jeh799:04/20/87
JBM015-010

BOOK 7208 PAGE 743

FROM: THE CORNERS BUILDING, INC.
TO: BETHUNE HOLDING CORP.

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

Address New Owner:	Mortgagee:	Map-Parcel No.
Bethune Holding Corp.		70-10-17

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $5,060,000.

Affiant

Subscribed and sworn to before me, this the 28th day of April, 1987.

Notary Public

My Comm. Expires: May 13, 1989

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, THE CORNERS BUILDING, INC., a Delaware corporation, hereinafter called the GRANTOR, has bargained and sold, and by these presents does transfer and convey unto BETHUNE HOLDING CORP., a New York corporation, 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:

A certain tract of land in Davidson County, Tennessee, being Lot No. 1 on the Plat of Section 20, Resubdivision of part of Section 17, Metrocenter, Tract 37-M, of record in Book 6200, page 231, Register's Office for said County, to which plat reference is hereby made for a more complete description of said lot.

Being part of the same property conveyed to The Corners Building, Inc., by deed from Metrocenter Properties, a Tennessee General Partnership, of record in Book 6042, page 552, said Register's Office,

This Property is subject to the following:

1. 1987 taxes, a lien not yet due and payable.

2. Corrected assessments as set out under T.C.A. 67-5-603.

3. Restrictive covenants of record in Book 4829, page 722, as modified in Book 5792, page 787 and further modified in Book 7012, page 61, made applicable by deed from MetroCenter Properties, a Tennessee General Partnership to The Corners Building, Inc., of record in Book 6042, page 552, Register's Office for Davidson County, Tennessee.

4. Declaration of Special Covenants and Restrictions as contained in the deed from MetroCenter Properties, a Tennessee General Partnership, to The Corners Building, Inc., of record in Book 6042, page 552, Register's Office for Davidson County, Tennessee.

5. Matters more particularly shown on the plan of record in Book 6200, page 231, said Register's Office.

6. Declaration of Reciprocal Rights and Easements dated April 26, 1985, of record in Book 6542, page 960, as amended in Book 6985, page 85, Register's Office for Davidson County, Tennessee.

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 covenants that it is lawfully seized and possessed of said property in fee simple, has a good right to convey it, and that the same is unencumbered, except as set forth above and except for those exceptions listed in the schedule of exceptions to coverage in the title insurance policy received by GRANTEE insuring GRANTEE'S interest in the above described property. The schedule of exceptions to such title insurance policy is by reference incorporated herein.

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.

IN WITNESS WHEREOF, GRANTOR has executed this Special Warranty Deed on the 20th day of April, 1987.

THE CORNERS BUILDING, INC.

BY: _____

TITLE: Exec V.P. and Chief Oper. Offic.

1 6 8 7 8

IDENTIFICATION REFERENCE

APR 20 2 45 PM '87

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

STATE OF Tennessee)
COUNTY OF Davidson)

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared James W. Steinger, with whom I am personally acquainted and who upon oath acknowledged himself to be Executive V.P. + Chief Operating Off. of THE CORNERS BUILDING, INC., the within named bargainor, a corporation, and that he as such Executive V.P. + Chief Operating Off., being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as Executive V.P. + Chief Operating Off..

Witness my hand and seal, at office in Nashville, TN, this the 20th day of April, 1987.

_____
NOTARY PUBLIC

NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

My Commission Expires: May 13, 1989

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

RECEIVED OF _____

FOR _____

BOOK 7208 PAGE 745

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
		CONV. 5,060,000.00		

14'60.00 CSTAX
.50 PRFEE
6.00 WDEED
CHECK 14'74.50

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK .00

16876

IDENTIFICATION REFERENCE

APR 20 2 45 PM '87

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 71588