 BOOK 31 JBH

Address New Owner:	Map-Parcel Numbers:	Send Tax Bills To:
NCB Associates c/o The Edward J. DeBartolo Corporation 7620 Market Street Youngstown, Ohio 44512	93-2-3-153 93-2-3-151 93-2-3-154	Same

This instrument prepared by: Boult, Cummings, Conners & Berry (JBH)
222 Third Avenue, North, P.O. Box 198062, Nashville, TN 37219

LIMITED WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of TEN and No/100 DOLLARS ($10.00) cash in hand paid, and other good and valuable considerations, the receipt and sufficiency of all of which are hereby acknowledged, DOMINION BANK OF MIDDLE TENNESSEE, a Tennessee banking corporation, successor in interest to Nashville City Bank and Trust Co. and to The Nashville Bank and Trust Co. (the "Grantor") has bargained and sold, and by these presents transfers and conveys unto the said NCB ASSOCIATES, a Tennessee general partnership (the "Grantee"), Grantee's successors and assigns, certain land in Davidson County, State of Tennessee, described in Exhibit A which is attached hereto and incorporated herein by reference (the "Property").

This is improved property, known as 319 Union Street, 217 and 231 Third Avenue North, Davidson County, 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, Grantee's successors and assigns, forever.

And Grantor does further covenant and bind itself, to warrant and forever defend the title to the said land to the said Grantee, Grantee's successors and assigns against the lawful claims for matters that come into existence subsequent to July 20, 1987, and prior to the date hereof, of all persons claiming by, through, or under Grantor, but no further or otherwise.

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $5,800,000.00.

Robert C H. Matthews J
Affiant

Subscribed and sworn to before me this 31st day of January, 1989.

Lee Ellis Warbington
Notary Public
My Commission Expires: 11-12-89

NOTARY PUBLIC AT LARGE

IN WITNESS WHEREOF, the Grantor has executed this Deed this 31st day of January, 1989.

DOMINION BANK OF MIDDLE TENNESSEE

By: John B. Hardcastle

Title: Vice Chairman

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Personally appeared before me, Lee Ellis Warbington Notary Public, John B. Hardcastle, with whom I am personally acquainted, and who acknowledged that he executed the foregoing instrument for the purposes therein contained and who further acknowledged that he is Vice Chairman of Dominion Bank of Middle Tennessee, a Tennessee banking corporation, and is authorized to execute this instrument on behalf of said corporation.

WITNESS my hand, at office, this 31st day of January, 1989.

Lee Ellis Warbington

Notary Public

My Commission Expires: 4.12.89

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EXHIBIT A

SURVEYOR'S DESCRIPTION

Being a tract of land in Nashville, First Civil District, Nineteenth Councilmanic District, Davidson County, Tennessee, being a part of Lot No. 40 on the map of the original Town of Nashville, not of record, being bounded by Union Street, Third Avenue North, Bank Alley and Printer's Alley and being more particularly described as follows:

Beginning at the point of intersection of the southerly margin of Union Street and the easterly margin of Printer's Alley, said alley being located between Third and Fourth Avenue North;

Thence, with said margin of Union Street, N 62° 30' 17" E, 70.40 feet to a chiseled cross in sidewalk, being the northwest corner of Tract No. 2 deeded to Wolfango Spora, of record in Book 5984, page 861, in the Register's Office for Davidson County, Tennessee;

Thence, leaving said Union Street with a line within wall and Spora's westerly boundary, S 27° 37' 42" E, 44.50 feet;

Thence, with Spora's southerly boundary with a line within the wall, N 27° 37' 42" E, 103.83 feet to Spora's southeast corner and the westerly margin of Third Avenue North, said corner being 44.5 feet southerly from the southerly margin of Union Street;

Thence, with said westerly margin of Third Avenue North, S 27° 42' 11" E, 31.01 feet;

Thence, S 62° 10' 27" W, 0.83 feet;

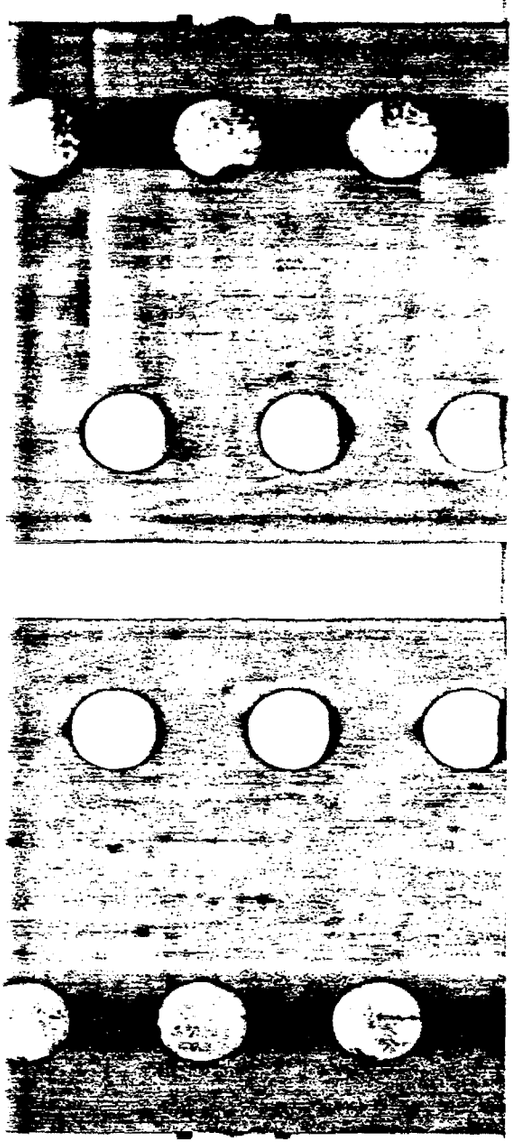
Thence, continue with said margin, S 27° 42' 11" E, 150.60 feet to the point of intersection of said margin with the northerly margin of Bank Alley;

Thence, leaving said Third Avenue North with the northerly margin of said Bank Alley, S 62° 19' 46" W, 175.47 feet to the point of intersection of said margin with the easterly margin of Printer's Alley;

Thence, with said margin of Printer's Alley, N 27° 09' 41" W, 226.58 feet to the southerly margin of Union Street, the point of beginning.

Being the same property conveyed to Nashville City Bank and Trust Co. from Third National Bank in Nashville by deed of record in Book 5167, page 294, in the Register's Office for Davidson County, Tennessee, and to The Nashville Bank and Trust Co. from Third National Bank by deed of record in Book 4479, page 148, said Register's Office. The Nashville Bank and Trust Company changed its name, upon the merger of Capital City Bank into the Nashville Bank and Trust Co., to Nashville City Bank and Trust Co., as shown on Articles of Merger of record in Book 4461, page 869, said Register's Office. Nashville City Bank and Trust Co. changed its name to Dominion Bank of Middle Tennessee by Articles of Amendment of record in Book 7163, page 431, said Register's Office.

05448
IDENTIFICATION REFERENCE
Jun 31 2 19 PM '89
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN



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

RECEIVED OF _____

FOR _____

BOOK 7762 PAGE 193

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

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

CAMT 5800000.00
CON TX 19140.00
PRFEE 0.50
WDEED 9.00
TOTAL 19149.50
CHECK 19149.50

01/31/89 01 14:16 0001 0943

05448

IDENTIFICATION REFERENCE

Jan 31 2 14 PM '89

FELIX Z WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 177536