jvc378:06/09/86

BOOK 6883 PAGE 64

FROM: WILLIAM H. FREEMAN, TRUSTEE
TO: MIDTOWN PLAZA, LTD.

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

Address New Owner as follows:
Midtown Plaza, Ltd.
c/o Williams, Redmon and French, Inc.
500 Church Street
Nashville, TN 37219

Send Tax Bills to: Same

Map-Parcel No.
Map 92-16
Pars. 174, 182, 203

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $4,695,000.00.

W. H. Freeman
Affiant

Subscribed and sworn to before me, this the 10th day of June, 1986.

Notary Public

My Comm. Expires: 5/13/89

GENERAL WARRANTY DEED

FOR AND IN CONSIDERATION OF the sum of Ten Dollars, cash in hand paid by the hereinafter named GRANTEE, and other good and valuable considerations, the receipt and sufficiency of which are hereby acknowledged, WILLIAM H. FREEMAN, TRUSTEE, hereinafter called "GRANTOR", has bargained and sold, and by these presents does transfer and convey unto MIDTOWN PLAZA, LTD., a Tennessee limited partnership, herein called "GRANTEE", its successors, heirs, and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described as follows, to wit:

(SEE EXHIBIT "A" ATTACHED HERETO AND INCORPORATED HEREIN BY REFERENCE AS FULLY AS THOUGH COPIED HEREIN.)

Said property is transferred subject to the limitations, restrictions, and encumbrances set forth on Exhibit A.

This is improved property known as 1717-1719 West End Avenue.

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, heirs, and assigns, forever, and GRANTOR does covenant with the said GRANTEE that it is lawfully seized and possessed of said land in fee simple, has a good right to convey it, and the same is unencumbered, unless otherwise herein set out; and GRANTOR does further covenant and bind itself, its heirs, successors, assigns, and representatives, to warrant and forever defend the title to the said land to the said GRANTEE, its heirs, successors, and assigns, against the lawful claims of all persons whomsoever. 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.

WITNESS its hand this 10th day of June, 1986.

Willi A. Freeman Trustee
WILLIAM H. FREEMAN, TRUSTEE

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, Joe Vaulx Crockett, a Notary Public in and for said County and State, the within named William H. Freeman, the bargainor, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that he executed the within instrument for the purposes therein contained.

Witness my hand and seal, at office in Nashville, Tennessee, this the 10th day of June, 1986.

NOTARY PUBLIC

My Commission Expires: 5/13/89

Being three parcels of land in the First Civil District of Davidson County, Tennessee, being part of Lot Nos. 137 and 143 on the Plan of the Boyd Home Tract, as of record in Book 21, page 39, Register's Office for Davidson County, Tennessee, as shown on Survey of Barge, Waggoner, Sumner and Cannon, Inc., dated August 4, 1980, revised August 15, 1980, October 14, 1982, October 28, 1982, reinspected and updated May 20, 1986, and further revised June 9, 1986 (File No. 7419) and being more particularly described as follows:

Parcel One

Being part of Lot No. 137 on the plan of Boyd Home Tract, as of record in Book 21, page 39, said Register's Office, located in the southeast quadrant of the intersection of West End Avenue and Eighteenth Avenue, South, and described as follows:

Said parcel fronts 115 feet on the southerly margin of West End Avenue and runs back between parallel lines with the easterly margin of Eighteenth Avenue, South, 150 feet to the northerly margin of a 12-foot alley measuring 115 feet thereon.

Containing 17,250 square feet or 0.40 acre, more or less, by scale.

Parcel Two

Being part of Lot No. 137 on the plan of Boyd Home Tract, as of record in Book 21, page 39, said Register's Office, located in the northeast quadrant of the intersection of Broadway and Eighteenth Avenue, South, and described as follows:

Said parcel fronts 103.5 feet on the northerly margin of Broadway and runs back with the easterly margin of Eighteenth Avenue, South, 151.7 feet to the southerly margin of a 12-foot alley measuring 99.25 feet thereon and measuring 121.65 feet along the easterly line.

Containing 13,600 square feet or 0.31 acre, more or less, by scale.

Parcel Three

Being part of Lot No. 143 on the plan of the Boyd Home Tract, as of record in Book 21, page 39, said Register's Office, located on the southerly margin of Broadway and described as follows:

Said parcel fronts 108.1 feet on the southerly margin of Broadway, being 240.1 feet easterly of the easterly margin of Nineteenth Avenue, South, said parcel runs back 155.2 feet on the westerly line and 175 feet on the easterly line and measuring 104.8 feet on the rear line.

Containing 17,100 square feet or 0.39 acre, more or less, by scale.

Being the same property conveyed to William H. Freeman, Trustee, by deed from West End Executive Building, Ltd., a Mississippi limited partnership, of record in Book 5959, page 689, Register's Office for Davidson County, Tennessee.

EXCEPTIONS TO TITLE

1. 1986 Metropolitan Government taxes -- a lien but not yet due and payable. (Field Book No. 10W 00070, Map 92-16, Parcel 174; Field Book No. 10W 00440, Map 92-16, Parcel 182; and Field Book No. 10W 00745, Map 92-16, Parcel 203)

2. Deed of Trust from William H. Freeman, Trustee to Jonathan Harwell of Nashville, Tennessee, Trustee, dated November 1, 1982, of record in Book 5959, page 693, said Register's Office, to secure an indebtedness evidenced by a promissory note of even date in the original principal amount of $2,750,000.00 and the sum of $475,000.00 evidenced by a note of even date from Grantor to Beneficiary, and the repayment of any future advances, payable to West End Executive Building, Ltd., a Mississippi limited partnership, and assigned to First National Bank of Jackson, Jackson Mississipi by instrument of record in Book 5964, page 289, and further assigned to West End Executive Building, Ltd. by instrument of record in Book 6721, page 791, said Register's Office.

3. Collateral Assignment of Leases from William H. Freeman, Trustee, to West End Executive Building, Ltd. dated November 1, 1982, of record in Book 5959, page 706, said Register's Office, to further secure an indebtedness in the amount of $3,000,000.00.

4. Terms and Conditions of Lease Agreements by and between The Connecticut Mutual Life Insurance Company and Tennessee Valley Authority, of record in Book 4632, page 81 and Book 5182, page 702, Book 5510, page 220, Book 5614, page 669, and Book 6056, page 677, said Register's Office.

5. Assignment among The Connecticut Mutual Life Insurance Company and West End Executive Building, Ltd., and Tennessee Valley Authority, dated August 1, 1980, of record in Book 5694, page 579, said Register's Office.

6. Terms and Conditions of Lease Agreements by and between West End Executive Building, Ltd., and Tennessee Valley Authority, of record in Book 5694, page 560; Book 5766, page 381; Book 5804, page 114, and Book 5934, page 672, said Register's Office.

7. Agreement with City of Nashville of record in Book 2596, page 411, Register's Office for Davidson County, Tennessee.

8. Agreement and covenant of record in Book 2999, page 303, Register's Office for Davidson County, Tennessee.

IDENTIFICATION REFERENCE
0 9 1 6 1
JUN 10 4 08 PM '86
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

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

RECEIVED OF _____

FOR _____

BOOK 6883 PAGE 68

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
		4,695,000.00 CONV.		

12207.00 CSTAX
.50 PRFEE
12.00 MORTG
CHECK 12219.50-
3937A06/10/86 BAL .00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0916

IDENTIFICATION REFERENCE

JUN 10 4 08 PM '86

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 257552