846

This instrument prepared by: Aladdin Resources, Inc., 210 Athens Way, Nashville, Tennessee 37228.

BOOK 6542 PAGE 965

SPECIAL WARRANTY DEED

ADDRESS NEW OWNER(S) AS FOLLOWS:	SEND TAX BILLS TO:	MAP-PARCEL NUMBERS
Hartford Life Insurance Company	(Same)	70-10-14
(NAME) Hartford Plaza	(NAME)	
(STREET ADDRESS OR ROUTE NUMBER) Hartford, CT 06115	(STREET ADDRESS)	
(CITY) (STATE) (P.O. ZIP)	(CITY) (STATE) (ZIP)	

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $3,100,000.

The Corners Building, Inc.

BY: Michael W. Dodson
Michael W. Dodson
Vice President and
Chief Financial Officer

Subscribed and sworn before me, this the 26th day of April, 1985.

Robin E. Jones
Notary Public at Large

NOTARY PUBLIC DAVIDSON COUNTY, TENN.

My Commission Expires: 10/24/88

FOR AND IN CONSIDERATION of the sum of Ten Dollars ($10.00) cash in hand paid by HARTFORD LIFE INSURANCE COMPANY, a Connecticut corporation, and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, we, THE CORNERS BUILDING, INC., a Delaware corporation, hereinafter called the GRANTOR, bargained and sold, and by these presents do transfer and convey unto HARTFORD LIFE INSURANCE COMPANY hereinafter called GRANTEE, its successors and assigns, a certain tract or parcel of land in Davidson County, Tennessee, described as follows, to-wit:

Being known and designated as Lot 2, Tract 37M as shown on a plat entitled "Section 20, Resubdivision of Part of Section 17, Tract 37M, MetroCenter," and recorded among the Land Records of Davidson County, Tennessee in Plat Book 6200, Page 231. Containing 7.175 acres, more or less.

Being part of the property conveyed to The Corners Building, Inc., a Delaware corporation, record in Book 6042, Page 522, said Register's Office.

This conveyance is made subject to Restrictive Covenants recorded in Book 4829, Page 722; Modification to Restrictive Covenants, MetroCenter Properties recorded in Book 5792, Page 78; Declaration of Special Covenants and Restrictions recorded in Book 6042, Page 554; and Declaration of Special Covenants and Restrictions attached hereto and made a part hereof as Exhibit "A"; subject to recorded restrictions and easements; subject to easements shown on Plat of Survey, recorded in Book 6200, Page 231;* Register's Office for Davidson County, Tennessee.

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, its successors and assigns, forever, and we do covenant with the

* and a Declaration of Reciprocal Rights and Easements in Book 6542, Page 960; mO

said GRANTEE that we are lawfully seized and possessed of said land in fee simple, have a good right to convey it, and the same is unencumbered, unless otherwise herein set out; and we do further covenant and bind ourselves to warrant and forever defend the title to the said land to said GRANTEE, its heirs, successors and assigns, only against the lawful claims of all persons claiming by, through or under GRANTOR. Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

IN WITNESS WHEREOF, the undersigned, MetroCenter Properties has caused this deed to be executed this 26th day of April, 1985.

THE CORNERS BUILDING, INC., a
Delaware corporation

BY: Michael W. Dodson
Michael W. Dodson
Vice President and
Chief Financial Officer

ATTEST: Deborah S. Peatross
Deborah S. Peatross
Secretary

(Corporate Seal)

THE CORNERS BUILDING, INC. CORPORATE SEAL DELAWARE

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Before me, Robin E. Jones, a Notary Public within and for the State and County aforesaid, personally appeared Michael W. Dodson and Deborah S. Peatross with whom I am personally acquainted and who upon their several oaths acknowledge themselves to be the Vice President and Chief Financial Officer and Secretary respectively of THE CORNERS BUILDING, INC., a Delaware corporation, the within named bargainor, a corporation and that they as such Vice President and Chief Financial Officer and Secretary being authorized so to do, executed the foregoing instrument for the purpose therein contained by signing the name of the corporation by the said Michael W. Dodson as such Vice President and Chief Financial Officer, and attesting the same by the said Deborah S. Peatross as such Secretary.

WITNESS my hand and official seal at office at Nashville, Tennessee on this 26 day of April, 1985.

Robin E. Jones
Notary Public

ROBIN E. JONES NOTARY PUBLIC DAVIDSON COUNTY, TENN.

My Commission Expires: 10/24/88

EXHIBIT "A"

DECLARATION OF SPECIAL COVENANTS AND RESTRICTIONS

This Declaration of Special Covenants and Restrictions between HARTFORD LIFE INSURANCE COMPANY (a Connecticut corporation), ("Hartford") and The Corners Building; Inc., a Delaware corporation ("Corners").

WHEREAS, Hartford owns all that tract of land known as Lot 2, Tract 37M, (the Property) as described in the deed from Corners to Hartford dated April ___, 1985, and recorded among the land records of Davidson County in Deed Book ___, Page __.

WHEREAS, the Property is restricted to Commercial General use.

NOW THEREFORE, for valuable consideration and the representations, covenants, obligations and warranties hereinafter set forth by Hartford and Corners the parties hereto agree as follows:

A. Hartford hereby covenants, warrants and agrees for itself, its successors and assigns that the Property shall be used solely for:

1. An office/showroom facility consisting of One (1) one-story building totaling approximately 52,277 square feet of rentable square footage. The exterior materials, roofing, color scheme and general appearance of the building shall be compatible with the criteria set forth by the Project Review Committee ("PRC") and with the existing buildings in the vicinity of the Property hereinabove described and shall be subject to the approval of the PRC hereinafter setforth.

For a period of twenty (20) years from the date hereof no use other than office, showroom, warehouse, or any combination thereof shall be made of the property without the prior written approval of Corners, its successors or assigns. Such approval shall be in the sole unreviewable discretion of Corners. Beginning twenty years from the date hereof no other use shall be made of the property without the prior written approval of the PRC or successor in the entity (or if there is no successor entity, then Corners). The said PRC, in determining whether to grant such approval shall take into account the necessity for and the suitability of the proposed use in the neighborhood, its effect on surrounding property, and the nature, quality, appearance and general compatibility of the structure proposed for such use to the character of MetroCenter. The failure to approve of one such use shall not bar further applications for other uses. In the event that such approval is obtained from the appropriate parties aforesaid, such party shall, at the expense of Hartford, its successors or assigns, record a written declaration thereof among the land records of Davidson County, Tennessee.

B. In the event of a breach of any of the special covenants or restrictions contained herein, Corners, or the PRC, as the case may be, shall have the right to injunctive relief and any other relief to which it may be entitled under law or equity including a Two Thousand Dollar ($2,000.00) per day penalty for each day of a continuing violation. The benefits of the special covenants and restrictions contained herein shall inure solely to the benefit of and be enforceable solely by Corners or its successors or assigns during such twenty (20) year period and thereafter, to or by the PRC or its successor.

C. The exterior materials, roofing, color scheme and general appearance of any building on the Property shall be subject to the approval of the PRC as constituted under the covenants and restrictions recorded among the land records of Davidson County in Deed Book 4829, Folio 722.

D. This Declaration of Special Covenants and Restrictions is intended to be complimentary to all covenants and restrictions herein before recorded among the land records of Davidson County which apply to the Property and to be solely for the benefit of Corners, its successors and assigns as herein set forth. In the event of any conflict between the provisions of any one or more or part of any one of these special covenants and restrictions, the provisions of the special covenants and restrictions shall prevail.

E. Hartford covenants and agrees that it will become a member of an association or associations which may hereinafter be formed by the developer of MetroCenter for the purpose of the maintenance and improvement of common (including public) planted/landscaped areas in MetroCenter. Such association shall be formed among the owners of property in MetroCenter for the purpose of serving the mutual interest of such property owners and the preservation of the safety and aesthetic appeal of MetroCenter and any such association shall be cooperatively financed by its members on a pro rata basis proportionate to the land area owned by each in MetroCenter and any such association shall be non-profit with no part of its net earnings inuring to the benefit of any private person.

The formation and operation of any such association shall not affect the rights of Corners and others as set forth in any recorded covenants and restrictions to enforce any covenant, restriction or lien against the Property.

This Declaration of Special Covenants and Restrictions shall run with and bind the land and shall be binding upon its successors and assigns.

This Agreement is entered into by the parties this 26th day of April, 1985.

THE CORNERS BUILDING, INC., a
Delaware corporation

ATTEST: Deborah S. Peatross
Deborah S. Peatross
Secretary

BY: Michael W Dodson
Michael W. Dodson
Vice President and
Chief Financial Officer

(Corporate Seal)

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Before me, Robin F. Jones, a Notary Public within and for the State and County aforesaid, personally appeared Michael W. Dodson and Deborah S. Peatross with whom I am personally acquainted and who upon their several oaths acknowledge themselves to be the Vice President and Chief Financial Officer and Secretary respectively of THE CORNERS BUILDING, INC., a Delaware corporation, the within named bargainor, a corporation and that they as such Vice President and Chief Financial Officer and Secretary being authorized so to do, executed the foregoing instrument for the purpose therein contained by signing the name of the corporation by the said Michael W. Dodson as such Vice President and Chief Financial Officer, and attesting the same by the said Deborah S. Peatross as such Secretary.

WITNESS my hand and official seal at office at Nashville, Tennessee on this 26 day of April, 1985.

Robin F. Jones
Notary Public

My Commission Expires: 10/24/88

1 9 9 8 7

IDENTIF. REFERENCE

APR 26 4 29 PM '85

DAVIDSON COUNTY, TN

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

RECEIVED OF _____

FOR _____

BOOK 6542 PAGE 969

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

CW 3,100,000.00

8060.00 CSTAX
.50 PRFEE
12.00 WDEED
CHECK 8072.50-
2207A04/26/85 BAL .00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

I 59587

IDENTIF. REFERENCE

APR 26 4 29 PM '85

DAVIDSON COUNTY TN REGISTER

No. 129039