"THIS INSTRUMENT PREPARED BY E. BERRY BERRY, III
ATTORNEY, 21st FLOOR - FIRST AMERICAN CENTER
NASHVILLE, TENNESSEE 37238"

[Address New Owner:	]Send Tax Bills to:]	Map-Parcel Numbers]
[Richard W. Sorenson	] 2 Notices -	] 161-140]
[Harold Woods, III	](1)W. R. Grace & Co.]	6DU-71250]
[Okla Tower, N.V., a	] 1114 Avenue of	]]
[Netherlands Antilles Corp.	] Americas	]]
[	] New York, NY 10036	]]
[	] Attn: V.P. Real Estate - Retail Group*	]
[This instrument prepared by: Boult, Cummings, Conners & Berry,		]
[21st Floor, First American Center, Nashville, TN 37238		]

WARRANTY DEED

BOOK 5604 PAGE 987

FOR AND IN CONSIDERATION of the sum of TEN AND NO/100 ($10.00) DOLLARS cash in hand paid, and other good and valuable considerations, the receipt and sufficiency of all of which are hereby acknowledged, Richard W. Sorenson and Harold Woods, III (the "Grantor") have bargained and sold, and by these presents do transfer and convey a 65% undivided interest unto Okla Tower, N.V., a Netherland Antilles corporation (the "Grantee"), Grantee's successors and assigns, in and to a certain tract or parcel of land in Davidson County, State of Tennessee, described in Exhibit A which is attached hereto and incorporated herein by reference including the improvements constructed thereon, all fixtures, trees, shrubbery and all other improvements now or hereafter attached thereto, and all appurtenances thereon, now or hereafter appertaining, ("the Property"). Richard W. Sorenson and Harold Woods, III each retain an undivided 17-1/2% interest in the property.

This conveyance of the Property, and all covenants and warranties contained herein, are made expressly subject to the following:

1. Real estate taxes for the current year which have been prorated between the parties.

2. Restrictions and other matters contained in Lease Agreement between Cousins Properties of Tennessee, Inc. and The Kroger Co., of record in Book 4747, page 624, as amended by instrument of record in Book 4818, page 748, said Register's Office.

3. Restrictions and other matters in a certain Lease Agreement between Cousins Properties of Tennessee, Inc., Lessor, and Super X Drugs of Texas, Inc., Lessee, dated July 30, 1973, of record in Book 4747, page 628, said Register's Office, as amended by instrument of record in Book 4828, page 247, said Register's Office.

4. The Plan of record in Book 5200, page 68, said Register's Office, showing an Owner's Certificate, and certain easements, to which plan reference is hereby made for the location and dimensions.

* (2) Handy City, Suite 350, 2175 Parklake Drive, N.E., Atlanta, GA, 30345, Attn: V.P. Real Estate

5. Cross Easement Agreement of record in Book 4818, page 745, said Register's Office.

6. Easement for encroachment between Cousins Properties of Tennessee, Inc., and Martha N. Rifkin, of record in Book 5361, page 888, said Register's Office.

7. Perpetual non-exclusive easements for ingress and egress and parking as granted to the grantees in deeds from Cousins Properties of Tennessee, Inc. to: (i) Fletcher Bright company, Trustee, of record in Book 4827, page 892, said Register's Office; (ii) Autotronic Systems, Inc., of record in Book 5341, page 441, said Register's Office; (iii) First American National Bank of Nashville, of record in Book 4837, page 239, said Register's Office; (iv) Rodney Wise, of record in Book 5344, page 54, said Register's Office; and (v) L. Thomas Hart, Jr., Trustee, of record in Book 5308, page 21, said Register's Office.

8. Agreement concerning the provision of parking spaces as contained in the deed from Cousins Properties of Tennessee, Inc. to Fletcher Bright Company, Trustee, of record in Book 4827, page 892, said Register's Office.

9. Deed of Trust executed by Harold Woods, III and Richard W. Sorenson to Lawson H. Harwick, III, Trustee, dated July 3, 1979, recorded July 13, 1979, of record in Book 5465, page 68, Register's Office for Davidson County, Tennessee, given to secure the original principal sum of $1,502,268.00 payable to First American National Bank of Nashville, as modified and extended by instrument of record in Book 5604, page 982, said Register's Office.

10. Easement granted to Metropolitan Government of Nashville, Davidson County, Tennessee, of record in Book 5505, page 834, Register's Office for Davidson County, Tennessee.

11. General Assignment of Rents and Leases of record in Book 5465, page 89, said Register's Office.

12. Financing Statement of record in Book 5465, page 101, and Book 5465, page 104, Register's Office for said County.

13. Rights of tenants in possession under those tenant leases affecting the Property.

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title, and interest thereto belonging to the said Grantee, Grantee's successors and assigns, forever.

[STATE OF TENNESSEE]
[COUNTY OF DAVIDSON]
[The actual consideration or value, whichever is greater, for this]
[transfer is $430,000.00. OKLA TOWER, N.V.]
[ ]
[By: Thomas J. Harrold, Jr.]
[Affiant]
[ ]
[Subscribed and sworn to before me this 12nd day of May, 1980.]
[ ]
[E Bonyhan]
[Notary Public]
[My commission expires: 7/18/82]

And Grantor does covenant with the said Grantee that Grantor is lawfully seized and possessed of said land in fee simple; has a good right to convey it, and the same is unencumbered except as set forth hereinabove.

And Grantor does further covenant and bind themselves, their heirs and representatives, to warrant and forever defend the title to the Property to the said Grantee, its successors and assigns against the lawful claims of all persons whomsoever.

WITNESS our hands this the 22nd day of May, 1980.

Richard W. Sorenson

Harold Woods, III

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Personally appeared before me, E. Berry Holt III, a Notary Public in and for said County and State, the within named Richard W. Sorenson, the bargainor, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained.

WITNESS my hand and official seal at Nashville, Tennessee, this 22nd day of May, 1980.

Notary Public

My Commission Expires: 7/18/84

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Personally appeared before me, E. Berry Holt III, a Notary Public in and for said County and State, the within named Harold Woods, III, the bargainor, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained.

WITNESS my hand and official seal at Nashville, Tennessee, this 22nd day of May, 1980.

Notary Public

My Commission Expires: 7/18/84

EXHIBIT A

BOOK 5604 PAGE 990

A parcel of land in the First Civil District, Nashville, Davidson County, Tennessee, being Parcel 2 on the Plan of Hickory Plaza, Section Two, of record in Book 5200, page 68, Register's Office for Davidson County, Tennessee, more particularly described according to a survey made by Barge, Waggoner, Sumner and Cannon, dated December 20, 1978, revised June 22, 1979 (File No. 4790-11) as follows:

Beginning at an existing iron pin in the west margin of Nolensville Road 205.01 feet south of the center line of Hickoryview Drive Right-of-Way;

Thence, southerly with a curve to the right having a central angle of 00° 20' 40", a radius of 6,499.22 feet, 39.07 feet to a point;

Thence, S 05° 01' E, 206.80 feet to a point;

Thence, leaving Nolensville Road, S 84° 59' W, 290.00 feet to a point:

Thence, S 05° 01' E, 73.50 feet to a point;

Thence, S 84° 59' W, 225.00 feet to a point;

Thence, N 05° 01' W, 265.00 feet to a point;

Thence, N 12° 04' 51" E, 117.62 feet to a point;

Thence, N 05° 01' W, 210.00 feet to a point in the southerly margin of Hickoryview Drive;

Thence, along said Drive, S 84° 32' 56" E, 327.76 feet to a point in the southerly margin of Hickoryview Drive;

Thence, leaving Hickoryview Drive, S 05° 01' E, 209.45 feet to a point;

Thence, N 84° 38' 20" E, 158.00 feet to the point of beginning;

Containing 5.05 acres, more or less.

Together with a perpetual non-exclusive easement for the privilege of passage of both pedestrian and vehicular traffic and for the purpose of ingress and egress and parking thereon over any portions of the properties conveyed by the Grantor to (i) Fletcher Bright Company, Trustee, by deed of record in Book 4827, page 892, said Register's Office; (ii) Autotronic Systems, Inc., by deed of record in Book 5341, page 441, said Register's Office; (iii) First American National Bank of Nashville, by deed of record in Book 4837, page 239, said Register's Office; (iv) Rodney Wise, by deed of record in Book 5344, page 54, said Register's Office; and (v) L. Thomas Hart, Jr., Trustee, by deed of record in Book 5308, page 21, said Register's Office.

Being the same property conveyed to Richard W. Sorenson and Harold Woods, III by deed from Cousins Properties of Tennessee, Inc., of record in Book 5465, page 63, Register's Office for Davidson County, Tennessee.

RUSH F 90538

IDENTIF. REFERENCE

MAY 22 2 18 PM '80

REGISTER
DAVIDSON COUNTY, TENN.

OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY

NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 5604 PAGE 991

CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO - MORTGAGE	REL - RELEASE	CO TX - STATE TAX CONVEY
WD - WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MO TX - STATE TAX MORT
TD - TRUST DEED		PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID
			430000.00- CO	
			1116.00 CO TX	
			.50 PRFEE	
			12.00 WDEED	
			CHECK 1130.50-	
			0495A05/22/80 GAL .01	

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

F 90538

IDENTIFICATION REFERENCE

MAY 22 2 19 PM '80

FELIX Z. WILSON REGISTER
DAVIDSON COUNTY, TENN.

No. 759128