THIS INSTRUMENT PREPARED BY:
O'Hare, Sherrard & Roe
Fourth Floor, St. Cloud Corner
Nashville, TN 37219

BOOK 5867 PAGE 535

WARRANTY DEED

Address New Owner as Follows:	Send Tax Bills To:	Map/Parcel Numbers
Highland Ridge Properties c/o Leasing/Management/ Development Company 44 Vantage Way Nashville, TN 37228	Same	Map 95, Parcel 25 Map 95-15, Parcel 41

FOR AND IN CONSIDERATION of the sum of Ten Dollars ($10.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, Marriott Corporation, a Delaware corporation, hereinafter referred to as the Grantor, has bargained and sold, and does hereby transfer and convey unto Highland Ridge Properties, a Tennessee general partnership, the partners in which are Rolling Hills Corporation, N.V., a Netherlands Antilles corporation, and Highland Ridge Associates, a Tennessee general partnership composed of Jerry L. Carroll and John W. Eakin, hereinafter referred to as the Grantee, and to the said Grantee's successors, heirs and assigns, certain real estate in Davidson County, Tennessee, more particularly described as follows:

TRACT I

A tract of land in the First Civil District of Metropolitan Nashville, Davidson County, Tennessee, bounded on the north by Section One, Highland Ridge and The Highlands Subdivision, on the south by Interstate-40, on the west by Section One, Marriott Hotel and Office Park, and on the east by Mark H. Westlake, Trustee, property, and being more particularly described as follows according to a boundary survey by Ragan-Smith-Murphy & Assoc., Inc., dated January 17, 1982:

Beginning at an iron pin on the easterly right-of-way line of Marriott Drive, as dedicated by plat entitled Marriott Hotel and Office Park, Section One, recorded in Book 5200, page 375, R.O.D.C., Tennessee, at the southwesterly corner of Lot No. 1, Section One, Highland Ridge Subdivision, as of record in Book 5800, page 19, R.O.D.C., Tennessee, and proceeding as follows:

1. With the south line of Lot No. 1, Section One, Highland Ridge Subdivision, N 84° 19' 42" E 61.53 feet to an iron pin; thence,

2. N 48° 44' 52" E 250.01 feet to an iron pin in the westerly line of Lot No. 17 on the plan of The Highlands; thence,

3. With the westerly line of Lots 17 and 18 of said The Highlands, S 4° 58' 31" E 155.26 feet to an iron pin at the common corner of Lots 18 and 19; thence,

4. With the westerly line of Lot No. 19, S 4° 56' 19" E 100.00 feet to an iron pin set at the common westerly corner of Lot No. 19 and the reserve parcel of The Highlands; thence,

5. With the common line between the reserve parcel and Lot No. 19, S 41° 06' 52" E 201.60 feet to an existing iron pin on the northerly right-of-way of Ermac Drive; thence,

6. With the northerly right-of-way of Ermac Drive with a curve to the right (radius 325.00 feet) southwesterly a distance of 100.30 feet to an existing concrete monument, said curve has a chord bearing and distance of S 65° 39' 15" W 99.902 feet; thence,

7. Crossing the end of Ermac Drive, S 58° 34' 41" E 36.68 feet to an existing iron pin in concrete; thence,

8. S 72° 18' 47" E 35.26 feet to an existing monument on the southerly right-of-way of Ermac Drive; thence,

9. With the southerly right-of-way of Ermac Drive with a curve to the left (radius 375.00 feet) northeasterly a distance of 152.5 feet to an iron pin set at the common westerly corner of Lot No. 20 and reserve parcel on The Highlands, said curve has a chord bearing and distance of N 54° 27' 01" E 151.455; thence,

10. With the common line between Lot No. 20 and the reserve parcel, S 46° 35' 25" E 223.54 feet to an existing iron pin; thence, S 80° 14' 38" E 85.39 feet to an existing iron pin at the southerly corner of Lot No. 20 of The Highlands and being in the westerly line of Mark H. Westlake, Trustee, property as of record in Deed Book 5458, page 110, R.O.D.C., Tennessee; thence,

11. With the common line of the herein described tract and Mark H. Westlake, Trustee, property S 7° 58' 23" W 189.89 feet to an iron pin on the northerly right-of-way of Interstate-40; thence,

12. With the northerly right-of-way of Interstate-40, N 79° 18' 22" W 802.04 feet to an iron pin at the southeasterly corner of Lot No. 1 of the Marriott Hotel and Office Park (Marriott Hote Site); thence,

13. With the easterly line of Lot No. 1, N 1° 44' 20" W 418.40' to an iron pin set on the westerly right-of-way of Marriott Drive; thence,

14. With the westerly right-of-way of Marriott Drive with a curve to the left (radius 300.00 feet) southeasterly a distance of 170.00 feet, said curve has a chord bearing and distance of S 21° 49' 06" E 167.735 feet; thence,

15. Crossing the end of Marriott Drive, N 51° 56' 51" E 80.00 feet to a point; thence,

16. With the easterly right-of-way of Marriott Drive, with a curve to the right (radius 220.00 feet) northwesterly a distance of 124.33 feet, said curve has a chord bearing and distance of N 21° 51' 44" W 122.685 feet, to the point of beginning and containing 6.551 acres, more or less, being a part of Tract III, part of Tract I, and all of Tract IX in the deed that was conveyed to Marriott Corporation by Book 5538, page 1, R.O.D.C., Tennessee, and also parts of the original road right-of-way which was closed by Metro Council Bill, No. 80-242, and was conveyed to Marriott Corporation by Deed Book 5758, page 269, R.O.D.C., Tennessee.

TRACT II

Beginning at an existing iron pin on the southerly right-of-way line of an existing frontage road, south of Elm Hill Pike (now called Marriott Drive). Said pin being the northeasterly corner of Tract VII in deed to the Marriott Corporation as of record in Book 5538, page 1, R.O.D.C., Tennessee and the northwesterly corner of Highland Ridge Property (formerly Tidwell property) as of record in Deed Book 5751, page 959, R.O.D.C., Tennessee, said pin being 527.29 feet from the southerly right-of-way of Elm Hill Pike as measured along the southerly right-of-way of Frontage Road (Marriott Drive) as shown on the plan of Section One, Marriott Hotel and Office Park recorded in Book 5200, page 375, R.O.D.C., Tennessee; thence,

1. With the common line of the herein described tract and Highland Ridge Property, S 4° 38' 14" W 870.73 feet to an existing

iron pipe at the southwesterly corner of Highland Ridge Property; thence,

2. With the southerly line of Highland Ridge Property, S 84° 32' 38" E 350.15 feet to an existing iron pipe at the southeasterly corner of the Highland Ridge Property and being in the westerly line of The Highlands Subdivision as of record in Book 2663, page 127, R.O.D.C., Tennessee; thence,

3. With the westerly line of The Highlands, S 10° 13' 55" W 504.79 feet to an existing iron pin; thence,

4. S 21° 25' 22" W 393.80 feet to an existing iron pin; thence,

5. S 42° 38' 05" W 169.45 feet to an iron pin at the northeasterly corner of Lot No. 1, Section One, Highland Ridge Subdivision, recorded in Book 5800, page 19, R.O.D.C., Tennessee; thence,

6. With the northerly line of Lot No. 1, N 41° 47' 27" W 342.44 feet to an iron pin; thence,

7. S 41° 00' 00" W 100.00 feet to an iron pin; thence,

8. N 48° 59' 02" W 394.64 feet to an iron pin on the easterly right-of-way line of Marriott Drive; thence,

9. With the easterly right-of-way line of Marriott Drive with a curve to the left (radius 1,463.24 feet) northeasterly a distance of 115.20 feet to a point, said curve has a chord bearing and distance of N 37° 46' 00" E 115.177 feet; thence,

10. N 35° 30' 40" E 149.60 feet to a point; thence,

11. With a curve to the left (radius 954.82 feet) northeasterly a distance of 376.56 feet to a point, said curve has a chord bearing and distance of N 24° 12' 46" E 374.128 feet; thence,

12. N 12° 54' 53" E 672.42 feet to a point; thence,

13. With a curve to the right (radius 321.79 feet) northeasterly a distance of 199.70 feet to a point, said curve has a chord bearing and distance of N 30° 41' 35" E 196.508 feet; thence,

14. N 48° 28' 17" E 78.73 feet to an iron pin; thence,

15. N 64° 27' 34" E 45.75 feet to the point of beginning and containing 17.492 acres, more or less.

Being part of Tracts II, V, IV, VIII, and all of Tracts VII and VI in deed to Marriott Corporation by deed recorded in Book 5538, page 1, in the Register's Office of Davidson County, Tennessee.

TRACT III

A tract of land in the First Civil District of Metropolitan Nashville-Davidson County, Tennessee, originally being part of land lying between the right-of-way of Old Elm Hill Pike and New Elm Hill Pike and being more particularly described as follows according to the survey of Ragan, Smith, Murphy & Associates, Inc. dated March 5, 1982:

Beginning at a point on the southerly right-of-way of New Elm Hill Pike at the end of Access Control for Briley Parkway at Highway Station 200+56 (State Highway Plan Project No. SU-6326(6), and proceeding as follows:

1. With the southerly right-of-way of New Elm Hill Pike, N 82° 27' 27" E 157.00 feet to a point (corner of Tract "A"); thence,

2. With a curve to the right (radius 115') and with a westerly line of Tract "A" southeasterly a distance of 38.54 feet to a point on the

center line of Old Elm Hill Pike (closed by Metro Council Bill No. 81-710); thence,

3. With the center line of Old Elm Hill Pike (now closed) S 85° 40' 47" W 23.44 feet to a point on the right-of-way of Marriott Drive as recorded in Plat Book 5200, page 375, R.O.D.C., Tennessee; thence,

4. With the right-of-way of Marriott Drive with a curve to the left (radius 80.31') northerly a distance of 20.87 feet to a point on the south line of a tract of land conveyed to Marriott Corporation by Deed Book 5758, page 269, R.O.D.C., Tennessee; thence;

5. With the south line of Marriott Corporation, S 85° 40' 47" W 132.49 feet to a point at the end of access control and being an offset in the right-of-way of New Elm Hill Pike; thence,

6. With said offset in right-of-way, N 7° 32' 32" W 9.06 feet to the point of beginning and containing 2,526 square feet or 0.06 of an acre, more or less.

Being the same property conveyed to Marriott Corporation by deed recorded in Book 5758, page 269, R.O.D.C., Tennessee (a part of same included and described herein was dedicated for right-of-way for Marriott Drive by Plat Book 5200, page 375, R.O.D.C., Tennessee) and also being a small part of the right-of-way of Old Elm Hill Pike closed by Metro Council Bill No. 81-710.

TO HAVE AND TO HOLD said real estate, with the appurtenances, estate, title and interest belonging to the said Grantee, and to the said Grantee's successors, heirs and assigns forever. Grantor covenants that it is lawfully seized and possessed of said real estate in fee simple, has a good right to convey it, and that the same is unencumbered, except for the Development Agreement of record in Book 5762, page 677, the Memorandum of Option and Development Rights of record in Book 5762, page 724, Restrictive Covenants of record in Book 5762, page 691, Restrictive Covenants of record in Book 4890, page 358, TVA Easement of record in Book 1298, page 301, a water line easement of record in Book 5842, page 382, certain easements more fully described in the Plan of Subdivision of record in Plat Book 5200, page 375, all in the Register's Office for Davidson County, Tennessee; an unrecorded agreement between Grantor and Highland Ridge Properties regarding the construction and use of a temporary haul road across said real estate; overhead utility service along the south line serving Marriott's construction, and the encroachment of a gravel driveway on the common line of Tract I and Lot 20 of the Highlands Subdivision, as shown on the boundary survey of Ragan, Smith, Murphy & Associates dated January 17, 1982; overhead and underground utilities affecting Tract III as shown on the boundary survey of Ragan, Smith, Murphy & Associates dated March 5, 1982; and easements retained by the Metropolitan Government of Nashville and Davidson County, Tennessee upon the closure of Old Elm Hill Pike, closed by Metropolitan Ordinance No. 81-710.

Grantor further covenants and binds itself, its successors and representatives, to warrant and forever defend the title to said real estate to the said Grantee and to the said Grantee's successors, heirs and assigns, against the lawful claims of all persons.

Witness its hand this 23rd day of March, 1982, the corporate party, having caused its name to be signed hereto by its duly authorized officer on said day and date.

MARRIOTT CORPORATION

By: _____

Title: Vice President

STATE OF Maryland)
)
COUNTY OF Montgomery)

Before me, Johanne P. Jackson, a Notary Public in and for the County and State aforesaid, personally appeared Robert E. Roehler with whom I am personally acquainted, and who, upon oath, acknowledged himself to be Vice President of Marriott Corporation, the within named bargainor, a corporation, and that he as such Vice President, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as Vice President.

Witness my hand and seal, at office in Montgomery Co., Maryland, this 23rd day of March, 1982.

Johanne P. Jackson
Notary Public

My Commission Expires: 7/1/82

STATE OF TENNESSEE)

COUNTY OF DAVIDSON)

The actual consideration or value whichever is greater, for this transfer is $1,674,892.69.

G 8 5 2 4 9

IDENTIF. T REFERENCE

Mar 30 4 27 PM '82

FELIX Z. WILSON II REGISTER DAVIDSON COUNTY, TENN.

RUSH

HIGHLAND RIDGE PROPERTIES, a Tennessee general partnership acting by and through its general partner, Highland Ridge Associates

By: John W. Eakin
General Partner

Subscribed and sworn to before me, this the 23rd day of March, 1982.

Rita McDaniel
Notary Public

My Commission Expires:
[illegible]

OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 5867 PAGE 540

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
	CO.	1,674,892.69		
			4354.74 CO TX	
			.50 PRFEE	
			15.00 MORTG	
			CHECK 4370.24-	
			9021A03/30/82 BAL .00	

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

G 8 5 2 4 9

IDENTIF. REFERENCE

MAR 30 4 27 PM '82

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TENN.

No. 873768