This instrument prepared by:
Thomas C. Scott
Tune, Entrekin & White
21st Floor, First American Center
Nashville, Tennessee 37238

BOOK 6984 PAGE 433

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $10,250,000.00.

Affiant

Subscribed and sworn to before me this 18th day of September, 1986.

Notary Public

My commission expires: 1-21-90

44050

IDENTIFICATION REFERENCE

SEP 19 9 46 AM '86

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

SPECIAL WARRANTY DEED

Address New Owner:	**Send Tax Bills To:**	**Map and Parcel No.:**
Thomas E. Eastman, Michael O. Craig, H. Peter Norstrand, as Trustees of the AEW #49 Trust 265 Franklin Street Boston, Massachusetts 02110	Thomas E. Eastman, Michael O. Craig, H. Peter Norstrand, as Trustees of the AEW #49 Trust 265 Franklin Street Boston, Massachusetts 02110	Map 134-0 Parcels 2, 175, 194, 202, 203, 204 and 268

FOR AND IN CONSIDERATION OF THE SUM OF TEN DOLLARS ($10.00), cash in hand paid by the hereinafter named Grantee, and other good and valuable consideration, the receipt of which is hereby acknowledged, **STEARNS NASHVILLE HARDING ASSOCIATES,** a Kentucky limited partnership (the "Grantor"), has bargained and sold, and by these presents does transfer and convey unto **THOMAS E. EASTMAN, MICHAEL O. CRAIG, H. PETER NORSTRAND, AS TRUSTEES OF THE AEW # 49 TRUST** (the "Grantee"), their successors and assigns, a certain tract or parcel of land in Davidson County, Tennessee, more particularly described in Exhibit "A" attached hereto.

This conveyance is subject to the matters shown on Exhibit "B" attached hereto.

This is improved property in Trend Industrial Park, Nashville, Davidson County, Tennessee.

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 and assigns forever.

And the 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, except as set forth above.

And the Grantor does further covenant and bind itself, its successors and assigns, to warrant and forever defend the title to the said land to the said Grantee, its successors and assigns, against the lawful claims of all persons whomsoever claiming by, through or under the Grantor, but not further or otherwise.

WITNESS my hand, this the 18th day of September, 1986.

STEARNS NASHVILLE HARDING ASSOCIATES,
a Kentucky Limited Partnership

BY: Stearns Nashville Harding, Inc., a Delaware Corporation, its Sole General Partner

By: K L Polen
Karl L. Polen, Vice President

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public in and for the State and County aforesaid, personally appeared Karl L. Polen, 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 Stearns Nashville Harding, Inc., a Delaware corporation, general partner of **STEARNS NASHVILLE HARDING ASSOCIATES,** a Kentucky limited partnership, the within named bargainor, and who acknowledged that he as such President executed the foregoing instrument for the purpose therein contained by signing the name of **STEARNS NASHVILLE HARDING ASSOCIATES** by himself as President of Stearns Nashville Harding, Inc., its general partner. Vice

WITNESS my hand and seal this the 18th day of September, 1986.

Sandra H. Ragland
NOTARY PUBLIC

My commission expires:

1-21-90

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public in and for the State and County aforesaid, personally appeared Karl L. Polen, 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 **STEARNS NASHVILLE HARDING, INC.,** a Delaware corporation, the within named bargainor, and who acknowledged that he as such President executed the foregoing instrument for the purpose therein contained by signing the name of **STEARNS NASHVILLE HARDING, INC.,** by himself as President. Vice

WITNESS my hand and seal this the 18th day of September, 1986.

Sandra H. Ragland
NOTARY PUBLIC

My commission expires:

1-21-90

EXHIBIT "A"

TRACT I:

Land in Davidson County, Tennessee, described as follows:

Being Lot No. 1 of Trend Industrial Park, Section 1, of record in Book 4675, Page 56, Register's Office for Davidson County, Tennessee.

Being the same property conveyed to Stearns Nashville Harding Associates, a Kentucky limited partnership, by deeds from Nashville Harding Associates, a Tennessee general partnership, of record in Book 6437, Page 889, Book 6645, Page 900, and Book 6984 Page 429, said Register's Office.

TRACT II:

Land in Davidson County, Tennessee, described as follows:

Being Lot No. 2 on the Plan of Harding Industrial Park, Section 2, of record in Book 4860, Page 66, Register's Office for Davidson County, Tennessee.

Being the same property conveyed to Stearns Nashville Harding Associates, a Kentucky limited partnership, by deed from Nashville Harding Associates, a Tennessee general partnership, of record in Book 6437, Page 889, and Book 6984, Page 429, said Register's Office.

TRACT III:

Land in Davidson County, Tennessee, described as follows:

Being Lot No. 3 on the Plan of Harding Industrial Park, Section 3, of record in Book 4300, Page 160, Register's Office for Davidson County, Tennessee.

Being the same property conveyed to Stearns Nashville Harding Associates, a Kentucky limited partnership, by deed from Nashville Harding Associates, a Tennessee general partnership, of record in Book 6437, Page 889, and Book 6984, Page 429, said Register's Office.

TRACT IV:

Land in Davidson County, Tennessee, described as follows:

Being Lot Nos. 3 and 4 on the Plan of Harding Industrial Park, Section 2, of record in Book 4860, Page 66, Register's Office Davidson County, Tennessee.

Being the same property conveyed to Sterns Nashville Harding Associates, a Kentucky limited partnership, by deed from Bill Finchum, Trustee, of record in Book 6766, Page 869, said Register's Office.

TRACT V:

A tract of land in the Fifth District of Davidson County, Tennessee, described as follows:

Beginning at a point in the centerline of Mill Creek located in the northerly right-of-way of Louisville & Nashville Railroad and being 3,115.00 feet, more or less, southeasterly from Mile Post C-145, N-7, and proceeding as follows: with the centerline of Mill Creek as follows: north 89 degrees 46 minutes east, a distance of 100.90 feet to a point; thence, north 70 degrees 44 minutes 30 seconds east, a distance of 386.80 feet to a point; thence, south 71 degrees 05 minutes east, a distance of 150.00 feet to a point; thence, south 78 degrees 28 minutes east, a distance of 249.90 feet to a point; thence, south 68 degrees 26 minutes east, a distance of 290.00 feet to the intersection of Mill Creek and a drain; thence, with said drain, south 29 degrees 10 minutes west, a distance of 365.10 feet to an iron pin; thence, south 33 degrees 40 minutes 36 seconds west, a distance of 287.92 feet to the northerly right-of-way of said railroad; thence, with said right-of-way, north 51 degrees 00 minutes west, a distance of 1,010.00 feet to the point of beginning, containing 9.62 acres, more or less.

Being the same property conveyed to Stearns Nashville Harding Associates, a Kentucky limited partnership, by deed from Bill Finchum, Trustee, of record in Book 6766, Page 869, said Register's Office.

Provided, however, to the extent that such property as described above exceeds the amount of property actually conveyed under the aforesaid deed of record in Book 6766, Page 869, Register's Office for Davidson County, Tennessee, such excess is conveyed hereunder without warranty.

EXHIBIT "B"

1. Taxes for 1986, which have been prorated between the parties and which are assumed by the Grantee.

2. Deed of Trust executed by Trend Warehousing, Inc. to J. Terry Hunter, Trustee, of record in Book 4952, Page 386, said Register's Office, to secure to Mutual Life Insurance Company of New York the payment of an indebtedness in the original amount of $1,300,000.00, payable as specified therein, as further secured by Assignment of Lessor's Interest, of record in Book 4952, Page 397, said Register's Office, and by a UCC-1 Financing Statement, of record in Book 4968, Page 480, said Register's Office. (Affects Tract I)

3. Easement for railroad right-of-way, of record in Book 4952, Page 402, said Register's Office. (Affects Tract I)

4. Easement for ingress and egress from Harding Industrial Drive, of record in Book 5285, Page 190, said Register's Office. (Affects Tract I)

5. Easement to Nashville Electric Service, of record in Book 3815, Page 497, said Register's Office. (Affects Tract I)

6. The Plan of record in Book 4675, Page 56, and amended in Book 5292, Page 694, said Register's Office, shows an owner's certificate, a fifteen (15) foot setback line from Harding Industrial Drive, and certain easements shown thereon, to which reference is hereby made for location and dimensions. (Affects Tract I)

7. Deed of Trust executed by Harding Warehouse Company, Inc. to James E. Eden, Trustee, of record in Book 5208, Page 863, said Register's Office, as modified in Book 5771, Page 217, said Register's Office, to secure to First American National Bank of Nashville the payment of an indebtedness in the original amount of $1,500,000.00, payable as specified therein. Said Deed of Trust was assigned by First American National Bank to the Prudential Insurance Company of America in Book 5314, Page 513, said Register's Office, and is further secured by Assignment of Rentals, of record in Book 5208, Page 868, and by Assignment of Lease, of record in Book 5314, Page 514, said Register's Office. (Affects Tract II)

8. Easement for sanitary sewer and/or storm drainage granted to the Metropolitan Government of Nashville and Davidson County, Tennessee, of record in Book 4435, Page 53, said Register's Office. (Affects Tract II and Lot 3 on the Plan of Harding Industrial Park, Section 2, of record in Book 4860, Page 66, Register's Office for Davidson County, Tennessee)

9. All matters shown on the Plan of record in Book 4860, Page 66, and amended in Book 5197, Page 795, said Register's Office, shows an owner's certificate, a fifteen (15) foot setback line from Harding Industrial Drive, and certain easements shown thereon, to which reference is hereby made for location and dimensions, and shows the following note:

The Intermediate Regional Flood Elevation, calculated, approximate 100 year flood frequency on Lots 2, 3 and 4 is 572.65 as corrected to 472.65 by surveyors certificate, of record in Book 4980, Page 313, minimum fill elevation shown thus 473.65 on Lots 2, 3, and 4

is one (1) foot above this intermediate flood elevation. NOTE: The public utility and drainage easement along the southeasterly line as shown on said plan was abandoned by instrument of record in Book 5292, Page 694, said Register's Office. (Affects Tract II)

10. Deed of Trust executed by Walter G. Knestrick and wife, Anne H. Knestrick, to Robert J. Walker, Trustee, of record in Book 5235, Page 668, said Register's Office, to secure to Phoenix Mutual Life Insurance Company the payment of an indebtedness in the original amount of $1,500,000.00, payable as specified therein, secured by Assignment of Leases and Rents, of record in Book 5235, Page 679, said Register's Office, and further secured by UCC-1 Financing Statement of record in Book 5235, Page 683, said Register's Office. (Affects Tract III)

11. Utility easement granted to the Metropolitan Government of Nashville and Davidson County, Tennessee, of record in Book 4466, Page 601, said Register's Office. (Affects Tract III)

12. Easement granted to First Suburban Water Utility District (Radnor Water District) for a twenty (20) foot water main easement, of record in Book 4764, Page 331, said Register's Office. (Affects Tract III)

13. Railroad spur line running northwest and southeast across the rear portion of said Lot No. 3. (Affects Tract III)

14. The Plan of record in Book 4300, Page 160, said Register's Office, shows an owner's certificate, a fifteen (15) foot setback line from Harding Industrial Drive, a ten (10) foot easement for public utilities and drainage along the westerly and southerly lines of said lot, and a fifteen (15) foot Nashville Electric Service easement along the easterly line of said lot. (Affects Tract III)

15. Lease to U. S. Postal Service, of record in Book 6790, Page 413, Register's Office for Davidson County, Tennessee.

16. All matters contained in Agreed Judgment of record in Book 6117, Page 15, Register's Office for Davidson County, Tennessee. (Affects Tract IV)

17. Easement for flow of Mill Creek. (Affects Tracts IV and V)

18. Title to that portion of the premises, if any, embraced within the charter right-of-way of the L&N Railroad. (Affects Tract V)

19. Easement for the flow of any creeks or branches. (Affects all Tracts)

20. Lack of ingress and egress to and from captioned premises. (Affects Tract V)

21. Thirty (30) foot sanitary sewer and/or storm drainage easement of record in Book 3857, Page 655, Register's Office for Davidson County, Tennessee. (Affects Tract IV)

22. Thirty (30) foot sanitary sewer easement as shown on the survey of Barge, Waggoner, Sumner & Cannon, Inc. dated September 16, 1986. (Affects Tract V)

23. Rights of tenants in possession under unrecorded leases. (Affects all Tracts)

24. Matters appearing on as-built survey of Barge, Waggoner, Sumner & Cannon, Inc. dated September 16, 1986, revised September 18, 1986 (File Number 9219-01). (Affects all Tracts)

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

RECEIVED OF _____

FOR _____

BOOK 6984 PAGE 441

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
		10,250,000.00 CONV.		

28700.00 CSTAX
.50 PRFEC
24.00 WDEED
CHECK 28724.50-
4196A09/19/86 BAL .00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

44050.

IDENTIFICATION REFERENCE

SEP 19 9 46 AM '86

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 296960