CORPORATE LIMITED WARRANTY DEED

This instrument was prepared by:
SCHULMAN, LeROY & BENNETT, P.C.
P. O. Box 2707
Nashville, Tennessee 37219

ADDRESS OF NEW OWNER(S):	SEND TAX BILLS TO:	MAP-PARCEL NO:
Space Park Associates Limited Partnership 110 Space Park Drive Nashville, TN 37211	Same	Map 134 Parcels 1, 32 173, 193

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $20,000,000.00.

Affiant

Subscribed and sworn to before me this 12th day of May, 1988.

Notary Public

My Commission Expires:
Jun 22, 1989

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 considerations, the receipt of which is hereby acknowledge, THE EQUITABLE LIFE ASSURANCE SOCIETY OF THE UNITED STATES, a New York Corporation, hereinafter referred to as Grantor, has bargained and sold, and by these presents do transfer and convey unto SPACE PARK ASSOCIATES LIMITED PARTNERSHIP, a Tennessee Limited Partnership, hereinafter referred to as Grantee, its successors and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described as follows, on Exhibit "A" attached hereto and made a part hereof.

This is improved property, known as Antioch Pike and Interstate 24 East, Nashville, 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 it does covenant with the said Grantee that it is seized and possessed of said land in fee simple, has a good right to convey it, and the same is unencumbered, except as shown on Exhibit "B" and Exhibit "C" attached hereto and made a part hereof, and taxes for the year 1988 which the Grantee herein assumes and agrees to pay.

Grantor covenants and agrees to and with the grantee that Grantor has not done or suffered to be done anything whereby the said premises are or may be in any manner encumbered or charged, except as to the matters and things set forth above, and that it will warrant and defend the said premises against all persons lawfully claiming, or to claim the same, by, through or under Grantor.

WITNESS my hand this 12TH day of MAY, 1988, the corporate party, having caused its name to be signed hereto by its duly authorized officers on said day and date.

THE EQUITABLE LIFE ASSURANCE
SOCIETY OF THE UNITED STATES

By: Michael J. McNamara

Assistant Secretary

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, Robert M. Loffi, of the state and county aforesaid, personally appeared Michael J. McNamara with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be Assistant Secretary of THE EQUITABLE LIFE ASSURANCE SOCIETY OF THE UNITED STATES, the within named bargainor, a corporation, and that he as such Assistant Secretary, executed the foregoing instrument for the purpose therein contained, by signing the name of the corporation by himself as Assistant Secretary.

Witness my hand and seal, at office in Nashville, Tennessee, this 12th day of May, 1988.

Robert M. Loffi
Notary Public

ROBERT M. LOFFI NOTARY PUBLIC DAVIDSON

My Commission Expires:
Jan 22, 1989

30095.

IDENTIFICATION REFERENCE

MAY 12 3 00 PM '88
FELIX Z. WILLSON II REGISTER
DAVIDSON COUNTY, TN

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EXHIBIT "A"

A tract of land in the First Civil District of Metropolitan Nashville, Davidson County, Tennessee, formerly the Second and Fifth Civil Districts. Being generally bounded as follows: on the north by Mill Creek, on the east by the Louisville and Nashville Railroad, on the south by Antioch Pike, and on the west by interstate 24 according to a survey by Ragan Smith, Murphy and Associates, Inc., dated February 29, 1980, and being more particularly described as follows:

Beginning at a spike set in the north right of way of Antioch Pike, a 60 foot right of way and being the center of a 16 foot lane and being approximately 1331 feet east of the intersection of the north right of way of Antioch Pike and the east right of way of interstate 24; thence, with the northerly right of way of Antioch Pike, North 74° 00; West 574.82 feet to an iron pin set at the southerly end of the easterly return curve at Antioch Pike and Space Park South Drive as of record in Book 4660, page 52, Register's Office for Davidson County, Tennessee; thence, with the right of way of Space Park South Drive as follows: With a curve to the right (radius of 25.0 feet) northerly a distance of 39.27 feet to a point; thence North 11° 31' East, 255.78 feet to a point at the beginning of a curve; thence, with said curve to the left (radius of 458.17 feet), northwesterly a distance of 279.88 feet to a point; thence North 19° 00' West 223.00 feet to a point at the beginning of a curve; thence with said curve to the left (radius of 471.67 feet), northwesterly a distance of 401.98 feet to a point; thence with a curve to the right (radius of 120.0 feet) westerly a distance of 59.44 feet; thence, with a curve to the left (radius of 60 feet), southwesterly a distance of 104.24 feet to a point in the right of way of Space Park South Drive as of record in Book 4660, page 136, R.O.D.C., Tennessee; thence continuing with the right of way of Space Park South Drive, as noted above, North 79° 00' West 8.05 feet to a point at the beginning of a curve; thence, with said curve, to the right (radius of 175.04 feet) northwesterly a distance of 74.58 feet to a point; thence, North 55° 00' West 735.53 feet to a point at the beginning of a curve; thence, with said curve to the right (radius of 126.76 feet), northwesterly a distance of 156.53 feet to a point; thence North 74° 15' West 60.0 feet to a point; thence with a curve to the right (radius of 70 feet), southwesterly a distance of 109.96 feet to a point; thence, across the end of Space Park Drive South, of record as noted above, South 15° 45' West, 60 feet to a point; thence, continuing with the right of way of Space Park South Drive, with a curve to the right (radius of 368.78 feet), southeasterly a distance of 123.90 feet to a point; thence, South 55° 00' East 813.48 feet to a point at the beginning of a curve; thence, with said curve to the left (radius of 238.04), southeasterly a distance of 99.71 feet to a point; thence, South 79° 00' East, 8.05 feet to a point in the right of way of Space Park South Drive, recorded as noted above; thence, continuing with the right of way of Space Park South Drive with a curve to the left

BSC

EXHIBIT A--CONTINUED

(radius of 60 feet), easterly a distance of 90.49 feet to a point; thence; with a curve to the right (radius of 120.0 feet), easterly a distance of 88.70 feet; thence, with a curve to the right (radius of 411.67 feet), southeasterly a distance of 316.61 feet to a point; thence, south 19° 00' East 223.00 feet to a point at the beginning of a curve; thence with said curve to the right (radius of 398.17 feet) southeasterly a distance of 243.23 feet to a point; thence South 20° 29' West, 255.78 feet to an iron pin set at the intersection of the northerly right of way of Antioch Pike and the westerly right of way of Space Park South Drive; thence with the northerly right of way of Antioch Pike as follows: North 74°00'
West, 249.30 feet to an iron pin set; thence North 16°00' East, 30.00 feet to a railroad spike set; thence North 74°00' West 381.38 feet to an existing iron pin at the intersection of the northerly right of way of Antioch Pike and the easterly right of way of Interstate 24; thence with the easterly right of way of Interstate 24, North 39°02' West, 167.25 feet to an existing iron pin; thence North 34°39' West passing an existing highway concrete monument at 856.9 feet a total distance of 1045.4 feet to an iron pin set at the beginning of a curve; thence with said curve to the left (radius of 5069.78 feet), northwesterly a distance of 649.52 feet to an existing highway concrete monument; thence, with the meanders of Mill Creek North 35°42' East, 615 feet to a point in said creek; thence North 15°23'41" East 891.13 feet to a point in Mill Creek; thence leaving said creek, South 77°25' East 155.0 feet to an iron pin set; thence South 84°15' East, 69.50 feet to an iron pin set in the westerly right of way of the Louisville & Nashville Railroad; thence with the westerly right of way of the Louisville & Nashville Railroad, South 19°26' East, passing an iron pin at 507.8 feet, a total of 835.90 feet to an iron pin set at the beginning of a curve; thence, with said curve to the left(radius of 2349.90 feet), southeasterly a length of 1201.0 feet to an iron pin set; thence South 48°43' East, 1141.10 feet to an existing iron pin at the northwesterly corner of the Mill Creek Baptist Church property as of record in Book 3074, page 360, R.O.D.C., Tennessee; thence, leaving said railroad and with the westerly line of said Mill Creek Baptist Church property, South 19°03' West, 546.35 feet to an existing iron pin; thence, South 19°37' West, 209.0 feet to the point of beginning.

Being the same property conveyed to The Equitable Life Assurance Society of the United States by deed from Space Park Company, a partnership, of record in Book 5591, page 945, Register's Office for Davidson County, Tennessee.

TENANTS SA8-177

Exhibit "B" SPACE PARK SOUTH

A A ELECTRIC, INC.	B, 235
ALADDIN INTERNATIONAL CORP.	G, 715-718
ALADDIN SYNERGETICS, INC.	G, 629-654
AMERICAN CUSTOM CABINETS & COUNTER TOPS	A-6, 149
AMERICAN & EFIRD THREAD MILLS, INC.	B, 233-234
AMERICAN FABRICATORS, INC.	G, 705-714
AMES TAPING TOOLS SYSTEMS, INC.	A-6, 153
AVIALL OF TEXAS, INC.	A-1, 107
BANDIT LITES	A-4, 128-129
B & D SALES, INC.	A-5, 145-146
BIO RESOURCES, INC.	A-4, 125
BLACK MAGIC, INC.	B, 217
BUSINESS MACHINES, INC.	C, 301,&304-306
CAM INTERNATIONAL, DIVISION OF CENTENNIAL INDUSTRIES, INC.	B, 205-214 & B, 227-231
C & C TOOL AND MACHINE, INC.	E, 532
CAP-TON ENTERPRISES, INC.	B, 220-221
CHAMPION'S CHOICE, INC.	B, 222-223
CIRCUIT CITY STORES, INC.	G, 725-740
CLASS III SUPPLY, INC.	A-2, 112
COIT DRAPERY & CARPET CLEANERS	A-1, 103-104
COIT DRAPERY & CARPET CLEANERS	A-7, 161
CUMBERLAND BEVERAGE CO.	G, 601-615
CUSTOM AIR SYSTEMS, INC.	A-7, 157
CUSTOM CHEMICAL	A-4, 130
THE DELI SHOPPE	A-4, 124
DIERCO SUPPLY CORP. OF NASHVILLE	G, 701-704
DOZIER EQUIPMENT CO., INC.	G, 719-724
ELEKTRISOLA, INC.	B, 215-216
FAIRBANKS, INC.	A-7, 160

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FIRST AMERICAN BANK OF NASHVILLE, N.A	E, 522-525
FREEMAN PRODUCTS, INC.	C, 307
GASSER BANNERS, INC.	A-7, 158-159
GLORIA'S CERAMICS	A-3, 118-119
GRECO HEATING & COOLING	A-6, 154
HEATH CONSULTANTS, INC.	A-5, 138
HOOPER MACHINERY, INC.	D, 405-412
I T & E	A-3, 122
INDUSTRIAL TOOLS AND ABRASIVES	E, 529-531
JACK WEHBY WAREHOUSE & DRAYAGE, INC.	E, 507-521
K D B CONSTRUCTION, COMPANY	A-4, 131
KENTEC, INC.	A-5, 137
LANDIS & GYR POWERS, INC.	A-1, 101-102
LAMAR ADVERTISING OF TENNESSEE (LAND LEASE)	
LAVERGNE SUPPLEMENT COMPANY	J, 1038-1042
MANUFACTURERS CLEARING HOUSE	F, 619-628
MASS MERCHANDISERS, INC.	A-3, 120-121
McDOWELL ENTERPRISES	A-6, 150
MUSIC CITY TEES, INC.	C, 310-313
NATIONAL VACUUM SUPPLY CO., INC.	B, 236-238
BANDIT LIGHTS	B, 218-219
THE OAK TREE	C, 308-309
P & G MARINE	A-2, 114
PERFECTA DRYWALL	A-4, 126-127
PHILLIPS TOY MART	B, 232
PHOENIX GROUP, INC.	A-1, 105
PLYMOUTH RUBBER COMPANY INC.	C, 314-320
PLYWOOD DISTRIBUTORS, INC.	A-5, 142-144
PORT O CALL	A-2, 113
RAINBOW DISTRIBUTORS, INC.	E, 528
REGIONAL GLASS DEPOT	B, 224-226
ROADWORK PRODUCTIONS, INC.	A-5, 135-136
ROYAL CUP, INC.	E, 501-502
SAFEGUARD ENGINE PARTS, INC.	C, 321-324

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S.B. INTERNATIONAL, INC.	A-6, 151-152
S.F. PRODUCTS, INC.	A-6, 139-141
SIGNAL INDUSTRIAL PRODUCTS CORPORATION	E, 534
SMITH MACHINE COMPANY	A-2, 115
LALANI, INC.	C, 302-303
STAGGS SERVICES, INC.	A-7, 155
STATON, INC.	E, 503-506
STREET LIGHTING SALES AND SERVICE	A-1, 106
SUNFLOORING, INC.	F, 616-618
TAYLOR & COMPANY	A-2, 116-117
TENNESSEE AIR NATIONAL GUARD	A-4, 123
TENNESSEE AUTO TOPS	A-5, 132-134
TENNESSEE MOULDING & FRAME	B, 210-204
TENNESSEE JET CORP./ FORMERLY NASHVILLE JET CENTER	E, 526
TRUCK AMERICA, INC.	A-6, 147-148
U C G ENERGY CORP. (ALSO HAS GROUND LEASE)	A-1, 111
WAREHOUSE EQUIPMENT AND SUPPLY CO.	A-7, 156
WHITE ADVERTISING (LAND LEASE)	
STEPHEN WHITE COMPANY	E, 527
WINDSHIELD SERVICE COMPANY	A-1, 108
NEPENTHE CORPORATION d/b/a WONDERFUL WATERBEDS	D, 401-404
WORLDPARTS CORP.	H, 801-832
WORLDPARTS CORP.	J, 1001-1037

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STREET LIGHTING SALES AND SERVICE A-1, 106
SUNFLOORING, INC. F, 616-618
TAYLOR & COMPANY A-2, 116-117
TENNESSEE AIR NATIONAL GUARD A-4, 123
TENNESSEE AUTO TOPS A-5, 132-134
TENNESSEE MOULDING & FRAME B, 201-204
TENNESSEE JET CORP./FORMERLY NASHVILLE JET CENTER E, 526
TRUCK AMERICA, INC. A-6, 147-148
UCG ENERGY CORP. A-1, 111
WAREHOUSE EQUIPMENT AND SUPPLY CO. A-7, 156
WHITE ADVERTISING (LAND LEASE)
STEPHEN WHITE COMPANY E, 527
WINDSHIELD SERVICE COMPANY A-1, 108
NEPENTHE CORPORATION d/b/a WONDERFUL WATERBEDS D, 401-404
WORLDPARTS CORP. H 801-832
WORLDPARTS CORP. J, 1001-1037

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EXHIBIT "C"

SPECIAL EXCEPTIONS

1. A 10 foot general easement conveyed to South Central Bell of record in Book 2961, page 231, Register's Office for Davidson County, Tennessee.

2. Easement for flow of Mill Creek, as shown on survey by Parrish-Ragan, Inc., dated April 24, 1973.

3. Two sanitary sewers and/or storm drainage easements 20 feet wide conveyed to Metropolitan Government of Nashville and Davidson County, Tennessee, of record in Book 3799, page 688, Register's Office for Davidson County, Tennessee, as shown on the survey of Parrish-Ragan, Inc., dated April 24, 1973.

4. A 20 foot sewer easement of record in Book 3799, page 688, said Land Records.

5. A 10 foot general easement to South Central Bell of record in Book 2961, page 231 and Book 4990, page 633, said Land Records.

6. Drainage easement of record in Book 4627, page 248, said Land Records.

7. Easement of record in Book 5286, page 299, said Land Records.

8. Easement of record in Book 4824, page 874, Register's Office for Davidson County, Tennessee granted to Metropolitan Government of Nashville and Davidson County for water and sewerage services.

9. Easement of record in Book 3462, page 548, said Land Records granted to the City of Nashville, to construct, operate and maintain sewer.

10. Sanitary sewers and/or storm drainage easement of record in Book 3799, page 688, Register's Office for Davidson County, Tennessee, granted to Metropolitan Government of Nashville and Davidson County, Tennessee.

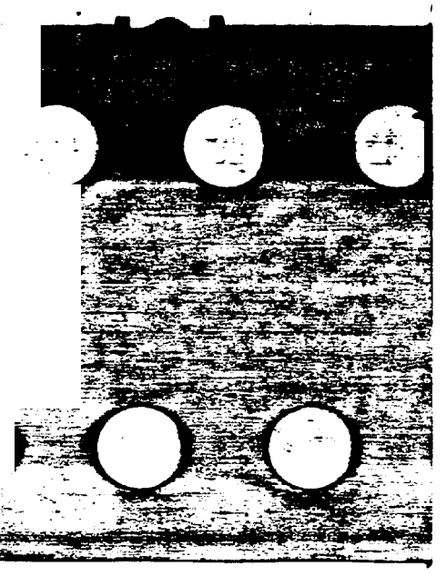
11. Easement to Southern Bell Telephone and Telegraph Company recorded in Book 2961, page 231, and in Book 3434, page 40, Register's Office for Davidson County, Tennessee.

12. Ten foot drainage easement as recorded in Book 4627, page 248, Register's Office for Davidson County, Tennessee.

13. Spur Track Agreement dated February 25, 1969, executed by and between Space Park, Inc., and the Louisville and Nashville Railroad Company, said agreement covering the railroad tracks situated upon and connecting with the premises.

14. Terms and provisions of a certain sign location lease executed by Space Park Company and by White Advertising International, of record in Book 5157, page 639, Register's Office for Davidson County, Tennessee.

15. Matters shown on Survey of Ragan-Smith-Murphy & Associates, Inc., File No. 69519, dated March 23, 1988.





OFFICIAL RECEIPT

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

RECEIVED OF _____

FOR _____

BOOK 7542 PAGE 967

CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO - MORTGAGE	REL - RELEASE	CO TAX - STATE TAX CONVEY
WD - WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MO TAX - STATE TAX MORT
TD - TRUST DEED		PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL

CONV, 20,000,000.00

CON TX	56000.00
PRFEE	0.50
MTEED	27.00
TOTAL	56027.50

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

30095

IDENTIFICATION REFERENCE

MAY 12 3 00 PM '00

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 90838