

ASSIGNMENT OF AGREEMENT OF PURCHASE AND SALE AND INITIAL ESCROW INSTRUCTIONS

THIS ASSIGNMENT OF AGREEMENT OF PURCHASE AND SALE AND INITIAL ESCROW INSTRUCTIONS (this “Assignment”) is effective as of July 12, 2022, by and between **VERSITY INVEST, LLC**, a Delaware limited liability company (“Assignor”), and **ONE ON 4TH, DST**, a Delaware statutory trust (“Assignee”).

WHEREAS, Assignor entered into that certain Agreement of Purchase and Sale and Initial Escrow Instructions dated as of April 8, 2022, as amended by that certain First Amendment dated May 11, 2022 and that certain Second Amendment dated May 23, 2022 (as amended, the “Purchase Agreement”), pursuant to which Assignor agreed to purchase from Stillwater Student Housing Owner LLC, a Delaware limited liability company, that certain apartment project known as “One on 4th” located at 713 W. 4th Street, Stillwater, Oklahoma (the “Property”, which term shall have the meaning set forth in the Purchase Agreement), subject to and on the terms of the Purchase Agreement.

WHEREAS, Assignor desires to assign all of Assignor's right, title and interest in and under the Purchase Agreement with respect to the Property, and Assignee desires to accept such assignment and to assume all the duties and obligations of Assignor under the Purchase Agreement, subject to the terms and conditions set forth herein.

NOW THEREFORE, in consideration of the covenants herein the parties agree to the following:

1. Assignment. Assignor hereby assigns, transfers and conveys to Assignee all of Assignor's right, title and interest in and to the Purchase Agreement and the Property.
2. Assumption. Assignee hereby accepts such assignment and assumes and agrees to perform all duties and obligations of Assignor as "Buyer" under the Purchase Agreement.
3. Miscellaneous. This Assignment shall not be modified or amended except by a writing signed by all parties. This Assignment shall be binding on all successors and assigns. This Assignment may be executed simultaneously or in any number of duplicates and counterparts, each of which shall be deemed an original as to the party whose signature it bears, but all of which taken together shall constitute one and the same agreement.

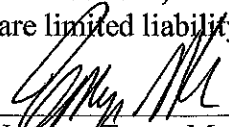
[Signature page to follow]

IN WITNESS WHEREOF, Assignor and Assignee have caused this Assignment to be executed on the date and year first above written.

ASSIGNOR:

VERSITY INVEST, LLC,
a Delaware limited liability company

By:


Name: Tanya Muro

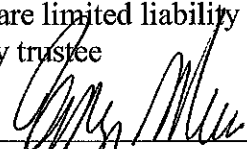
Its: Authorized Signatory

ASSIGNEE:

ONE ON 4TH, DST,
a Delaware statutory trust

By: One on 4th ST, LLC,
a Delaware limited liability company,
signatory trustee

By:


Name: Tanya Muro

Its: Authorized Signatory