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mtl10:08/01/86

Fee Box 21

FROM: Burton Hills Properties, a Kentucky general partnership
TO: Burton Hills Properties Phase II

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

Address New Owner:
Burton Hills Properties Phase II
Suite 250
One Burton Hills Boulevard
Nashville, TN 37215

Send Tax Bills to: SAME

Map-Parcel No.
131-06-A;2

STATE OF KENTUCKY)
COUNTY OF JEFFERSON)

The actual consideration or value, whichever is greater, for this transfer is $1,400,000.00.

A Thomas Sturgeon
Affiant

Subscribed and sworn to before me, this the 20th day of August, 1986.

Notary Public

My Comm. Expires: 11-22-89

SPECIAL 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 of which is hereby acknowledged, Burton Hills Properties, a Kentucky general partnership, hereinafter called the GRANTOR, has bargained and sold, and by these presents does transfer and convey unto Burton Hills Properties Phase II, a Kentucky general partnership hereinafter called the GRANTEE, its successors, 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 BY REFERENCE AS FULLY AS THOUGH COPIED HEREIN.

TO HAVE AND TO HOLD the said real property together with all appurtenances and hereditaments thereunto belonging or in any wise appertaining to Grantee, its successors and assigns, forever.

GRANTOR further covenants and binds itself, its representatives, and successors to warrant specially and forever defend the title to said real estate to Grantee, its successors and assigns, against the lawful claims of all persons claiming through and under Grantor (other than claims arising out of the matters set forth above), but not further or otherwise. 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.

4 1 7 1 3

IDENTIFICATION REFERENCE

SEP 12 3 38 PM '86

FEE $ 1.00 TAX $ 1400.00

IN WITNESS WHEREOF, Grantor has executed this Special Warranty Deed on the 14 day of August, 1986.

BURTON HILLS PROPERTIES, a
Kentucky General Partnership

BY: BURTON CAPITAL CORPORATION, a
Kentucky corporation, Partner

BY: J B Corkery

TITLE: President

BY: STM BURTON DEVELOPERS, a
Kentucky General Partnership,
Partner

BY: A Thos Stamps

Partner

BY: CARROLL & EAKIN DEVELOPERS, a
Tennessee General Partnership,
Partner

BY: John W Eakin

Partner

STATE OF Kentucky)
COUNTY OF Jefferson)

Before me, the undersigned a Notary Public in and for said County and State, personally appeared Joe B Corkery, 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 President of Burton Capital Corporation, a Kentucky corporation, a partner in Burton Hills Properties, the within named bargainor, a Kentucky general partnership, and that he as such President of the corporation, a partner in the partnership, executed the foregoing instrument for the purposes therein contained by signing the name of the partnership by the corporation as partner, and the name of the corporation by himself as President.

Witness my hand and official seal at Louisville, Kentucky, this 14th day of August, 1986.

Rosemary J Kelly
NOTARY PUBLIC

My Commission Expires: Feb 5, 1987

STATE OF Kentucky)
COUNTY OF Jefferson)

Before me, the undersigned a Notary Public in and for said County and State, personally appeared J. Thomas Thurman 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 a partner of STM Burton Developers, a Kentucky General Partnership, a partner in Burton Hills Properties, the within named bargainor, a Kentucky general partnership, and that he as such partner of STM Burton Developers, a partner in Burton Hills Properties, executed the foregoing instrument for the purposes therein contained by signing the name of Burton Hills Properties by STM Burton Developers, as partner, and the name of STM Burton Developers by himself as partner.

Witness my hand and official seal at office at Louisville, Ky, on this 20th day of August, 1986.

Mimi K. Bowman
NOTARY PUBLIC

My Commission Expires: 11-25-89

STATE OF Tennessee)
COUNTY OF Davidson)

Before me, the undersigned a Notary Public in and for said County and State, personally appeared John W. Eakin, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged himself to be a partner in Carroll & Eakin Developers, a Tennessee General Partnership, a partner in Burton Hills Properties, the within named bargainor, a Kentucky general partnership, and that he as such partner of Carroll & Eakin Developers, a partner in Burton Hills Properties, executed the foregoing instrument for the purposes therein contained by signing the name of Burton Hills Properties by Carroll & Eakin Developers, as partner, and the name of Carroll & Eakin Developers by himself as partner.

Witness my hand and official seal at office at Nashville, Tenn., on this 28th day of August, 1986.

Sharon L. Alcock
NOTARY PUBLIC

My Commission Expires: 1-21-90

EXHIBIT A

Land in Davidson County, Tennessee, being more particularly described as follows:

Being Parcel 2, Tract 2 on the Plan of the Resubdivision of Tracts 1, 2 and 11 of Burton Hills, of record in Book 6250, page 978, Register's Office for Davidson County, Tennessee, to which plan reference is hereby made for a more complete description.

Being part of the same property conveyed to Burton Hills Properties, a Kentucky general partnership, by Special Warranty Deed from David Lipscomb College, a Tennessee not-for-profit corporation, of record in Book 6326, page 580, Register's Office for Davidson County, Tennessee, and being part of the same property conveyed to Burton Hills Properties, a Kentucky general partnership, by Special Warranty Deed from Burton Hills Properties Phase I, a Kentucky general partnership, of record in Book 6897, page 691, said Register's Office.

THE ABOVE PROPERTY IS CONVEYED SUBJECT TO THE FOLLOWING:

1. 1986 Metropolitan Government taxes -- a lien but not yet due and payable.

2. Tennessee Deed of Trust of record in Book 6326, page 715, Register's Office for Davidson County, Tennessee.

3. Assignment of Rentals and Sales Contracts of record in Book 6326, page 723, Register's Office for Davidson County, Tennessee.

4. Financing statement of record in Book 6326, page 732, Register's Office for Davidson County, Tennessee.

5. Deed of Trust of record in Book 6479, page 610, Register's Office for Davidson County, Tennessee.

6. Mortgage Subordination Agreement of record in Book 6479, page 639, as corrected in Book 6494, page 641, said Register's Office.

7. Charter of Burton Hills Office Association, Inc., dated December 14, 1984, of record in Book 6468, Page 203, said Register's Office.

8. Declaration of Covenants, Conditions and Restrictions for Burton Hills Office Park, dated December 14, 1984, of record in Book 6470, Page 366, said Register's Office.

9. Agreements of record in Book 6470, page 383, and Book 6655, page 47, said Register's Office.

10. All matters as shown on the Plat of Burton Hills, of record in Book 6250, page 978, said Register's Office.

11. Declaration of Restrictions of record in Book 6326, page 588, said Register's Office.

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

RECEIVED OF _____

FOR _____

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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
	CO	1,400,000.00	3920.00 CSTAX	
			.50 PRFEE	
			12.00 WDEED	
			CHECK 3932.50	
			1572A09/12/86 BAL .00	

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

4117.13

IDENTIFICATION REFERENCE

SEP 12 3 38 PM '86

FELIX Z. WILSON, II REGISTER
DAVIDSON COUNTY, TN

No. 294399