THIS INSTRUMENT PREPARED BY:
Churchill Mortgage Corp.
Dunwoody Rd., Atlanta, Ga. 30342

TRUST DEED RELEASE

Re: 578-NIGHTINGALE

BOOK 5605 PAGE 841

FILE BOX 9

WHEREAS, By the hereinafter described trust deed(s), heretofore recorded in the Register's Office of Davidson County, Tennessee, certain real property was conveyed by the hereinafter named grantor(s) to Richard D. Cahoy as Trustee, for the purpose of securing the payment and indebtedness evidenced by notes fully described in such trust deed(s); and

WHEREAS, All of the notes described in and secured by said trust deed(s) have been paid in full, and there is nothing due or owing on said indebtedness nor under the terms and provisions of said trust deed(s); and

WHEREAS, Said trust deed(s) are briefly described as follows, to wit:

GRANTOR	Date of Instrument	Recorded	Description of Property
Jesse M. Bowers, Jr. Brenda J. Bowers	2/7/73	Book 4680 Page 233	BEING Lot No. 2 on the Nixon-Kent Construction Company's Resubdivision of Lot No. 3 of the Waldkirch Subdivision of record in Book 4595, Page 36, Register's Office, Davidson County, Tennessee.

0865 IDENTIF. REFERENCE
MAY 27 10 54 AM '80
SAM H. SON II REGISTER DAVIDSON COUNTY, TENN.
05/27/80 6.00
CHECK

NOW, THEREFORE, in consideration of the premises the undersigned Worcester County Institution for Savings as legal owner and holder of the notes secured by said trust deed(s), acknowledges full payment and satisfaction thereof, and hereby releases and discharges the lien of said trust deed(s), and to this end quit claim-- and convey-- unto said grantor(s), their heirs and assignes, all their right, title, and interest in and to the real estate described in said trust deed(s), to which reference is made for a particular description of said property.

The undersigned, Worcester County Institution for Savings, covenants with the said grantor that they are the legal owner(s) and holder(s) of the notes described in and secured by said trust deed(s) and that they have the lawful right to release and discharge the lien thereof.

IN WITNESS WHEREOF the said Worcester County Institution for Savings has caused its corporate name to be signed hereto by and through its proper officers duly authorized to do so this the 9th day of May, 19 80.

ATTEST: Susan M. O'Neill, Asst. Treasurer

WORCESTER COUNTY INSTITUTION FOR SAVINGS

BY: Daniel C. Mioduszewski, Asst. Vice President

STATE OF MASSACHUSETTS

COUNTY OF WORCESTER

Before me, the undersigned, a Notary Public, within and for said County and State, at the city of Worcester, duly commissioned and qualified, personally appeared Daniel C. Mioduszewski and Susan M. O'Neill, with whom I am personally acquainted, and who, upon their several oaths, acknowledged themselves to be, respectively, the Assistant Vice President and the Assistant Treasurer of Worcester County Institution for Savings, the within named bargainor, a corporation; and that they, as such Assistant Vice President and Assistant Treasurer, being suly authorized so to do, executed the foregoing instrument for the purposes therein contained, by the said Daniel C. Mioduszewski subscribing thereto the name of the corporation, by himself as such Asst. Vice President and by the said Susan M. O'Neill attesting thereto.

WITNESS my hand and Notarial Seal at my office in said Worcester County at the city of Worcester, this the 9th day of May, 1980.

My commission expires:
MARJORIE J. NESBITT, Notary Public
My Commission Expires June 20, 1986

NOTARY PUBLIC

Marjorie J. Nesbitt
Notary Public

This instrument prepared by Ervin M. Entrekin, 26th Floor, First American Center, Nashville, Tennessee 37238

BOOK 5605 PAGE 842

WARRANTY DEED

ADDRESS NEW OWNERS AS FOLLOWS:
SKYMOUNT INVESTMENT COMPANY, N.V.
c/o Donald H. Morgan, Suite 303
100 Colony Square
P. O. Box 548
Atlanta, Georgia 30361

SEND TAX BILLS TO:
SAME

MAP-PARCEL NO.
107— 28 AND 63

FOR AND IN CONSIDERATION of the sum of Ten and 00/100 ($10.00) Dollars, cash in hand paid, by Skymount Investment Company, N.V., a foreign corporation, and other good and valuable considerations, including the execution of a Wraparound Purchase Money Note, for which a vendor's lien is retained and a Tennessee Wraparound Deed of trust is being recorded simultaneously herewith and enforcement of said vendor's lien shall be pursuant to the terms and conditions set forth in said Tennessee Wraparound Deed of Trust, the receipt of which is hereby acknowledged,

I, J. T. CRAIN, have bargained and sold, and by these presents do transfer and convey unto SKYMOUNT INVESTMENT COMPANY, N.V., a foreign corporation, its successors and assigns, the real estate and improvements, situate, lying and being in Davidson County, State of Tennessee, and more particularly described in Exhibit "A" attached hereto and made a part hereof by this reference.

John T. Crain and J. T. Crain are one and the same person.

The real estate conveyed herein is the same property conveyed to J. T. Crain or John T. Crain by deed from the Vanderbilt University as of record in Book 3952, page 519; by deed from Edward A. Marshall and wife, as of record in Book 3959, page 80 and by deed from Third National Bank in Nashville, Executor under the will of John E. Crain and Third National Bank in Nashville and John T. Crain, Co-Trustees under said will as of record in Book 4451, page 854, said Register's Office.

TO HAVE AND TO HOLD the said property described in Exhibit "A", with the appurtenances, estate, title, and interest thereto belonging to the said Skymount Investment Company, N.V., its successors and assigns forever; and I, J. T. Crain do covenant with the said Skymount Investment Company, N.V. that I am lawfully seized and possessed of said land in fee simple, have a good right to convey it, and the same is unencumbered except for those matters of record, shown on Exhibit "B" attached.

AND I, J. T. Crain, do further covenant and bind myself, my heirs, representatives and assigns, to warrant and forever defend the title to the said property described in Exhibit "A" attached hereto unto the said Skymount Investment Company, N.V., its successors and assigns, against the lawful claims of all persons whomsoever.

The beneficial ownership of the within described property is held by Charlotte Square Company, a partnership, operating a shopping center on the property described in Exhibit "A" attached hereto known as Charlotte Square Shopping Center. The partnership is composed of Crain Investment Properties, acting by and through its duly authorized General Partner J. T. Crain as to an undivided one-half (½) interest and Carl Storey, Jr. as to an undivided one-half (½) interest. Charlotte Square Company joins in the execution of this deed confirming the transfer and conveyance, covenants and warranties contained herein as the transfer and conveyance, covenants and warranties of Charlotte Square Company.

IN WITNESS WHEREOF the Grantors have executed this General Warranty Deed of Conveyance on this the 23rd day of May, 1980.

J. T. CRAIN

CHARLOTTE SQUARE COMPANY

By: J. T. CRAIN

By: CARL STOREY, JR.

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public within and for the State and County aforesaid, J. T. CRAIN, individually and J. T. CRAIN and CARL STOREY, JR., partners doing business as CHARLOTTE SQUARE COMPANY, the within named bargainors, with whom I am personally acquainted, and who acknowledged that they executed the foregoing instrument for the purposes therein contained.

WITNESS my hand and official seal at office at Nashville, Tennessee this 23rd day of May, 1980.

NOTARY PUBLIC

MY COMMISSION EXPIRES: January 18, 1982.

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater for this transfer is $2,476,732.54.

AFFIANT

Subscribed and sworn to before me, this the 23rd day of May, 1980.

NOTARY PUBLIC

MY COMMISSION EXPIRES January 18, 1982.

EXHIBIT "A"

Land in the 8th Civil District of Davidson County, Tennessee, lying south of Clees Ferry Road and between Interstate Highway I-40 and Charlotte Pike, and being Lots Nos. 1 and 2 on the Plan of Charlotte Square, Section 2, of record in Plat Book 4660, page 126, Register's Office in Davidson County, Tennessee, being improved property now known as Charlotte Square Shopping Center described as follows:

Beginning at a 1-1/2 inch diameter iron pipe in the west margin of Charlotte Pike, 377 feet more or less, southerly from the center line of Clees Ferry Road; thence South 46° 32' West 552.1 feet along the westerly right-of-way of Charlotte Pike to a 1-1/2 inch diameter iron pipe located at the easternmost corner of property shown as belonging to Union Oil Company of California; thence North 47° 24" West 609.9 feet to a 1 inch pipe; thence South 46° 03' West 37.8 feet to a fence post; thence North 46° 52' West 591.0 feet to a fence post located on the centerline of a 33 foot wide roadway easement shown on plat in Book 332, page 68, Register's Office, Davidson County, Tennessee; thence North 41° 48' East 568.2 feet with the center of said easement to a 1-1/2 inch diameter pipe; thence South 50° 11' East 293.82 feet to a point; thence in a northerly direction with a curve to the right having a central angle of 9° 53', a radius of 2,040.0 feet, a chord bearing and distance of North 43° 19' East 351.42 feet and a curve length of 352.49 feet, to a point on the south margin of Clees Ferry Road; thence along the south margin of said Road, South 50° 36' East 40.47 feet to a point; thence southerly around a curve to the left having a central angle of 10° 05', a radius of 2,000.00 feet a chord bearing and distance of South 43° 22' West 351.74 feet a curve length of 352.17 feet to a point; thence South 50° 11' East 268.84 feet to a point; thence South 40° 33' West 24.1 feet to a point; thence South 48° 16' East 646.3 feet to the point of beginning, containing 16.23 acres, more or less.

Said property being more particularly described on that plat of survey for Charlotte Square Shopping Center originally prepared for J. E. Crain & Son by Barge, Waggoner, Sumner & Cannon, Inc., dated May 24, 1967, most recently revised and certified on November 26, 1979, by John H. Wright of Barge, Waggoner, Summer & Cannon, Inc., Tennessee Registered Land Surveyor No. 1014.

Together with all easements, rights of way, appurtenances and other rights and benefits belonging to the property described above;

Together with all buildings and other improvements now located, erected or constructed upon the property described above;

Together with all right, title and interest, if any, of the Grantor in and to any strips and gores adjoining and adjacent to the property described above and in and to any land lying in the bed of any street, road, or way, open or proposed, in front of or adjoining said property, and all right, title and interest, if any of the grantor in and to any award made or to be made in lieu thereof and in and to any award for damage to said property, or any improvements thereon by reason of any change of grade in any street, road or way.

EXHIBIT B

PERMITTED ENCUMBRANCES

1. Real estate taxes for calendar year 1980.

2. Those two promissory notes from J. T. Crain and Carl Storey, Jr. in favor of American National Insurance Company:

(i) one dated November 29, 1972, in the original principal amount of $1,225,000.00;

(ii) the other dated May 30, 1973, in the original principal amount of $225,000.00.

3. Deed of trust (the "First Mortgage") dated November 29, 1972, by, between and among John T. Crain and wife, Helen S. Crain, as Grantors, James R. Foutch, as Trustee, and American National Insurance Company (the "First Mortgagee"), as Beneficiary, recorded in Book 4659, page 279 in the records of the Davidson County Register's Office, provided the terms and provisions of the deed of trust are confirmed by an estoppel certificate in form and substance acceptable to purchaser from the holder or holders thereof.

4. That Assignment of Leases from J. T. Crain and Carl Storey, Jr. in favor of American National Insurance Company dated November 29, 1972, and recorded in Book 4659, page 296 aforesaid records.

5. That Security Agreement on Equipment, J. T. Crain to American National Insurance dated November 29, 1972, filed November 29, 1972, in Book 4659, page 290, said Register's Office.

6. The Leases described in that Transfer and Assignment of Leases by and between the parties hereto of even date herewith and recorded simultaneously with this document.

7. Waiver by American National Insurance Company to C. C. Leasing Corporation, as of record in Book 4169, page 458, said Register's Office.

8. Equipment agreement under Equipment Lease from C. C. Leasing Corporation to Charlotte Square Shopping Center of record in Book 4073, page 624, involving store trade fixtures and related equipment including cash registers and shopping carts.

9. Non-Disturbance Agreement by and between American National Life Insurance Company of Galveston, Texas and Martin Theaters of Georgia, Inc., as of record in Book 4474, page 605, said Register's Office.

10. Easement for right of way of 33 foot road as shown on the plan of record in Book 332, page 68, said Register's Office, which is the west boundary of the premises.

11. Easement for sanitary sewer and/or storm drain granted Metropolitan Government of Nashville and Davidson County in Book 3836, page 675, Register's Office.

12. Restrictions in instrument dated October 22, 1960, in Book 3178, page 430, said Register's Office.

13. The survey of Barge, Waggoner, Sumner and Connon, Engineers, dated March 28, 1972, shows the 100 foot setback line from Charlotte Pike, which has been violated, by "Poto-T-Building." This violation will be insured against loss or damage arising therefrom.

14. Short Form Lease and Financing Statement by and between Charlotte Square and Mr. Leonard Gary Warren and wife, Juanita, dated August 30, 1977, filed October 5, 1977, of record in Book 5205, page 905, said Register's Office.

15. Short Form Lease and Financing Statement by and between Charlotte Square and Mr. Leonard Gary Warren and wife, Juanita, dated August 30, 1977, filed October 5, 1977, of record in Book 5205, page 905, said Register's Office.

16. Financing Statement filed under the Uniform Commercial Code by J. T. Crain and Carl Storey, Jr., d/b/a Charlotte Square Company to American National Insurance Company of record in Book 5229, page 796, said Register's Office.

17. The recorded plan shows an Owner's Certificate, a 100 foot setback line from Charlotte Pike, an easement for an 8 inch water main in a 10 foot easement running generally northwest to southeast through the center of said lot, and a 16.5 foot roadway easement along the northwesterly line of said lot. (Affects Lot No. 1 only).

18. The recorded plan shows an Owner's Certificate, a 100 foot setback line from Charlotte Pike, a 65 foot access easement along the front portion of said lot, and a 50 foot access easement along the northeast line of said lot. (Affects Lot No. 2 only).

19. Reaffirmation and Updating of Assignment of Leases dated May 8, 1980, and recorded in Book 5601, page 163, Register's office.

F 90866

IDENTIF. REFERENCE

MAY 27 10 58 AM '80

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TENN.