

This Instrument Prepared By:

Matthew J. Comisky, Esquire  
Blank Rome LLP  
One Logan Square  
130 North 18th Street  
Philadelphia, Pennsylvania 19103-6998

After Recording Return To:

Blank Rome LLP  
One Logan Square  
130 North 18th Street  
Philadelphia, Pennsylvania 19103-6998  
Attn: Matthew J. Comisky, Esquire

Parcel Identification Number: 32392600011010000001.0

### SPECIAL WARRANTY DEED

This Special Warranty Deed is made as of the 30<sup>th</sup> day of April, 2021, by and between **FLIGHTSAFETY INTERNATIONAL INC.**, a New York corporation formerly known as NY Acquisition Sub Inc., being the successor-by-merger to FlightSafety International, Inc., a New York corporation which was formed under the name Flight Safety, Inc., having an address at 4010 Bridgeway Avenue, Columbus, OH 43219 ("**Grantor**"), and **VERO BEACH FLIGHT TRAINING ACADEMY, INC.**, a Florida corporation, having an address at 2805 Airport Drive, Vero Beach, FL 32960 ("**Grantee**").

Wherever used herein, the terms "Grantor" and "Grantee" shall be deemed to include all the parties to this Special Warranty Deed and the heirs, legal representatives and assigns of individuals and the successors and assigns of all other legal entities. The singular shall be deemed to include the plural, and vice versa, where the context so permits.

### WITNESSETH

THAT Grantor, for and in consideration of the sum of Ten and No/100 Dollars (\$10.00), and other good and valuable consideration, to Grantor in hand paid by Grantee, the receipt and sufficiency of which are hereby acknowledged, does hereby grant, bargain, sell, alien, remise, release, convey and confirm unto Grantee, and Grantee's heirs, successors and assigns forever, the parcel of land situate, lying and being in Indian River County, Florida, and more particularly described on **Exhibit "A"** attached hereto and incorporated herein ("**Property**"):

TOGETHER WITH all tenements, hereditaments and appurtenances thereto belonging or in anywise appertaining,

TO HAVE AND TO HOLD the same in fee simple forever.

SUBJECT TO ad valorem real property taxes for the year 2021 and thereafter, and the

restrictions, reservations, easements and other matters of record set forth on **Exhibit "B"** attached hereto (the "**Permitted Encumbrances**").

AND Grantor, for itself and its successors, hereby covenants with Grantee and Grantee's heirs, successors and assigns that Grantor is lawfully seized of said Property in fee simple; that Grantor has good right and lawful authority to sell and convey said Property; and that Grantor hereby fully warrants the title to the Property and will defend the same against the lawful claims of all persons claiming by, through or under Grantor only.

*[Signature on the Following Page]*

IN WITNESS WHEREOF, Grantor has executed this Special Warranty Deed to be effective as of the day and year first above written.

Signed and delivered in the presence of:

GRANTOR:

*Brad Thress*  
\_\_\_\_\_

Witness #1 Signature

*Holly Thress*  
\_\_\_\_\_

Witness #1 Printed Name

*Kenneth R. Munshower, Jr.*  
\_\_\_\_\_

Witness #2 Signature

*Kenneth R. Munshower, Jr.*  
\_\_\_\_\_

Witness #2 Printed Name

**FLIGHTSAFETY INTERNATIONAL INC.,**  
a New York corporation

By: *Brad Thress*  
\_\_\_\_\_

Name: Brad Thress

Title: President and Chief Executive Officer

STATE OF OHIO \_\_\_\_\_ :

COUNTY OF FRANKLIN \_\_\_\_\_ :

The foregoing instrument was acknowledged before me, by means of  physical presence or  online notarization, on this 26th day of April, 2021, by Brad Thress, in his capacity as the President and Chief Executive Officer of **FLIGHTSAFETY INTERNATIONAL INC.**, a New York corporation, on behalf of and as the act and deed of said corporation, who

- is personally known to me;
- has produced a \_\_\_\_\_ Driver's License as identification; or
- has produced a \_\_\_\_\_ as identification.

*Monda M. Boggs*  
\_\_\_\_\_

Notary Signature

Print Name: *Monda M. Boggs*  
\_\_\_\_\_

Notary Public, State and County Aforesaid

My commission expires: August 22, 2021

Commission Number: N/A

(Notarial Seal)



**MONDA M. BOGGS**  
Notary Public, State of Ohio  
My Commission Expires 08-22-2021

**EXHIBIT A**  
**LEGAL DESCRIPTION**

Commencing at the Southeast corner of Section 34, Township 32 South, Range 39 East, City of Vero Beach, Indian River County, Florida, run North 00 degrees, 34 minutes 20 seconds East along the section line a distance of 280.96 feet to the centerline of Main Street, as shown on the annual report map of the U.S. Naval Air Station; Vero Beach, Florida dated June 30, 1945; Thence run South 89 degrees 56 minutes 40 seconds West along said centerline a distance of 1931.14 feet to the intersection of the centerline of Avenue "B"; Thence run North 20 degrees 00 minutes 20 seconds East along said centerline a distance of 378.85 feet; Thence run North 70 degrees 02 minutes 10 seconds West a distance of 45 feet to the West right of way line of Avenue "B" for the point of beginning. From said point of beginning run North 20 degrees 00 minutes 20 seconds East along the West right of way line of Avenue "B" a distance of 654.95 feet to a point on the South right of way of 3rd Street, which is 45 feet from the centerline of 3<sup>rd</sup> Street; Thence run North 69 degrees 54 minutes 00 seconds West along the aforesaid South right of way line of 3rd Street a distance of 711.01 feet to the East right of way line of Avenue "C", being 45 feet from the centerline of Avenue "C"; Thence run South 20 degrees 01 minutes 50 seconds West along the aforesaid East right of way of Avenue "C" a distance of 656.60 feet; Thence run South 70 degrees 02 minutes 10 seconds East a distance of 711.50 feet to the point of beginning; and containing 10.71 acres more or less.

**SUBJECT** to the following easements: The Southerly 15' of the Northerly 389' and the Easterly 15' of the above described parcel.

**SUBJECT** to the following conditions and reservations, to wit:

That the City of Vero Beach reserves unto itself, its successors and assigns, for the use and benefit of the public, a right of flight for the passage of aircraft in the airspace above the surface of the real property hereinabove described, together with the right to cause in said airspace such noise as may be inherent in the operation of aircraft, now known or hereafter used, for navigation of or flight in the said airspace, and for use of said airspace for landing on, taking off from or operating on the Vero Beach Municipal Airport.

That the Grantee expressly agrees for itself, its successors and assigns, to restrict the height of structures, objects of natural growth and other obstructions on the hereinabove described real property to a height of not more than 174 feet above sea level.

That the Grantee expressly agrees for itself, its successors and assigns, to prevent any use of the hereinabove described real property which would interfere with landing or taking off of aircraft at the Vero Beach Municipal Airport, or otherwise constitute an airport hazard.

**BEING** the same premises which the City of Vero Beach, Florida, a municipal corporation under the laws of Florida, by Special Warranty Deed dated May 18, 1971 and recorded on June 22, 1971 with the Clerk of the Circuit Court of Indian River County, Florida in OR BK 387, PG 117, granted and conveyed unto Flight Safety, Inc., a New York corporation, which subsequently changed its name to FlightSafety International, Inc., the predecessor-by-merger to NY Acquisition Sub Inc., a New York corporation now known as FlightSafety International Inc. and the Grantor herein, in fee.

Commonly referred to as:        2805 Airport Drive, Vero Beach, FL 32960;  
   2815 Airport Drive, Vero Beach, FL 32960;  
   2825 Airport Drive, Vero Beach, FL 32960;  
   2830 FlightSafety Drive, Vero Beach, FL 32960; and  
   2840 FlightSafety Drive, Vero Beach, FL 32960

**EXHIBIT B**

**PERMITTED EXCEPTIONS**

1. Reservations, terms and conditions set forth in Quit Claim Deed recorded in Deed Book 8, Page 383, as affected by Official Records Book 212, Page 382, Public Records of Indian River County, Florida.
2. Terms, conditions and easement contained in the Special Warranty Deed recorded in Official Records Book 229, Page 488, Public Records of Indian River County, Florida.
3. Terms, conditions, reservations and easement contained in the Special Warranty Deed recorded in Official Records Book 387, Page 117, Public Records of Indian River County, Florida.
4. Facts which an accurate survey would show of the Real Property.