WARRANTY DEED

FROM: EAKIN & SMITH, INC.,
Grantor

TO: THE NORTHWESTERN MUTUAL LIFE INSURANCE COMPANY,
Grantee

This instrument was prepared by:
W. Fred Williams
Farris, Warfield & Kanaday
Seventeenth Floor
Third National Bank Building
Nashville, Tennessee 37219

Address New Owner(s) as Follows:	Name and Address of the Person or Entity Responsible for the Payment of Real Property Taxes	Map-Parcel Numbers
The Northwestern Mutual Life Ins. Co. 720 East Wisconsin Ave. Milwaukee, WI 53202 Attn: Real Estate Dept. IRE 320984	SAME	Map 172; Parcel 122

BOOK 7843 PAGE 149

STATE OF Tennessee)
COUNTY OF Davidson)

The actual consideration or value, whichever is greater, for this transfer is SEVEN MILLION TWO HUNDRED ONE THOUSAND SIX HUNDRED NINETY-TWO AND NO/100 DOLLARS ($7,201,692.00).

W. Fred Williams
Affiant

SUBSCRIBED AND SWORN TO before me, this the 17th day of May, 1989.

Cathy D. Pruitt
Notary Public

My Commission Expires: 3/27/93

FOR AND IN CONSIDERATION OF the sum of Ten Dollars ($10.00), the receipt and sufficiency of which are hereby acknowledged, EAKIN & SMITH, INC., Grantor, has bargained and sold, and by these presents does transfer and convey unto THE NORTHWESTERN MUTUAL LIFE INSURANCE COMPANY, Grantee, its heirs, 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.

This is improved property, known as 5880 and 5884 Nolensville Road, Nashville, Tennessee 37211.

This conveyance is expressly made subject to the matters set forth on EXHIBIT B attached hereto and incorporated herein by reference.

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 heirs, 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; has a good right to convey it, and the same is unencumbered and unrestricted except as to those matters set forth in EXHIBIT B to which this conveyance is expressly made subject. BOOK 7843 PAGE 150

And Grantor does further covenant and bind Grantor, its heirs, successors, and assigns, to warrant and forever defend the title to the said land to the said Grantee, its heirs, successors, and assigns against the lawful claims of all persons whomsoever except as to those matters set forth above to which this conveyance is expressly made subject.

Witness its hand this 17th day of May, 1989.

EAKIN & SMITH, INC.

By: John W. Eakin

Title: President

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, Cathy H. Pruitt, a Notary Public of said County and State, personally appeared John W. Eakin, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be President (or other officer authorized to execute the instrument) of EAKIN & SMITH, INC., the within named bargainor, a corporation, and that he as such President executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as President.

Witness my hand and seal, at Office in Nashville, this 17th day of May, 1989.

Cathy H. Pruitt
Notary Public

NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

My Commission Expires: 3/27/93

1384E/04-27-89

EXHIBIT A

PROPERTY DESCRIPTION BOOK 7843 PAGE 151

Being a tract of land located on the easterly side of Nolensville Pike at its intersection with Barnes Road in the 31st Councilmanic District of Metropolitan Nashville and Davidson County, Tennessee, being Lot No. 1 of South Place Office Park, of record in Book 6900, page 696, Register's Office for Davidson County, Tennessee, and being more particularly described as follows:

Beginning at a concrete monument located in the easterly right-of-way margin of Nolensville Pike, 40 foot right-of-way from centerline, said monument is the northwesterly property corner of the herein described tract and is also the southwesterly property corner of the Thomas H. Smith Property as described in Deed Book 3343, Page 196, R.O.D.C., Tennessee; thence leaving the aforementioned right-of-way margin and following the southerly boundary of the aforementioned T. H. Smith property South 80°16'44" East a distance of 284.38 feet to a concrete monument; thence leaving the T. H. Smith property South boundary and following the southerly boundary of the Woodbine Funeral Home, Inc. property as described in Deed Book 6592, Page 805, R.O.D.C., Tennessee, South 80°07'15" East a distance of 91.42 feet to a concrete monument; thence following the R. G. Gregory and V. M. Williams boundary as described in Deed Book 6309, Page 864, R.O.D.C., Tennessee, South 09°50'13" West a distance of 31.99 feet to a concrete monument; thence South 27°55'02" East a distance of 197.10 feet to a concrete monument; thence South 41°24'58" East a distance of 99.75 feet to a concrete monument; thence South 64°53'46" East a distance of 192.80 feet to a concrete monument; thence following the easterly boundary of Monte Carlo Estates Section I as recorded in Plat Book 4675, Page 68, R.O.D.C., Tennessee, South 34°46'45" East a distance of 270.73 feet to a concrete monument; thence South 60°17'08" West a distance of 176.32 feet to a concrete monument; thence North 55°23'40" West a distance of 146.02 feet to a concrete monument; thence South 58°31'32" West a distance of 179.91 feet to a concrete monument; thence South 25°03'21" West a distance of 169.54 feet to a concrete monument; thence South 17°39'17" East a distance of 125.05 feet to a concrete monument; thence South 17°13'44" West a distance of 291.60 feet to a concrete monument located in the northerly right-of-way margin of Barnes Road 30 foot right-of-way from centerline; thence following said right-of-way margin North 72°50'10" West a distance of 298.54 feet to a concrete monument; thence following a curve to the right having a radius of 25 feet, a central angle of 69°07'11" for an arc distance of 30.16 feet to a concrete monument located in the easterly right-of-way margin of Nolensville Pike, 40 feet right-of-way to centerline; thence following said right-of-way margin North 03°42'59" West a distance of 540.34 feet to a concrete monument; thence following a curve to the right having a radius of 2,825.00 feet, a central angle of 13°11'51" for an arc distance of 650.71 feet to the point of beginning, tract contains 14.452 acres, more or less, or 629,526 square feet, more or less.

Being part of the same property conveyed to Eakin & Smith, Inc., a Tennessee corporation, by Deed from Paul E. Johnson, a single person, of record in Book 7572, page 484, Register's Office for Davidson County, Tennessee.

1384E/05-11-89

EXHIBIT B

ENCUMBRANCES

BOOK 7843 PAGE 152

1. Metro taxes for 1989, a lien but not yet due and payable.

2. The Plan of record in Book 6900, page 696, Register's Office for Davidson County, Tennessee.

3. Easement granted to First Suburban Water Utility District (Radnor Water District), of record in Book 4656, page 389, said Register's Office.

4. All matters shown on the As Built Survey of Southplace Office Park dated May 9, 1989, revised May 12, 1989, prepared by Engineering, Design & Geosciences Group, Inc.

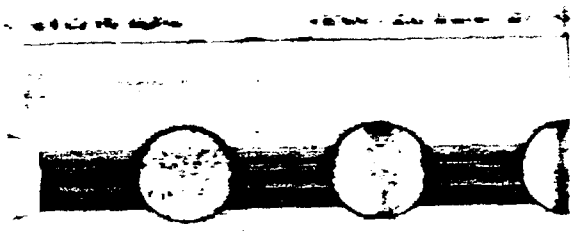
33640

MAY 17 11 43 AM '89

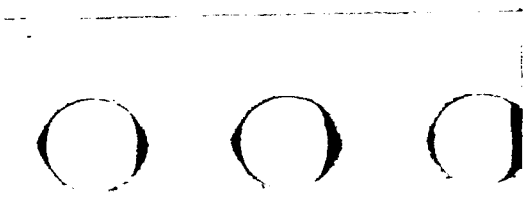
RUSH

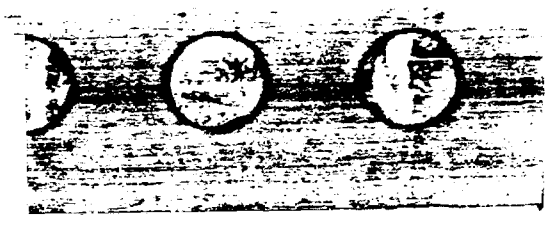
6992 05/17 0101 03CHECK 23778.11

1384E/05-12-89









OFFICIAL RECEIPT

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

RECEIVED OF _____

FOR _____

BOOK 7843 PAGE 153

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
			CAMT 7201692.00	
			CON TX 23765.61	
			PRFEE 0.50	
			WDEED 12.00	
			TOTAL 237	
			CHECK 237..	
05/17/89	01	11:46 0001	6992	

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

33640

IDENTIFICATION

MAY 17 11 43 AM '89

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 210403