#33

BOOK 6585 PAGE 881

QUITCLAIM DEED AND ENUMERATION OF JOINT VENTURERS

Address New Owner as Follows:	Send Tax Bills To:	Map Parcel No.
Amherst Plaza II, a Tennessee Joint Venture 210 Athens Way Nashville, Tennessee 37228	Same	70-16-20 Ja

This instrument prepared by: DEARBORN & EWING, Attorneys, Suite 1200, One Commerce Place, Nashville, Tennessee 37239

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration for this transfer is $ -0-.

Affiant

Subscribed and sworn to before me, this the 18th day of June, 1985.

Notary Public

My Commission Expires: July 17 1986

FOR AND IN CONSIDERATION of the sum of One Dollar ($1.00) and other good and valuable considerations, Amherst Plaza II, a Tennessee Joint Venture, composed of Aladdin Resources, Inc., Barry P. Oxford, and James W. Stringer, does hereby quitclaim and convey unto Amherst Plaza II, a Tennessee Joint Venture composed of Aladdin Resources, Inc., Barry P. Oxford, James W. Stringer, and UNITED SERVICES AUTOMOBILE ASSOCIATION, a reciprocal interinsurance exchange, its successors and assigns, all its right, title and interest in and to the following described tract or parcel of land situated in the City of Nashville, Davidson County, Tennessee, to-wit:

Being a tract of land in Davidson County, Tennessee, known as Lot 2, Tract 9, more particularly described on a plat entitled, "Section Nineteen, Resubdivision of part of Block 'D,' Section No. 1, Book 4675, Page 48, Sheet 1 of 2, MetroCenter, Tract 9," recorded among the land records of Davidson County, Tennessee, in Plat Book 5800, Page 341 on December 22, 1983, containing 8.70 acres, plus or minus, to which Plan reference is hereby made for a more complete and accurate description (the "Property").

Being the same property conveyed to Amherst Plaza II, a Tennessee joint venture, by quitclaim deed of record in Book 6340, Page 323, Register's Office for Davidson County, Tennessee, and subsequently by Quitclaim Deed and Enumeration of Joint Venturers of record in Book 6353, page 317, said Register's Office.

Amherst Plaza I, Inc. having been merged into Aladdin Realty Development, Inc., and subsequently Aladdin Realty Development, Inc. was merged into Aladdin Resources, Inc., certified copies of the articles of merger with respect to such corporate reorganization being of record in Book 6529, page 674, and Book 6529, page 676, said Register's Office.

It is the purpose of this Instrument to set forth the names of the existing joint venturers of the undersigned and to establish the requirement that all future conveyances and encumbrances made with respect to the hereindescribed property shall require the joinder of all the joint venturers as are hereinabove set forth, namely Aladdin Resources, Inc., Barry P. Oxford, James W. Stringer and UNITED SERVICES AUTOMOBILE ASSOCIATION, a reciprocal interinsurance exchange or their respective heirs, successors or assigns, and that any such conveyance or encumbrance without the joinder of all such joint venturers shall be wholly ineffective.

It is agreed that no liability shall attain in favor of any person or entity as against any officer, director, member, agent or employee of United Services Automobile Association ("USAA") but that all persons and entities shall look solely to the assets of USAA in satisfaction of this Instrument.

IN WITNESS WHEREOF, the undersigned have caused this instrument to be executed this the 18th day of June, 1985.

AMHERST PLAZA II, a Tennessee Joint Venture

BY:ALADDIN RESOURCES, INC., a Joint Venturer

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

By: Barry P. Oxford
Barry P. Oxford, a Joint Venturer

By: James W. Stringer
James W. Stringer, a Joint Venturer

UNITED SERVICES AUTOMOBILE ASSOCIATION, a reciprocal interinsurance exchange, a Joint Venturer

By: Bridget H. Ensley
Its: Sr. Vice President

STATE OF Tennessee)
COUNTY OF Davidson)

Before me, the undersigned, a notary public in and for the County and State aforesaid, personally appeared Michael W. Dodson, with whom I am personally acquainted, and who, upon oath, acknowledged himself to be the Vice President and Chief Financial Officer of Aladdin Resources, Inc., corporate joint venturer of Amherst Plaza II, Joint Venture the within named bargainor, a joint venture, and that he as such Vice President and Chief Financial Officer, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the joint venture by himself as Vice President and Chief Financial Officer of Aladdin Resources, Inc., a corporate joint venturer.

Witness my hand and seal in Nashville, Tn this the 18th day of June, 1985.

Anita Dean
Notary Public

My Commission Expires: July 17 1988

STATE OF Tennessee)
COUNTY OF Davidson)

Before me, the undersigned, a notary public in and for the County and State aforesaid, personally appeared Barry P. Oxford, with whom I am personally acquainted, and who, upon oath, acknowledged himself to be a joint venturer of Amherst Plaza II, the within named bargainor, a joint venture, and that as such joint venturer, executed the foregoing instrument for the purposes therein contained, by signing the name of the joint venture by himself as a joint venturer.

Witness my hand and seal in Nashville, Tn this the 19th day of June, 1985.

Anita Dean
Notary Public

My Commission Expires: July 17, 1988

STATE OF Tennessee)
COUNTY OF Davidson)

Before me, the undersigned, a notary public in and for the County and State aforesaid, personally appeared James W. Stringer, with whom I am personally acquainted, and who, upon oath, acknowledged himself to be a joint venturer of Amherst Plaza II, the within named bargainor, a joint venture, and that as such joint venturer, executed the foregoing instrument for the purposes therein contained, by signing the name of the joint venture by himself as a joint venturer.

Witness my hand and seal in Nashville, Tn this the 19th day of June, 1985.

Anita Dean
Notary Public

My Commission Expires: July 17, 1988

BOOK 6585 PAGE 884

STATE OF Tennessee)
COUNTY OF Davidson)

Before me, the undersigned, a notary public in and for the County and State aforesaid, personally appeared BECKIE EARLY, with whom I am personally acquainted, and who, upon oath, acknowledged himself to be the Sr. Vice President of UNITED SERVICES AUTOMOBILE ASSOCIATION, a reciprocal interinsurance exchange, a joint venturer of Amherst Plaza II, the within named bargainor, a joint venture, and that he as such Sr. Vice President, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the joint venture by himself as Sr. Vice President of UNITED SERVICES AUTOMOBILE ASSOCIATION, a reciprocal interinsurance exchange, a joint venturer.

Witness my hand and seal in Nashville Tn this the 18th day of June, 1985.

Anita Dean
Notary Public

My Commission Expires: July 17 1989

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IDENTIF. REFERENCE

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FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN