Title WWE

wwe485:10/16/86

BOOK 7015 PAGE 550

FROM:
Point Place II, Ltd.
TO:
443 Donelson Pike, Inc.

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

Address New Owner:	Mortgagee:	Map-Parcel No.
443 Donelson Pike, Inc. c/o Mellon Real Estate Investment Management Corporation 551 Madison Avenue New York, New York 10022	None	96-13-195

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $4,500,000.00.

William W. Earthman
Affiant

Subscribed and sworn to before me, this the 21st day of October, 1986.

Sharon L. Adcock
Notary Public

My Comm. Expires: 1-21-90

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, Point Place II, Ltd., a Tennessee limited partnership, hereinafter called the GRANTOR, has bargained and sold, and by these presents does transfer and convey unto 443 Donelson Pike, Inc., a Delaware corporation, hereinafter called the GRANTEE, its successors and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described on Exhibit A attached hereto and subject to the encumbrances contained on Exhibit B attached hereto.

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 heirs, successors and assigns, forever.

GRANTOR further covenants and binds itself, its heirs, representatives, and successors to warrant specially and forever defend the title to said real estate to GRANTEE, its heirs, 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.

IN WITNESS WHEREOF, GRANTOR has executed this Special Warranty Deed on the 21st day of October, 1986.

54937

IDENTIFICATION REFERENCE

OCT 21 3 10 PM '86
FELIX Z WILSON II REGISTER
DAVIDSON COUNTY, TN

POINT PLACE II, LTD.,
a Tennessee limited partnership

BY: POINT PLACE ASSOCIATES, a
Tennessee general partnership,
General Partner

By: John W. Eakin
John W. Eakin, Partner

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, Sharon L. Adcock, a Notary Public in and for the County and State aforesaid, 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 General Partner of Point Place Associates, the general partner of Point Place II, Ltd., the within named bargainor, a Tennessee limited partnership, and that he as such general partner of the general partner, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the limited partnership by himself as general partner of Point Place Associates, general partner of Point Place II, Ltd.

Witness my hand and seal, at office in Nashville, Tennessee, this the 21 day of October, 1986.

Sharon L. Adcock
NOTARY PUBLIC

My Commission Expires: 1-21-90

NOTARY PUBLIC DAVIDSON

EXHIBIT A

A tract of land in the First Civil District of Metropolitan Nashville-Davidson County, Tennessee and being Lot No. 2 on the plan of Point Place Business Park, of record in Book 5200, page 481, Register's Office of Davidson County, Tennessee and being more particularly described as follows:

Beginning at an existing iron pin at the southeasterly corner of Lot No. 1, Hailey Tract Subdivision as of record in Book 4350, page 157, Register's Office of Davidson County, Tennessee. Said point also being a common corner of Lots 1 and 2 of Point Place Business Park and also being South 84 deg. 10 min. 30 sec. East 349.00 feet from an existing iron pin on the easterly right-of-way, as widened, of Donelson Pike as measured along the common line of Lot No. 1, Hailey Tract and Lot No. 2, Point Place Business Park; thence with the easterly line of Lot No. 1, Hailey Tract, North 22 deg. 37 min. 40 sec. East 200.12 feet to an existing iron pin in the southerly line of Perry Heights Church of Christ as of record in Deed Book 3166, page 399, Register's Office of Davidson County, Tennesese; thence with the southerly line of Perry Heights Church of Christ, South 85 deg. 02 min. 44 sec. East 367.75 feet to an existing iron pin in the westerly line of Twin Lawn Subdivision as of record in Book 2331, page 9, Register's Office of Davidson County, Tennesese; thence with the westerly line of Twin Lawn Subdivision South 1 deg. 36 min. 08 sec. West 206.25 feet to an existing concrete monument on the southerly right-of-way of Twin Lawn Drive; thence continuing with the westerly line of Twin Lawn Subdivision, South 1 deg. 17 min. 18 sec. West 149.67 feet to a 24-inch hickory stump, a common corner of Twin Lawn Subdivision, Book 2331, page 9, and Twin Lawn, Section Two as of record in Book 2854, page 44, Register's Office of Davidson County, Tennessee; thence with the westerly line of Twin Lawn, Section Two, South 1 deg. 11 min. 55 sec. West 227.33 feet to an existing monument on the south right-of-way of Lyncrest Drive; thence continuing with the westerly line of Twin Lawn, Section Two, South 1 deg. 20 min. 09 sec. West 191.36 feet to an existing concrete monument at the northeasterly corner of Tract No. 2 of Frank K. Bellar Property as of record in Deed Book 5658, page 557, Register's Office of Davidson County, Tennessee; thence with the northerly line of Bellar, North 85 deg. 35 min. 45 sec. West 152.50 feet to an iron pin set; thence with the westerly line of Tract No. 2 of Bellar, South 00 min. 18 deg. 41 sec. West 200.00 feet to an iron pin set on the north right-of-way line of Allen Road (Elm Hill Pike); thence with the north right-of-way line of Allen Road, North 85 deg. 30 min. 38 sec. West 156.36 feet to an iron pin set at the southeasterly corner of Tract No. 1 of Frank K. Bellar as of record in Deed Book 5658, page 557, Register's Office of Davidson County, Tennessee; thence with the easterly line of Tract No. 1 of Bellar, North 4 deg. 29 min. 22 sec. East 200.00 feet to an iron pin set at the common corner of Lots 1 and 2, Point Place Business Park and the northeasterly corner of Tract No. 1, Bellar Property; thence with the common line between Lots 1 and 2, Point Place Business Park, North 5 deg. 49 min. 30 sec. East 581.65 feet to an iron pin set; thence North 84 deg. 10 min. 30 sec. West 191.68 feet to the point of beginning and containing 265,300 square feet or 6.091 acres.

Being the same property conveyed to Point Place, II, Ltd., a Tennessee limited partnership by Special Warranty Deed from Carroll/LNDC #2, a Joint Venture, of record in Book 6369, page 216, Register's Office for Davidson County, Tennessee.

(Cont'd. on next page)

Together with nonexclusive easements for ingress and egress for vehicular and pedestrian traffic, an easement for walking upon and driving and parking vehicles upon, over and across all sidewalks, entrances, driveways and lanes and parking areas on Lot 1, Point Place Business Park as shown on the Plan of record in Book 5200, page 481, said Register's Office, for the purpose of drainage of surface water from the above-described property over and on Lot 1, Point Place Business Park, and for the purpose of maintaining, installing and repairing underground facilities serving the above-described property, created by the Declaration of Reciprocal Easements and Restrictive Covenants of record in Book 5998, page 424, said Register's Office.

EXHIBIT B

PERMITTED LIENS

1. 1986 Metropolitan Government taxes -- a lien but not yet due and payable. (Field Book No. 03DZ 59917, Map 096-13, Parcel 195).

2. Lease Agreement dated March 14, 1985 by and between Point Place Associates, a Tennessee general partnership and South Central Bell Telephone Company, a Georgia corporation, of record in Book 6512, page 62, Register's Office for Davidson County, Tennessee.

3. Memorandum of Lease dated April 30, 1985 by and between Point Place II, Ltd., a Tennessee limited partnership and Carroll/LNDC #1, a Joint Venture, of record in Book 6735, page 148, said Register's Office. (Applies to part of said property)

4. Restrictive covenants of record in Book 4343, page 982, said Register's Office.

5. Terms and conditions of the Declaration of Reciprocal Easements and Restrictive Covenants of record in Book 5998, page 424, said Register's Office.

6. All matters as shown on the Plan of record in Book 5200, page 481, said Register's Office, including an owner's certificate, a 15 foot minimum building setback line from Allen Road and the northwesterly line of lot; a sixty (60) foot minimum building setback line from the northerly line of said lot, along the entire easterly lines and the southern portion of the westerly line of said lot; a 10 foot public utilities and drainage easement along the northern and eastern lot lines; and notes on the plat.

7. The survey of Ragan, Smith, Murphy & Associates, Inc. updated October 8, 1986 shows an encroachment of paving along the western property line adjoining Parcel 166, Map 96-13, an overhead power and telephone line along the southern property line abutting Allen Road, an overhead power and telephone line anchor on the eastern property line adjoining Lyncrest Drive, and an overhead power and telephone line in the northeast corner of the property continuing along the northern property line.

OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 7015 PAGE 555

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.	4,500.00	00	

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

54937

IDENTIFICATION REFERENCE

Oct 21 3 10 PM '86

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 02773