This instrument prepared by:
O'HARE, SHERRARD & ROE
500 Church Street
St. Cloud Corner
Nashville, Tennessee 37219

J 0 0 9 1 5

IDENTIF. REFERENCE

MAY 1 12 55 PM '85

REGISTER
DAVIDSON COUNTY, TN

GENERAL WARRANTY DEED

Address New Owner:	Send Tax Bills To:	Map/Parcel Nos.
Metropolitan Life Insurance Company One Madison Avenue New York, New York 10010	same	70-16-14 70-16-15

BOOK 6546 PAGE 35

FOR AND IN CONSIDERATION of the sum of Fifteen Million Dollars ($15,000,000.00) Vantage Place Properties Associates, Ltd., a Tennessee limited partnership, hereinafter referred to as the Grantor, has bargained and sold, and does hereby transfer and convey unto Metropolitan Life Insurance Company, a New York corporation, hereinafter referred to as the Grantee, and to the said Grantee's successors, heirs and assigns certain real estate in the County of Davidson, State of Tennessee, and more particularly described as follows:

A parcel of land in the First (formerly Eighth) Civil District, Nashville, Davidson County, Tennessee, bounded on the south by Vantage Way and located east of French Landing Drive, and known as Tract 6B Metrocenter of record in Book 5210, page 197, Register's Office for Davidson County, Tennessee, more particularly described according to survey of Barge, Waggoner, Sumner & Cannon, dated September 11, 1979, as follows:

BEGINNING at a point in the northerly margin of Vantage Way 454.74 feet east from the easterly margin of French Landing Drive; thence, N 13° 02' 38" W, 50.00 feet to a point; thence, N 03° 35' W, 361.79 feet to a point; thence, N 67° 15' 47" E, 380.75 feet to a point; thence, N 22° 44' 13" W, 355.63 feet to a point; thence N 83° 50' 39" E, 214.94 feet to a point; thence, S 22° 44' 13" E, 716.15 feet to a point in the northerly margin of Vantage Way; thence, along said Vantage Way, S 67° 15' 47" W, 350.53 feet to a point, the beginning of a curve to the right; thence, with said curve, having a central angle of 9° 41' 35", a radius of 2,158 ft., and a distance of 365.08 feet to the point of beginning, containing 7.83 acres, more or less.

Being the same property conveyed to Vantage Place Properties Associates, Ltd., a partnership, by deed from Metrocenter Properties, a partnership, of record in Book 5563, page 366, Register's Office for Davidson County, Tennessee.

This is improved property known as 44 Vantage Way, Nashville, Tennessee 37228.

TO HAVE AND TO HOLD said tract or parcel of land with the appurtenances, estate, title and interest belonging to the said Grantor, 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 as follows: (1) the lien for property taxes for the year 1985, which have been prorated between the parties; (2) easements and restrictions shown on the Plan of record in Book 5210, page 197; (3) Restrictions filed for record in Book 5225, page 112, and in Book 5225, page 120; (4) Restrictions filed for record in Book 4829, page 722; (5) Declaration of Restrictions of record in Book 5815, page 96; (6) Deed of Trust executed by Vantage Place Properties Associates, Ltd., to Thomas P. Kanaday, Jr., Trustee, of record in Book 5563, page 376; (7) Transfer and Assignment of Deed of Trust and Security Agreement, as reassigned of record in Book 5752, page 138; (8) Assignment of Lessor's interest in Leases of record in Book 5563, page 405 as reassigned of record in Book 5752, page 143; (9) Financing Statement of record in Book 5563, page 416 as assigned of record in Book 5752, page 147; (10) Lease of record in Book 5752, page 148; (11) Lease of record in Book 5772, page 258 and as rerecorded in Book 5780, page 82; (12) Lease of record in Book 5977, page 331; (13) Right-of-way Easement of record in Book 6353, page 789; and (14) unrecorded leases assigned to Grantee on the day hereof; Register's Office for Davidson County, Tennessee. 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 and defenses of all persons except as aforesaid.

IN WITNESS WHEREOF, the Grantor has hereunto set its hand, this 1st day of May, 1985.

VANTAGE PLACE PROPERTIES ASSOCIATES, LTD., a Tennessee limited partnership

By: Place Properties, Limited, a Tennessee limited partnership, Its General Partner

By: _____
Jerry Carroll, General Partner

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Before me, Connie Comer, a Notary Public in and for the County and State aforesaid, personally appeared Jerry L. Carroll, with whom I am personally acquainted (or proved to me on the basis of satisfaction evidence), and who acknowledged himself to be the General Partner of Place Properties, Limited, a limited partnership which is the General Partner of Vantage Place Properties Associates, Ltd., the within named bargainor, and that he as such General Partner, being authorized to do so, executed the foregoing instrument for the purposes therein contained, by signing the name of said limited partnership by himself as the General Partner.

Witness my hand and seal, at office in ~~Atlanta, Georgia~~ Nashville, Tennessee, this 1st day of May, 1985.

Connie Comer
Notary Public

My Commission Expires:
5-10-87

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

The actual consideration of this transfer of property, which is the fair market value of such property, is $15,000,000.00 and no other monetary consideration.

Sworn to and subscribed before me
this 15th day of May, 1985.

Notary Public

My Commission Expires:
07-10-87

OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 6546 PAGE 39

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
		15,000,000.00 CONV.		
			39000.00 CSTAX	
			.50 PRFEE	
			12.00 WDEED	
			CHECK 39012.50-	
3349A05/01/85			BAL .00	

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

J O 0 0 9 1 5

IDENTIF. REFERENCE

MAY 1 12 55 PM '85

FELIX Z. WILSON, REGISTER
DAVIDSON COUNTY, TN

No. 130152