

May 16, 2019

The Rev. Lewis Groce
Southeastern Synod of the Evangelical Lutheran Church in America
P.O. Box 400
Decatur, Georgia 30031

RE: Proposed Ground Lease and Development of 1622 Rosa Parks Boulevard, Nashville,
Davidson County, TN (the "Property")

Dear Pastor Groce:

This letter sets forth the initial proposal and information pursuant to which Inspiritus, Inc. ("Inspiritus"), proposes to develop certain property owned by Southeastern Synod of the Evangelical Lutheran Church in America (the "Synod") into an "Inspiritus Campus" potentially containing various multifamily residential, commercial (retail and office) and community applications, including support of the outreach ministries that currently utilize the Property. Inspiritus submits this proposal to the Synod on the basis that the Synod desires to make a more productive use of the Property, respectful of Lutheran values and the general Inspiritus service mission. Inspiritus intends to develop the Property as provided below, which shall include the terms and conditions set forth below, and such other provisions and documentation as shall be mutually acceptable to the parties.

Effective Date of Agreements:	Upon achieving all necessary Synod approvals.
Property:	1622 Rosa Parks Boulevard, which is legally described on the attached Exhibit A .
Proposed Development	A transformational Inspiritus campus rooted in Christian faith and integrating contiguous residential components, Inspiritus program and service delivery components, and limited commercial and retail components, which will help individuals and families progress in four measureable markers of a thriving life: basic needs, stability/safety, community integration and self-sufficiency/self-determination (the " Project ").
Ground Lease	Inspiritus proposes to lease the Property from the Synod for a term of ninety-nine (99) years and a one dollar (\$1.00) yearly rental payment. Inspiritus will be responsible for all Property construction, maintenance, and insurance, and will own the improvements during the term of the Ground Lease.
Development Agreement:	Inspiritus will seek proposals from local developers to design, construct and deliver the Project. Selection of the developer, budget and proposed schematics and plan designs, and development agreements shall all be subject to Synod approval.
Funding:	Development funds shall be secured from collaborative public and private funding sources, as applicable.

We look forward to working towards a mutually acceptable Ground Lease Agreement and timeframe for development. If this letter meets with your approval, please sign and return and we will immediately begin working on the Ground Lease and Development Agreement.

Sincerely,

Inspiritus, Inc.



By: John R. Moeller, Jr.
Title: Chief Executive Officer
Date: May 16, 2019

**Southeastern Synod of the Evangelical
Lutheran Church in America (Inc.)**

By: H. Julian Gordy
Title: Bishop
Date: _____

EXHIBIT A

DESCRIPTION OF THE PROPERTY

Parcel One:

A certain tract or parcel of land in Davidson County, State of Tennessee, described as follows, to wit:

Being Lot Nos. 133 and 135 in the North Nashville Real Estate Company's Addition, as of record in Book 21, page 105, Register's Office for said County. Said Lot Nos. 133 and 135 front together 100 feet on the easterly side of 8th Avenue North, and run back between parallel lines, with the southerly margin of Garfield Street, 160 feet to an alley.

Being the same property conveyed to ST. PAUL'S EVANGELICAL LUTHERAN CHURCH, A CORPORATION, by deed from LIZZIE GORDON WHITE HOOD, of record in Book 982, page 115, dated October 24, 1935, said Register's Office. Being further conveyed to SOUTHEASTERN SYNOD OF THE EVANGELICAL LUTHERAN CHURCH IN AMERICA, A NORTH CAROLINA CORPORATION, by quitclaim deed from ST. PAUL'S EVANGELICAL LUTHERAN CHURCH, A CORPORATION, of record in Instrument No. 20171214-0127516, said Register's Office.

Parcel Two:

A certain tract or parcel of land in Davidson County, State of Tennessee, described as follows, to wit:

Being Lot Nos. 129 and 131 on the plan of North Nashville Real Estate Company's Addition, as of record in Book 21, page 105, Register's Office for said County. Said Lot Nos. 129 and 131 front together 100 feet on the easterly side of Eighth Avenue North and run back between parallel lines 160 feet to an alley.

Being the same property conveyed to ST. PAUL'S EVANGELICAL LUTHERAN CHURCH, A CORPORATION, by deed from LIZZIE GORDON WHITE HOOD, of record in Book 1198, page 120, dated June 5, 1941, said Register's Office. Being further conveyed to SOUTHEASTERN SYNOD OF THE EVANGELICAL LUTHERAN CHURCH IN AMERICA, A NORTH CAROLINA CORPORATION, by quitclaim deed from ST. PAUL'S EVANGELICAL LUTHERAN CHURCH, A CORPORATION, of record in Instrument No. 20171214-0127516, said Register's Office.