-39-14 E 1035.84 to the point of beginning containing 196.853 acres, more or less.

Being the same property conveyed to the Grantor by virtue of a Special Warranty Deed dated March 17, 1999 and recorded on March 18, 1999 in Deed Book 733, Page 5, of the Boone County, Kentucky, Clerk's Office.

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