THIS INSTRUMENT PREPARED BY
ROBERT F. [illegible], Attorney
222 3rd Ave. South
P. O. Box 198242
NASHVILLE, TN 37219

BOOK 6363 PAGE 39

(Address New Owner:	Send Tax Bills to:	Map-Parcel Numbers)
(		
(The Nashville City Center		To be
(Phase II Partnership	Same	assigned
(c/o David Emery		
(3310 West End Avenue		
(Nashville, TN 37203		

QUITCLAIM DEED

WHEREAS, The Nashville City Center Partnership, a Tennessee limited partnership (formerly Quality Growth Associates, a Tennessee general partnership), the Grantor, is the owner of certain real property in the city of Nashville, Davidson County, Tennessee, consisting of Lots 1 and 2 on the Plan of Nashville City Center of record in Book 6250, page 920 Register's Office for said County; and

WHEREAS, the Grantor desires to distribute a portion of said property to its partners; and

WHEREAS, the partners of the Grantor have formed a new limited partnership known as The Nashville City Center Phase II Partnership and they desire to contribute the property to be distributed to them as aforesaid to such new partnership; and

WHEREAS, the partners of the Grantor have requested, in order to facilitate the foregoing, that the Grantor convey said property directly to The Nashville City Center Phase II Partnership.

NOW THEREFORE, in consideration of the premises and of the sum of Ten and No/100 Dollars ($10.00) cash in hand paid, and other good and valuable considerations, the receipt and sufficiency of all of which are hereby acknowledged, the Grantor, acting by and through its general partners, Ontario Group and BB GenPar, Inc., has bargained and sold, and by these presents does hereby sell, assign and forever quitclaim unto The Nashville City Center Phase II Partnership (the "Grantee"), Grantee's successors and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described in Exhibit A which is attached hereto and incorporated herein by reference (the "Property").

This conveyance of the Property, is made expressly subject to the following:

1. Real estate taxes for the current year which have been prorated between the parties.

2. Conditions of the Owner's Certificate, a facade setback, and other matters appearing upon the Plan of Nashville City Center of record in Book 6250, page 920, said Register's Office.

(STATE OF TENNESSEE)
(COUNTY OF DAVIDSON)
( )
(The actual consideration for this transfer is $ -0- .)
( )
( )
( )
(Affiant)
( )
(Subscribed and sworn to before me this 20th day of May , 1986)
( )
( )
(Notary Public)
(My Commission Expires:)

This is Unimproved property, known as

.

IN WITNESS WHEREOF, the Grantor has caused this Quitclaim Deed to be executed this 20th day of May, 1986, the corporate party, if any, having caused its name to be signed hereto by its duly authorized officers on said day and date.

THE NASHVILLE CITY CENTER PARTNERSHIP

By: Ontario Group
General Partner

By: PARTNER

By: PARTNER

By: BB GenPar, Inc.
General Partner

By: Vice-President

STATE OF TENNESSEE
COUNTY OF DAVIDSON

BOOK 6863 PAGE 41

Before me, Rita S. Hicks, a Notary Public in and for the County and State aforesaid, personally appeared David R. Emery and John P. Grayken with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged themselves to be the partners of **Ontario Group**, which partnership is a general partner of The Nashville Center City Partnership, a Tennessee limited partnership, the within named bargainor, and that they as such partners, executed the foregoing instrument for the purposes therein contained, by signing the name of Ontario Group as general partner on behalf of the limited partnership by themselves as partners.

WITNESS my hand and official seal, at office in Nashville, Davidson County, Tennessee, this 20th day of May, 1986.

Rita S. Hicks
Notary Public
My Commission Expires: July 17, 1988

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Before me, Rita S. Hicks, a Notary Public in and for the County and State aforesaid, personally appeared Billie J. Ellis, Jr., with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the Vice President of **BB GenPar, Inc.**, which corporation is a general partner of The Nashville Center City Partnership, the within named bargainor, a limited partnership, and that he as such Vice President, executed the foregoing instrument for the purposes therein contained, by signing the name of BB GenPar, Inc. as general partner on behalf of the limited partnership by himself as Vice President.

WITNESS my hand and official seal, at office in Nashville, Davidson County, Tennessee, this 20th day of May, 1986.

Rita S. Hicks
Notary Public
My Commission Expires: July 17, 1988

EXHIBIT A

Being Lot Two of Nashville City Center as shown on the Plan of Record in Book 6250, page 920, Register's Office for Davidson County, Tennessee, and being bounded on the North by Lot One, Nashville City Center; on the East by Alley No. 74; on the South by Downtown Investments, Ltd.; on the West by Sixth Avenue North and being more particularly described as follows:

Beginning at a point, a corner common with Lot One, Nashville City Center, in the west right-of-way line of Alley No. 74, said point being located South 26 deg. 39 min. 59 sec. East, 288.375 feet from the intersection of the west right-of-way line of Alley No. 74 and the south right-of-way line of Union Street;

Thence with the west right-of-way line of Alley No. 74, South 26 deg. 39 min. 59 sec. East, 48.73 feet to a point, a corner common with Downtown Investments, Ltd. in the west right-of-way line of Alley No. 74;

Thence with Downtown Investments, Ltd., South 62 deg. 52 min. 32 sec. West, 172.00 feet to a point, a corner common with Downtown Investments, Ltd. in the east right-of-way line of Sixth Avenue North;

Thence with the east right-of-way line of Sixth Avenue North, North 26 deg. 40 min. 02 sec. West, 171.41 feet to a point, a corner common with Lot One, Nashville City Center in the east right-of-way line of Sixth Avenue North;

Thence with Lot One, Nashville City Center, the following bearings and distances;

North 63 deg. 20 min. 01 sec. East, 15.24 feet;
South 26 deg. 39 min. 59 sec. East, 5.14 feet;
North 63 deg. 20 min. 01 sec. East, 40.00 feet;
South 71 deg. 39 min. 59 sec. East, 28.28 feet;
North 63 deg. 20 min. 01 sec. East, 26.00 feet;
South 26 deg. 39 min. 59 sec. East, 12.26 feet;
North 63 deg. 20 min. 01 sec. East, 6.33 feet;
South 53 deg. 09 min. 59 sec. East, 40.25 feet;
North 36 deg. 50 min. 01 sec. East, 5.00 feet;
South 53 deg. 09 min. 59 sec. East, 56.00 feet;
North 63 deg. 20 min. 01 sec. East, 17.00 feet to the point of beginning.

Containing 22,177 square feet, (0.51 acres, more or less).

Being part of the same property conveyed to The Nashville City Center Partnership, a Tennessee limited partnership (formerly Quality Growth Associates, a Tennessee general partnership composed of Capital Tower Associates, Ltd., a Tennessee limited partnership and Sinate, Inc., a Delaware corporation), by deed from The City Center Partnership, a Tennessee general partnership, of record in Book 6254, page 682, Register's Office for Davidson County, Tennessee. The said Capital Tower Associates, Ltd., and Sinate, Inc. having assigned their interest to Ontario Group, a Tennessee partnership and Ontario Group, Inc., a Texas corporation, respectively by Assignment and Assumption Agreement, dated August 1, 1985.

IDENTIFICATION REFERENCE

0 2 7 7 7

MAY 20 4 47 PM '86

FELIX Z. WILSON JR. REGISTER
DAVIDSON COUNTY

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