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

78699

IDENTIFICATION REFERENCE

Dec 31 3 40 PM '86

CLERK & MASTER'S REGISTER
DAVIDSON COUNTY, TN

RUSH

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $711,344.00.

Thomas C. Scott
Affiant

Subscribed and sworn to before me this 31 day of ~~November~~ December, 1986.

Deborah L. Holt
Notary Public

My commission expires: 4/17/88

NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

SPECIAL WARRANTY DEED

Address New Owner:	**Send Tax Bills To:**	**Map and Parcel No.:**
Thomas C. Scott, Trustee 21st Floor, First American Center Nashville, Tennessee 37238	Thomas C. Scott, Trustee 21st Floor, First American Center Nashville, Tennessee 37238	Map 107 Parcel 98.00

Name and Address of Mortgagee:

NCNB National Bank of North Carolina,
As Trustee of the NCNB Real Estate Fund
One NCNB Plaza
Charlotte, North Carolina 28202

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, **THIRD NATIONAL BANK, TRUSTEE,** with full power to sell, transfer, encumber and convey without the joinder of any beneficiary (the "Grantor"), has bargained and sold, and by these presents does transfer and convey unto **THOMAS C. SCOTT, TRUSTEE,** with full power to sell, transfer, encumber and convey without the joinder of any beneficiary (the "Grantee"), his heirs, successors and assigns, a certain tract or parcel of land in Davidson County, Tennessee, described on Exhibit A attached hereto.:

This conveyance is subject to the matters shown on Exhibit A.

This conveyance does not include any improvements on the subject real estate.

This is improved property known as 1854 Airlane Drive, 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, his heirs, 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 in Exhibit A.

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

Grantor further assigns to Grantee all right, title and interest of the landlord in and to that certain Ground Lease Agreement dated as of September 1, 1981 between Grantor as landlord and RCM Venture as tenant and by acceptance of delivery of this deed the Grantee hereby assumes all obligations of the Grantor thereunder as the date hereof.

WITNESS our hands this the 31st day of December, 1986.

THIRD NATIONAL BANK, TRUSTEE

By: _____

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public in and for the State and County aforesaid, personally appeared LEONARD N. WOOD, 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 & TRUST OFFICER of **THIRD NATIONAL BANK AS TRUSTEE**, a corporation, the within named bargainor, who acknowledged that he as such UP To executed the foregoing instrument for the purpose therein contained by signing the name of the corporation by himself as UP To.

WITNESS my hand and seal at Nashville, Tennessee, this the 31st day of December, 1986.

Stacey L. Giffis
NOTARY PUBLIC

My commission expires:

July 9, 1989

Being a parcel of land in the First Civil District of Davidson County, Tennessee, located on the northerly side of Airlane Drive, being Lot No. 16, as shown on Metropolitan Industrial Park, Phase II, Section Seventeen, as of record in Book 5210, Page 397, Register's Office for Davidson County, Tennessee, and being more particularly described as follows:

Beginning at a point on the northerly margin of Air Lane Drive, said point being 1,410.00 feet, more or less, east of the easterly margin of Elm Hill Pike, also being the southeast corner of Lot No. 16A as shown on Metropolitan Industrial Park, Phase II, Section Fifteen, as of record in Book 5190, Page 513, Register's Office for Davidson County; thence, leaving said Air Lane Drive with the easterly boundary of said Lot No. 16A, north 23 degrees 25 minutes west, 102.38 feet to the center of a 100.00 foot Tennessee Valley Authority easement; thence, with said center of easement and the northerly line of said Lot No. 16A, north 70 degrees 46 minutes west, 376.62 feet to a point in the easterly boundary of Metropolitan Industrial Park, Phase II, Section One, as recorded in Book 4955, Page 59, Register's Office for Davidson County; thence, with said easterly boundary, north 27 degrees 38 minutes west, 38.59 feet to a point; thence, continuing with said easterly boundary of Section One, north 23 degrees 54 minutes east, 322.38 feet to a concrete monument, said point being the northeasterly corner of said Phase II, Section One; thence, with the southerly boundary of Metropolitan Industrial Park, Section 48, as recorded in Book 4660, Page 103, Register's Office for Davidson County, south 89 degrees 23 minutes 27 seconds east, 153.01 feet to a concrete monument in the southerly boundary of said Section 48; thence continuing with said southerly boundary, south 87 degrees 33 minutes east, 272.43 feet to a point; thence, leaving said southerly boundary with the westerly boundary of Lot No. 14, as shown on Metropolitan Industrial Park, Phase II, Section Seventeen, as recorded in Book 5210, Page 397, Register's Office for Davidson County, south 01 degree 08 seconds west, 379.97 feet to a point; thence, continuing with said westerly boundary, south 31 degrees 11 minutes east, 140.05 feet to a point in the northerly margin of Air Lane Drive; thence, with said northerly margin with a curve to the left 211.60 feet to the point of beginning, said curve having a radius of 430.00 feet, a central angle of 28 degrees 11 minutes 41 seconds and a tangent distance of 107.99 feet; containing 219,919 square feet or 5.05 acres, more or less.

Being the same property conveyed to Thomas C. Scott, Trustee, by deed from Metropolitan Industrial Park, Inc., of record in Book 5787, Page 674, said Register's Office, and being part of the same property conveyed to Thomas C. Scott, Trustee, by deed from Wesley H. Dyer, and wife, Margaret W. Dyer, of record in Book 5781, page 161, said Register's Office.

Being the same property conveyed to Third National Bank, Trustee by deed of record in Book 5790, Page 243, said Register's Office.

EXHIBIT A

(continued)

This conveyance is subject to:

1) All real estate taxes due or unpaid.

2) Easement of the United States of America for transmission lines of record in Book 1298, Page 301, Register's Office for Davidson County, Tennessee.

3) Matters shown on the plan of record in Book 5210, Page 397, said Register's Office.

4) Memorandum of Ground Lease of record in Book 5790, Page 310, said Register's Office.

5) Deed of Trust and Security Agreement of record in Book 5790, Page 315, said Register's Office as modified by Modification of Deed of Trust and Security Agreement of record in Book 6030, Page 587, said Register's Office.

6) Present Assignment of Leases, Rents, Issues, Income and Profit of record in Book 5790, Page 696, said Register's Office as modified by Agreement of Modification of Present Assignment of Leases, Rents, Issues, Income and Profits of record in Book 6030, Page 601, said Register's Office.

7) UCC-1 Financing Statement of record in Book 5792, Page 184, said Register's Office.

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

RECEIVED OF _____

FOR _____

BOOK 7090 PAGE 589

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

71134.00- CAMT.
[illegible] RSTAX
.50 [illegible]
15.00 [illegible]
CHECK 207.42-
3559[illegible]12/31/86 34L .00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

78699

IDENTIFICATION REFERENCE

DEC 31 3 40 PM '86

FELIX Z. WILSON JR. REGISTER
DAVIDSON COUNTY, TN

No. 29226