GENERAL WARRANTY DEED

BOOK 5981 PAGE 771

FROM: Castile Office Building, a Tennessee general partnership

PREPARED BY: Denton & Davis, Attorneys
555 Griffin Square Bldg.
Suite 920
Dallas, Texas 75202

TO: Executive South Venture, a Texas limited partnership

Address of New Owner:

9601 Katy Freeway
Suite 200
Houston, Texas 77024

Send tax bills to:

Same

RUSH

H 2 2 8 1 9

IDENTIF. REFERENCE

DEC 23 9 37 AM '82

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

Map: 120-1

Parcel: 140

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is Three Million Seven Hundred Twenty-Five Thousand and No/100 Dollars ($3,725,000.00).

EXECUTIVE SOUTH VENTURE, a
Texas limited partnership

By: E. Trine Starnes
E. Trine Starnes,
General Partner

21st Subscribed and sworn to before me, a notary public, this day of December, 1982.

James M. Yokley
Notary Public in and for
Davidson County, Tennessee

My commission expires:

4/21/85

FOR AND IN CONSIDERATION OF the sum of TEN DOLLARS ($10.00), cash in hand paid by EXECUTIVE SOUTH VENTURE, a Texas limited partnership (hereinafter referred to as "Grantee"), and other good and valuable considerations and the execution and delivery of a certain promissory note of even date herewith in the original principal amount of $972,621.42 from Grantee to Castille Office Building, a Tennessee general partnership composed of Fred Harron, Joel B. Spaulding and Randall Baskin and the execution and

MC05S

delivery of another certain promissory note of even date herewith in the original principal amount of $250,000.00 from Grantee to said Castille Office Building, a Tennessee general partnership, CASTILE OFFICE BUILDING, a Tennessee general partnership composed of Fred Harron, Joel B. Spaulding and Randall Baskin, a/k/a Castille Office Building, a Tennessee general parntership, (hereinafter referred to as "Grantor"), has GRANTED, SOLD and CONVEYED, and by these presents does hereby GRANT, SELL and CONVEY unto GRANTEE, GRANTEE'S successors and assigns forever that certain tract of real property and improvements located thereon located in Davidson County, Tennessee, being more particularly described on Exhibit A attached hereto and made a part hereof for all purposes;

SUBJECT, HOWEVER, to, but by Grantee in nowise assuming the obligation to pay, the indebtedness evidenced by the promissory notes described in Exhibit B attached hereto and incorporated herein by reference, payment of which is secured by the liens, security interests and assignments described in Exhibit B attached hereto;

SUBJECT, MOREOVER, to taxes for the year 1982 and subsequent years, not yet due and payable, and to the matters set forth in Exhibit C attached hereto and incorporated herein by reference;

Being the same property conveyed to Grantor by quitclaim deed dated May 24, 1978 from Fred Harron, Estelle L. Croom, Randall Baskin, Joel B. Spaulding and Michael Tomlin, of record in Book 5289, Page 929, Registrar's Office for Davidson County, Tennessee;

TO HAVE AND TO HOLD, the aforesaid land, with all and singular the improvements, hereditaments and appurtenances of and to the same belonging or in anywise appertaining to the said Grantee, Grantee's successors and assigns forever; and the said Grantor for Grantor's heirs, successors, assigns and representatives does covenant and agree to and with the said Grantee, Grantee's successors and assigns that Grantor is lawfully seized in fee of the aforesaid premises; that the same are free of all encumbrances other than the aforereferenced encumbrances; that Grantor has good right to sell and convey the same to Grantee, Grantee's successors and assigns as aforesaid; and that the before granted land and premises Grantor, Grantor's heirs, successors, assigns and representatives will warrant and forever defend against all lawful claims whatsoever.

IN WITNESS WHEREOF, said Grantor has hereto set Grantor's hand and affixed its seal as of the 21 day of Decembes, 1982.

CASTILLE OFFICE BUILDING, a
Tennessee general partnership
(Seal)

By: Fred Harron
Fred Harron, General
Partner

By: Joel B. Spaulding
Joel B. Spaulding, General
Partner

By: Randall Baskin
Randall Baskin, General
Partner

STATE OF TENNESSEE X
X
COUNTY OF DAVIDSON X

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Before me, a Notary Public in and for said State and County, duly commissioned and qualified, personally appeared FRED HARRON, JOEL B. SPAULDING and RANDALL BASKIN, each of with whom I am personally acquainted and each of whom, upon oath, acknowledged himself to be a general partner of CASTILE OFFICE BUILDING, a Tennessee general partnership, the within named bargainor, and that he as a general partner, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of the general partnership by himself as such general partner.

WITNESS MY HAND and seal of office this 21st day of December, 1982.

Janet M. Smiley
Notary Public in and for
Davidson County, Tennessee

My commission expires:

4/21/85

EXHIBIT A

Land in the Second Civil District of Davidson County, Tennessee, and being Lot No. 2 on the Subdivision of Glengarry Park Commercial Development, Section IV, as of record in Book 4660, page 55, Register's Office for Davidson County, Tennessee, described more particularly as follows:

Beginning at an iron pin located on the western right of way margin of Murfreesboro Road and north 48 degrees 49' west 885.2 feet from the center line of Glengarry Drive; thence south 41 degrees 11' west 245.27 feet to an iron pin; thence north 48 degrees 56' west 721.35 feet to an iron pin; thence north 54 degrees 01' east 253.02 feet to a concrete monument located in the western right-of-way margin of Murfreesboro Road; thence along said margin south 48 degrees 49' east 573.0 feet to an iron pin; thence south 41 degrees 11' west 8.0 feet to an iron pin; thence south 48 degrees 49' east 15.0 feet to an iron pin; thence north 41 degrees 11' east 8.0 feet to an iron pin; thence south 48 degrees 49' east 77.10 feet to the point of beginning, containing 3.91 acres more or less. This is improved property and is located at 1161 Murfreesboro Road, Nashville, Tennessee 37217.

E.S.A.
J.H.
RB

1. That certain promissory note, dated October 4, 1973, in the original principal amount of One Million Eight Hundred Thousand and No/100 Dollars ($1,800,000.00) from Henry Hudson and wife, Ruth C. Hudson, payable to the order of Guaranty Mortgage Company and Aetna Life Insurance Company, as their interest may appear, the payment of the indebtedness evidenced by which is secured by the lien of that certain deed of trust of even date therewith recorded in Book 4752, Page 577 of the Registrar's Office for Davidson County, Tennessee; as assigned to Aetna Life Insurance Company by that Assignment of Deed of Trust dated January 15, 1975, recorded in Book 4881, Page 649 of the Registrar's Office for Davidson County, Tennessee; as amended by that Amendment to Deed of Trust and Promissory Note and Modification and Consolidation Agreement, dated September 30, 1975, recorded in Book 4967, Page 698 of the Registrar's Office for Davidson County, Tennessee; being further secured by that Assignment of Rents and Leases, dated October 4, 1973, by and between Henry Hudson and wife, Ruth C. Hudson, Aetna Life Insurance Company and Guaranty Mortgage Company, recorded in Book 4752, Page 584 of the Registrar's Office for Davidson County, Tennessee.

2. That certain promissory note dated May 24, 1978, in the original principal amount of Six Hundred Ninety-Seven Thousand Seven Hundred Twenty-Eight and 06/100 Dollars ($697,728.06) from Castille Office Building, a general partnership, payable to the order of First American National Bank of Nashville, Tennessee, the payment of the indebtedness evidenced by which is secured by the lien of a certain deed of trust of even date therewith recorded in Book 5289, Page 933 of the Registrar's Office for Davidson County, Tennessee; as amended by that certain modification of even date with this general warranty deed, by and between Castille Office Building, a general partnership and said bank.

E.J.A.
J.N.

EXHIBIT C

1. Easement for public utilities, anchor easements and building setback lines and conditions of Owner's Certificate, as shown on Plan of record in Book 4660, Page 55 of the Registrar's Office for Davidson County, Tennessee.

2. Rights of Tenants in possession.

E.J.O.
J.H.
RB

OFFICIAL RECEIPT
FELIX Z. WILSON, II
REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 5981 PAGE 777

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
		3,725,000.00 Conv.		

5603.00 .CO TX
.50 PRFEE
10.00 MISC
CHECK 3703.50-
7114A12/23/82 BAL .00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

H 22819

IDENTIF. REFERENCE

DEC 23 9 37 AM '82

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 917326