Pale 37

SPECIAL WARRANTY DEED

FROM: AMERICAN NATIONAL INSURANCE COMPANY
A Texas Corporation

TO: BELLEVUE PLAZA PARTNERS, A Tennessee Joint Venture Comprised Of Bellevue Ventures, Inc., A Tennessee Corporation, and Bellevue Plaza, Ltd., A Tennessee Limited Partnership

NAME OF MORTGAGEE: SOUTHTRUST BANK OF ALABAMA, N.A.

THIS INSTRUMENT PREPARED BY:

A. Harrison Johnson, Jr., Esquire
Baker Worthington Crossley Stansberry & Woolf
Thirtieth Floor, L & C Tower
Nashville, Tennessee 37219

ADDRESS NEW OWNER(S)AS FOLLOWS: SEND TAX BILLS TO: MAP-PARCEL NUMBERS

Bellevue Plaza Partners	New Owner	142 183
(NAME)	(NAME)	FIELD BOOK NUMBER
c/o Bellevue Plaza, Ltd.		
Suite 800, Vanderbilt Plaza		
2100 West End Avenue		9D-00355
(STREET ADDRESS OR ROUTE NUMBER	(STREET ADDRESS)	
Nashville, Tennessee 37203		
(CITY) (STATE) (P.O.ZIP)	(CITY) (STATE) (ZIP)	

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $1,750,000.

BELLEVUE PLAZA PARTNERS
BY BELLEVUE VENTURES INC

Affiant BY B. H. Helm, Pres

Subscribed and sworn to before me this the 20th day of July, 1987.

My Commission Expires: 5/8/1991 (Affix seal) Loretta B. Lane Notary Public

(FOR REGISTER'S USE)

FOR AND IN CONSIDERATION of the sum of TEN AND 00/100 ($10.00) DOLLARS and other good and valuable considerations, cash in hand paid by **BELLEVUE PLAZA PARTNERS**, a Tennessee Joint Venture comprised of Bellevue Ventures, Inc., a Tennessee Corporation, and Bellevue Plaza, Ltd., a Tennessee Limited Partnership, (the "Grantee" herein), the receipt and sufficiency whereof is hereby acknowledfged, the

APPROVED FORM SUB

undersigned Grantor, AMERICAN NATIONAL INSURANCE COMPANY, a Texas corporation, (the "Grantor" herein), has bargained and sold, and by these presents does transfer and convey unto the said Grantee, BELLEVUE PLAZA PARTNERS, its successors and assigns, certain real estate in Davidson County, State of Tennessee, being more particularly described as follows:

(property description - See Exhibit "A" attached hereto and made a part hereof for all purposes)

SUBJECT TO:

1. 1987 taxes which have been prorated as of the closing and assumed by Grantee.

2. Terms and provision of a Lease between Harry M. Rowland, Trustee and Super-X Drugs of Texas, Inc. of record in Book 4810, Page 630, Register's Office for Davidson County, Tennessee.

3. Terms and provisions of a Lease between Harry M. Rowland, Trustee and The Kroger Co. of record in Book 4807, page 388, said Register's Office.

4. Certain unrecorded Lease Agreements assigned to American National Insurance Company, a Texas corporation, by instrument of record in Book 4937, page 987, said Register's Office.

5. Easements for ingress and egress granted to McDonald's Corporation, by grant from Harry Rowland, Trustee of record in Book 4730, Page 361, said Register's Office.

6. Easement granted Albert B. Maloney by grant from Harry Rowland, Trustee, of record in Book 4878, page 261, said Register's Office.

7. Ten-foot right-of-way dedication easement, setback lines, and conditions of owner's certificate, and other data, as shown on plan of record in Book 4675, Page 114, said Register's Office.

8. Easement granted Martin Theatres of Georgia, Inc. and Harry Rowland, Trustee by instrument of record in Book 5205, Page 118, said Register's Office.

9. Title to any land contained within the rights of way of U. S. Highway 70-S and/or Old Hickory Boulevard.

TO HAVE AND TO HOLD said real estate, with the appurtenances, estate, title and interest thereto belonging to the said **BELLEVUE PLAZA PARTNERS**, ITS SUCCESSORS AND ASSIGNS, FOREVER.

And Grantor does covenant with the said Grantee that it is lawfully seized and possessed of said real estate in fee simple; has a good right to convey it, and the same is unencumbered except as set out herein.

And Grantor does further covenant and bind itself, its successors and assigns, to warrant and forever defend the title to the said real estate to the said **BELLEVUE PLAZA PARTNERS**, its successors and assigns, against the lawful claims of all persons claiming by, through or under it, but not otherwise.

Grantee has made an inspection of the physical condition of the buildings and improvements on the property and takes the same on an as is, where is basis, without representation or warranty, express or implied, from Grantor.

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Witness my hand this 17th day of July, 1987, the corporate party having caused its name to be signed hereto by its duly authorized officer on said day and date.

GRANTOR:

AMERICAN NATIONAL INSURANCE COMPANY,
A Texa Corporation

By _____

Its: SENIOR VICE PRESIDENT

Attest: _____
Asst. Secretary

APPROVED
FORM SUB

STATE OF TEXAS)
COUNTY OF Galveston)

Personally appeared before me, Michael W. McCroskey, Senior Vice President of AMERICAN NATIONAL INSURANCE COMPANY, (the "maker"), with whom I am personally acquainted, and who acknowledged that [he, she] executed the within instrument for the purposes therein contained, and who further acknowledged that [he, she] is the Senior Vice President of the maker or a constituent of the maker and is authorized by the maker or by its constituent, the constituent being authorized by the maker, to execute this instrument on behalf of the maker.

Witness my hand and seal, at office in Galveston, Texas, this 17th day of July, 1987.

Sherry J Baker
NOTARY PUBLIC in and for the
STATE OF TEXAS

SHERRY J. BAKER
(printed or typed name of Notary)

My Commission Expires: 4/1/89

STATE OF TEXAS)
COUNTY OF Galveston)

Personally appeared before me, Juan N. Bull, Assistant Secretary of AMERICAN NATIONAL INSURANCE COMPANY, (the "maker"), with whom I am personally acquainted, and who acknowledged that [he, she] executed the within instrument for the purposes therein contained, and who further acknowledged that [he, she] is the Assistant Secretary of the maker or a constituent of the maker and is authorized by the maker or by its constituent, the constituent being authorized by the maker, to execute this instrument on behalf of the maker.

Witness my hand and seal, at office in Galveston, Texas, this 17th day of July, 1987.

Sherry J Baker
NOTARY PUBLIC in and for the
STATE OF TEXAS

SHERRY J. BAKER
(printed or typed name of Notary)

My Commission Expires: 4/1/89

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FRM | SUB

EXHIBIT "A"

Land in the First (1st), formerly Ninth (9th), Civil District of Davidson County, Tennessee being Lot No. 1 on the Plan of Bellevue Center, Section 2, as of record in Book 4675, page 114, Register's Office for Davidson County, Tennessee, described according to survey of Turner Engineering Company, Inc., dated July 10, 1987, as follows:

Beginning at a cross on concrete in the North right-of-way of Highway 70-S, said point being in the southwest corner of Bellevue Center, Section 1, of record in Book 4715, page 6, Register's Office for Davidson County, Tennessee, and being southwest 190 feet more or less, from the intersection of the North right-of-way of Highway 70-S and the West right-of-way of Old Hickory Boulevard, and proceeding as follows:

1. With a curve to the right having a radius of 2,775 feet a distance of 240.0 feet to a new concrete monument; thence,

2. Leaving said right-of-way and with the East line of Long John Silver, North 11° 33' West a distance of 160.0 feet to a new concrete monument; thence,

3. With the North line of Long John Silver, South 77° 24' 54" West a distance of 100.0 feet to a new concrete monument; thence, with the East line of Bellevue Center, Section 3, of record in Book 5200, page 103, Register's Office for Davidson County, Tennessee, the following calls:

4. North 7° 59' 39" West a distance of 290.0 feet to a concrete monument; thence,

5. North 44° 33' East a distance of 210.0 feet to a concrete monument; thence,

6. North 50° 30' East a distance of 250.0 feet to a new concrete monument; thence,

7. South 78° 13' East a distance of 265.0 feet to a new concrete monument in the West right-of-way of Old Hickory Boulevard; thence,

8. With the West right-of-way of Old Hickory Boulevard and a curve to the left having a radius of 1472.63 feet a distance of 365.94 feet to a P.K. nail; thence,

9. With said right-of-way South 2° 27' East a distance of 4.5 feet to a new concrete monument; thence,

10. Leaving said right-of-way and with the North line of Bellevue Center, section 1, South 70° 48' West a distance of 217.56 feet to a concrete monument; thence,

11. With the West line of Bellevue Center, Section 1, South 11° 50' East a distance of 174.0 feet to the point of beginning and containing 278,174 square feet or 6.386 acres, more or less as per survey by Turner Engineering Company.

Being the same property conveyed to American National Insurance Company, a Texas Corporation by deed from Harry M. Rowland, Trustee, of record in Book 4937, page 984, Register's Office for Davidson County, Tennessee.

47415

IDENTIFICATION REFERENCE

JUL 20 4 31 PM '87

REGISTER'S OFFICE
DAVIDSON COUNTY, TN

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MRM | SUB

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

RECEIVED OF _____

FOR _____

BOOK 7301 PAGE 375

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
		1,750,000.00 CONV.		

4900.00 CSTAX
.50 PRFEE
15.00 WDEED
CHECK 4915.50-
1791A07/20/87 BAL .00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

47.4 | 5.

IDENTIFY REFERENCE

JUL 20 4 31 PM '87

FELIX Z. WILSON, II REGISTER
DAVIDSON COUNTY, TN

No.105924