FILE BOX 57

BOOK 7589 PAGE 811

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

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STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $ 22,000,000.

Robert C. H. Matthews I
Affiant

Subscribed and sworn to before me this 1st day of July, 1988.

Marc D. Counts
Notary Public

My commission expires: 11-10-91

MARC D. COUNTS NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

45893

IDENTIFICATION REFERENCE

JUL 1 3 25 PM '88

FELIX Z. WILSON II REGISTER DAVIDSON COUNTY, TN

SPECIAL WARRANTY DEED

Address New Owner:	**Send Tax Bills To:**	**Map and Parcel No.:**
Metropolitan Life Insurance Co. **One Madison Avenue** **New York, New York 10010**	**NEW OWNER**	**Map: 93-6-1** **Parcels: 89, 90, 91 and 92**

FOR AND IN CONSIDERATION OF THE SUM OF TEN DOLLARS ($10.00), cash in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, **LANDMARK CENTER ASSOCIATES, LTD.** (the "Grantor"), has bargained and sold, and by these presents does hereby transfer and convey unto **METROPOLITAN LIFE INSURANCE COMPANY** (the "Grantee"), its successors and assigns, certain tracts or parcels of land located in Davidson County, Tennessee as described in Exhibit A attached hereto and incorporated herein by reference.

This conveyance is made subject to the following:

1. Taxes for 1988 and subsequent years.

2. Easements for the construction, operation, repair and rebuilding of utilities contained in Bill No. 54-443, City of Nashville, dated January 7, 1955, not of record. (Affects Tracts I and II only)

3. Permanent easement to the City of Nashville for the construction and maintenance of a public street and highway, of record in Book 2651, page 35, Register's Office for Davidson County, Tennessee. (Affects Tracts I and II only)

4. Memorandum of Lease between Landmark Center Associates, Ltd., as Landlord and Qwest Microwave V, Inc., as Tenant, of record in Book 6802, page 172, Register's Office for Davidson County, Tennessee.

5. Memorandum of Lease between Landmark Center Associates, Ltd., as Landlord, and Qwest Microwave V, Inc., as Tenant, of record in Book 6802, page 175, Register's Office for Davidson County, Tennessee.

This is improved property known as The Landmark Center, 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, its 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 above.

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

WITNESS our hands on this the 30th day of June, 1988.

LANDMARK CENTER ASSOCIATES, LTD.

By: RCM INTERESTS, GENERAL PARTNER

By: Robert C. H. Mathews

Robert C. H. Mathews, Jr., General Partner

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public in and for the State and County aforesaid, personally appeared **Robert C. H. Mathews, Jr.**, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), who, upon oath, acknowledged himself to be the general partner of RCM Interests, a limited partnership, which is the general partner of **LANDMARK CENTER ASSOCIATES, LTD.**, the within named bargainor, a limited partnership, and that he as such general partner, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of Landmark Center Associates, Ltd. by himself as general partner of RCM Interests.

WITNESS my hand and seal at Nashville, Tennessee, this the 30th day of June, 1988.

Elizabeth A. Clark

NOTARY PUBLIC

ELIZABETH A. CLARK NOTARY PUBLIC DAVIDSON COUNTY, TENN.

My commission expires: 5-13-89

mdc3002:07/01/88
JBM020-010

EXHIBIT A

TRACT I: PARCEL 1: Being a parcel of land in the First Civil District, Nashville, Davidson County, Tennessee, bounded on the North by Church Street, and on the East by Fourth Avenue, North, and being part of Lot 66 of the Original Town of Nashville, not of record, more particularly described according to a survey by Barge, Waggoner, Sumner and Cannon, dated December 23, 1983, and last revised November 21, 1985, as follows:

BEGINNING at a point at the intersection of Fourth Avenue, North and Church Street; thence, South 29 degrees 51 minutes East, 130.95 feet; thence, leaving Fourth Avenue, North, South 60 degrees 14 minutes West, 118.95 feet to Alley No. 66; thence, North 29 degrees 51 minutes West, 11.64 feet; thence, South 60 degrees 14 minutes West, 11.94 feet; thence, North 30 degrees 01 minute West, 119.13 feet to the southerly margin of Church Street; thence, with Church Street, North 60 degrees 09 minutes East, 131.24 feet to the point of beginning, containing 17,011 square feet or 0.391 acre, more or less.

PARCEL 2: A triangular portion of land being the northeasterly corner of Alley No. 66 on the Maps of the Metropolitan Government of Nashville and Davidson County, said portion of Alley No. 66 having been closed by Ordinance No. 54-443, and more particularly described according to a survey by Barge, Waggoner, Sumner and Cannon, dated December 23, 1983, and last revised November 21, 1985, as follows:

BEGINNING at a point in the southerly margin of Church Street, said point being South 60 degrees 09 minutes West, 131.24 feet from the westerly margin of Fourth Avenue, North; thence, South 30 degrees 01 minute East, 119.13 feet to a point; thence, North 60 degrees 14 minutes East, 6.64 feet to the point of beginning; thence, North 60 degrees 14 minutes East, 5.30 feet to a point; thence, South 29 degrees 51 minutes East, 5.24 feet to a point; thence, northwestwardly 7.46 feet, to the point of beginning, containing 13.896 square feet, more or less.

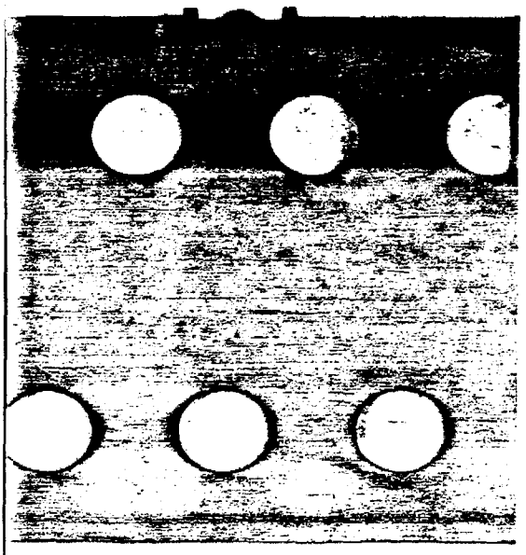
TRACT II: Being a parcel of land in the First Civil District, Nashville, Davidson County, Tennessee, bounded on the East by Fourth Avenue, North, on the West by Alley No. 66, and on the South by Alley No. 54, and being part of Lot 66 of the Original Town of Nashville, not of record, more particularly described according to a survey made by Barge, Waggoner, Sumner and Cannon, dated December 23, 1983, and last revised November 21, 1985, as follows:

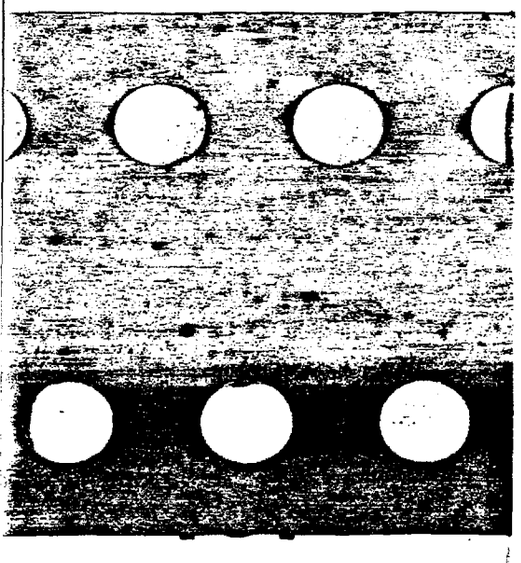
BEGINNING at a point in the westerly margin of Fourth Avenue, North, 130.95 feet from the southerly margin of Church Street; thence, with said street, South 29 degrees 51 minutes East, 102.31 feet to Alley No. 54; thence, with Alley No. 54, South 59 degrees 32 minutes West, 118.96 feet to Alley No. 66; thence, North 29 degrees 51 minutes West, 103.76 feet; thence North 60 degrees 14 minutes East, 118.95 feet to the point of beginning, containing 12,256 square feet or 0.281 acre, more or less.

TRACT III: Being a parcel of land in the First Civil District, Nashville, Davidson County, Tennessee, bounded on the West by Fifth Avenue, North, on the North by Alley No. 54 and on the East by Alley No. 67 and being part of Lot 79 of the Original Town of Nashville, not of record, more particularly described according to a survey by Barge, Waggoner, Sumner & Cannon, dated December 23, 1983, and last revised November 21, 1985, as follows:

The point of beginning is described as the point of intersection of the East margin of Fifth Avenue, North, the South margin of Alley No. 54; thence, with the South margin of said Alley, North 59 degrees 32 minutes East, 169.08 feet to a point in the West margin of Alley No. 67; thence, with Alley No. 67, South 30 degrees 02 minutes East, 125.16 feet; thence, with the North lines of Parcels 93 and 94, South 59 degrees 37 minutes West, 169.23 feet to a PK nail in building joint, said point also being the East margin of Fifth Avenue; thence, North 29 degrees 58 minutes West, 124.91 feet to the point of beginning, containing 21,149 square feet, or 0.486 acre, more or less.

BEING the property conveyed to LANDMARK CENTER ASSOCIATES, LTD., by quitclaim deed from Robert C. H. Mathews, Jr., Trustee, with full power to sell, transfer, convey and/or mortgage without the joinder of any beneficiary, of record in Book 6375, page 442, Register's Office for Davidson County, Tennessee.





OFFICIAL RECEIPT

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

RECEIVED OF _____

FOR _____

BOOK 7589 PAGE 814

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
				22,000,000.00CMTG
				CON TX 72600.00
				PRFEE 0.50
				WDEED 9.00
				TOTAL 72609.50
				CHECK 72609.50
07/01/88		01		15:26 0001 3153

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

45893

IDENTIFICATION REFERENCE

JUL 1 3 25 PM '88

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 109030