BOOK 7739 PAGE 418

# SPECIAL WARRANTY DEED

FROM: THE PRUDENTIAL INSURANCE COMPANY OF AMERICA, Grantor

TO: GREAT CIRCLE INVESTMENTS LIMITED PARTNERSHIP, Grantee

This instrument was prepared by:
William B. Drescher
Farris, Warfield & Kanaday
Seventeenth Floor
Third National Bank Building
Nashville, Tennessee 37219

Address New Owner(s) as Follows:

150 N. Wacker
Suite 1200
Chicago, Illinois 60606

Name and Address of the Person or Entity Responsible for the Payment of Real Property Taxes

Same as New Owner

Map Parcel Numbers
Map 70-16, Parcel 19
Map 71-13, Parcel 13
Map 71-13, Parcel 19

Field Book Numbers
8DA-15566
8DA-15555
8DA-15565

STATE OF TENNESSEE )
COUNTY OF DAVIDSON )

The actual consideration or value, whichever is greater, for this transfer is Six Million Three Hundred Fifty Thousand Dollars ($6,350,000).

Affiant

SUBSCRIBED AND SWORN TO before me, this the 29th day of December, 1988.

Notary Public

My Commission Expires: 5-20-92

97698

IDENTIFICATION REFERENCE

Dec 29 3 50 PM '88
FELIX Z WILSON II REGISTER
DAVIDSON COUNTY, TN

RECORDER'S MEMO
Legibility of Writing, Typing or Printing In This Document Unsatisfactory When Received.

FOR AND IN CONSIDERATION OF the sum of Six Million Three Hundred Fifty Thousand Dollars ($6,350,000), the receipt and sufficiency of which are hereby acknowledged, The Prudential Insurance Company of America, Grantor, has bargained and sold, and by these presents does transfer and convey unto the said Great Circle Investments Limited Partnership, an Illinois limited partnership, Grantee, its successors and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described on Exhibit A attached hereto and incorporated herein by reference, together with all improvements thereon and all appurtenances and hereditaments thereto.

This is improved property, known as Trademark Square, Great Circle Road, Metro Center, Nashville, Tennessee.

This conveyance is expressly made subject to the exceptions set out on Exhibit B attached hereto and made a part hereof, and no other.

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 Grantor does covenant with the said Grantee that Grantor is lawfully seized and possessed of said land in fee simple and has a good right to convey it.

And Grantor does further covenant and bind Grantor, its successors, and assigns, to warrant and forever defend the title to the said land to the said Grantee, its successors, and assigns against the lawful claims of all persons whomsoever claiming by, through or under Grantor, but not further or otherwise, except as to those matters set forth above to which this conveyance is expressly made subject.

Witness my hands this 29th day of December, 1988.

THE PRUDENTIAL INSURANCE COMPANY
OF AMERICA

By: Dale H. Taysom
VICE PRESIDENT

STATE OF ~~GEORGIA~~ TENNESSEE )
COUNTY OF ~~DEKALB~~ DAVIDSON )

Before me, Lucy A. Moore, a Notary Public of said County and State, personally appeared Dale H. Taysom, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be a Vice President (or other officer authorized to execute the instrument) of THE PRUDENTIAL INSURANCE COMPANY OF AMERICA, the within named bargainor, a corporation, and that he as such Vice President executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as Vice President.

Witness my hand and seal, at Office in ~~Atlanta~~ Nashville this 29th day of December, 1988.

Lucy A. Moore
Notary Public

My Commission Expires: 5-20-92

NOTARY PUBLIC STATE OF TENNESSEE DAVIDSON COUNTY

EXHIBIT A

PARCEL I:



Being a parcel of land in the First Civil District, Nashville, Davidson County, Tennessee, located on the westerly side of Great Circle Road, being Lot No. 5B as shown on the plan Tract 5B, MetroCenter as of record in Book 5190, page 42, Register's Office for Davidson County, Tennessee, Lot No. 12A as shown on the plan of Tract 12A Metrocenter as of record in Book 5190, page 275, Register's Office for Davidson County, Tennessee, and Tract 12B as shown on the plan of Metrocenter, Section 13 as of record in Book 5190, page 486, Register's Office for Davidson County, Tennessee, and being more particularly described as follows:

Beginning at a point in the westerly margin of Great Circle Road, said point being northerly 410 feet, more or less, as measured along said westerly margin, from the centerline of Vantage Way:

Thence, leaving said westerly margin with the northerly line of property conveyed to National Life Insurance Company by deed of record in Book 6199, page 451, Register's Office, Davidson County, Tennessee, S 65 deg. 48' 22" W, 615.80 feet to a point in the easterly line of property conveyed to Metropolitan Life Insurance Company by deed of record in Book 6546, page 35, Register's Office for Davidson County, Tennessee;

Thence, with said easterly line N 22 deg. 44' 13" W, 316.15 feet to a point;

Thence, with the easterly line of property conveyed to Giegerich Nashville Associates by deed of record in Book 5715, page 331, Register's Office for Davidson County, Tennessee, N 07 deg. 36' 44" W, 350.74 feet to a point;

Thence, with the easterly line of property conveyed to Dede Wallace Institute by deed of record in Book 6809, page 826, Register's Office for Davidson County, Tennessee, N 15 deg. 58' W, 206.00 feet to a point;

Thence, with the easterly line of property conveyed to Tennessee Telco Credit Union by deed of record in Book 5140, page 622, Register's Office for Davidson County, Tennessee, and an easterly line of property conveyed to Nashville Area United Way by deed of record in Book 5345, page 229, Register's Office for Davidson County, Tennessee, N 25 deg. 50' W, 299.93 feet to a point;

Thence, with a southerly line of said Nashville Area United Way property and the southerly line of property conveyed to Metrocenter Properties by deed of record in Book 5718, page 52, Register's Office for Davidson County, Tennessee, N 72 deg. 11' 24" E, 628.66 feet to an iron pin in the westerly margin of Great Circle Road;

Thence, with said westerly margin of the following calls:

S 16 deg. 36' 03" E, 132.51 feet to a point;

With a curve to the right 339.60 feet to a point, said curve having a central angle of 11 deg. 02' 12", a radius of 1,763.00 feet, a tangent of 170.33 feet and a chord of S 11 deg. 04' 57" E, 339.08 feet;

With a curve to the left 632.85 feet to the point of beginning, said curve having a central angle of 29 deg. 18' 45", a radius of 1,237.00 feet, a tangent of 323.51 feet and a chord of S 20 deg. 13' 14" E, 625.97 feet.

Containing 656,391 square feet or 15.07 acres, more or less.

Being the same property conveyed to The Prudential Insurance Company of America, a New Jersey corporation by deeds from MetroCenter Properties, of record in Book 5428, page 279, Book 5231, page 916, and Book 5709, page 448, Register's Office for Davidson County, Tennessee.

PARCEL II:

Together with an easement for ingress and egress to Lot No. 12A, described as follows:

Being a parcel of land in the 1st Civil District of Nashville, Davidson County, Tennessee, being part of Block G, as recorded in Plat Book 4675, page 48, MetroCenter, Section 1, more particularly described as follows:

Beginning at the southeast corner of Tract 7D, as recorded in Plat Book 4885, page 164, thence South 07 deg. 36' 44" East, along the rear lot line of Lot 12A as shown on the Plat of record in Book 5190, page 275, a distance of 30 feet; thence South 74 deg. 02' West 246 feet; more or less, to the east margin of an existing 40 foot access and public utility easement; thence North 15 deg. 58' West, 30 feet to the southwest corner of Tract 7D; thence North 74 deg. 02' East, 246 feet to the point of beginning.

PARCEL III:

Together with an easement for ingress and egress to Tract 5B, described as follows:

Being a parcel of land in the 1st Civil District , Nashville, Davidson County, Tennessee, being a part of Block G, as recorded in Plat Book 4675, page 48, MetroCenter, Section 1, more particularly described as follows:

Beginning at the southeast corner of Tract 7D as recorded in Plat Book 4885, page 164; thence N 82 deg. 23' 16" E, 33 feet to a point; thence S 7 deg. 36' 44" E, 234 feet to a point on the north margin of Tract 5B; thence with said north margin S 72 deg. 11' 24" W, 30.48 feet to a point; thence N 7 deg. 36' 44" W 185.45 feet to the beginning of a curve to the left; thence with a curve to the left having a central angle of 98 deg. 46" 36" a radius of 25 feet, 43.10 feet to a point; thence S 74 deg. 02' W 216.21 feet to the east margin of an existing 40 foot access and public utility easement; thence N 15 deg. 58' W. 25 feet to Tract 7D; thence N 74 deg. 02' E, 246 feet to the point of beginning.

PARCEL IV:

Together with the right to use the 40 foot common access easement for ingress and egress as shown on the plan of MetroCenter Tract 7D as of record in Book 4885, page 164, said Register's Office.

EXHIBIT B

Permitted Exceptions



1. The lien for 1988 taxes which are due and payable.

2. Restrictive covenants contained in instrument of record in Book 5225, page 125, Book 5229, page 891, Book 5242, page 389, Book 5428, page 283 and Book 5709, page 443, Register's Office for said County. (affects all Parcels)

3. Exclusive Covenant, of record in Book 5225, page 120, Register's Office for Davidson County, Tennessee. (affects all Parcels)

4. Restrictive covenants contained in Memorandum of Lease, of record in Book 5225, page 112, Register's Office for said County. (affects all Parcels)

5. Plan of record in Book 5190, page 486, shows a 10 foot wide electrical easement along the east property line, a 15 foot wide public utility and drainage easement along the westerly property line, a 10 foot wide public utility and drainage easement along the north property line and a 50 foot minimum building setback line from Great Circle Road, and a 20 foot wide sanitary sewer easement in the southwest corner of the property. (affects a portion of Parcel I)

6. The Plan of record in Book 5190, page 275, said Register's Office, shows an Owner's Certificate, a 50 foot minimum building setback line from Great Circle Road, an easement of varying widths for public utilities along the rear line of premises with an 8" sewer lying within said easement, a 10 foot electrical easement along front lot line of premises, and the following note:

   Minimum First Floor Level - Industrial and Commercial, 408.0 MSL; amended to 407.0 MSL by instrument of record in Book 5598, page 915; and a permanent access easement along a portion of the rear line of premises as shown in said Plan. (affects a portion of Parcel I)

7. The Plan of record in Book 5190, page 42, shows an Owner's Certificate, a 50 foot setback line from Great Circle Road, a 10 foot easement for drainage along the entire southerly line, a 15 foot easement for public utility and drainage along the entire westerly line and a 20 foot easement for public utility and drainage along the westerly part of the northerly line, a 10 x 15 foot easement for electric switch pad along the southeasterly front portion of said lot, and a 10 foot electric easement along the entire front line of lot. (affects a portion of Parcel I)

8. Covenant of record in Book 5442, page 388, Register's Office for Davidson County, Tennessee. (affects all parcels)

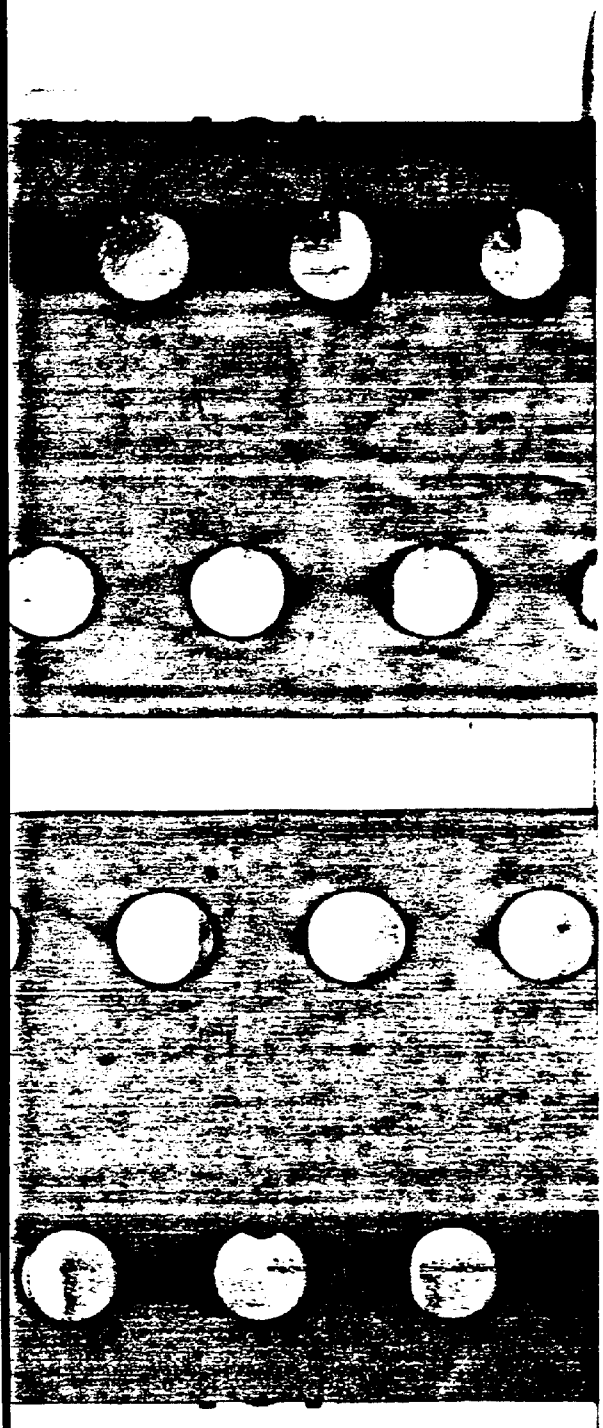
9. Grant of Underground Electric Easement, of record in Book 5305, page 426, Register's Office for Davidson County, Tennessee. (affects a portion of Parcel I)

10. Declaration of Agreements, Charges, Assessments and Liens for Metrocenter Business Park, of record in Book 7487, page 952, Register's Office for Davidson County, Tennessee. (affects all parcels)

11. Short Form Lease by and between The Prudential Insurance Company of America, a New Jersey corporation, and South Central Bell Telephone Company, of record in Book 5674, page 944, Register's Office for Davidson County, Tennessee.

    Said Lease was amended by Lease Amendment, of record in Book 6098, page 414, said Register's Office. (affects all Parcels)

2443 12/29 0103 03CHECK 20982.50
9163W/12-29-88



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

RECEIVED OF _____

FOR _____

BOOK 7739 PAGE 427

| | | |
|---|---|---|
| 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 |
|---|---|---|---|---|

CAMT
6350000.00
CON TX 20955.00
PRFEE 0.50
WDEED 27.00
TOTAL 20982.50
CHECK 20982.50
12/29/88 01 15:52 0001 2443

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

97698.

IDENTIFICATION REFERENCE

Dec 29 3 59 PM '88

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 168561