carl849:7/6/89
HFW005

BOOK 7894 PAGE 854

File Box 6 cm

THIS INSTRUMENT PREPARED BY:
DEARBORN & EWING, ATTORNEYS
SUITE 1200, ONE COMMERCE PLACE
NASHVILLE, TENNESSEEE 37239

Address New Owner as follows:	Send Tax Bills to:	Map-Parcel No.
Warner/Chappell Music, Inc.	SAME	93-13;134 as
9000 Sunset Blvd.		to TRACT I;
Penthouse		93-13;136 as
Los Angeles, California 90069-1819		to TRACT II

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $1,100,000.00.

Affiant

Subscribed and sworn to before me, this the 21st day of July, 1989.

Carol R. Kessler
Notary Public

My Comm. Expires: 3/27/93

SPECIAL WARRANTY DEED

7700 07/21 0101 03CHECK 3643.00

FOR AND IN CONSIDERATION OF the sum of Ten Dollars, cash in hand paid by the hereinafter named GRANTEE, and other good and valuable considerations, the receipt of which is hereby acknowledged, Arthur L. Price as to 44.1% undivided interest, Mary Tyler Moore as to a 34.3% undivided interest, Mel D. Blumenthal as to a 19.6% undivided interest and Thomas E. Palmieri, Jr. as to a 2% undivided interest, as tenants in common, hereinafter called "GRANTORS", have bargained and sold, and by these presents do transfer and convey unto Warner/Chappell Music, Inc., a Delaware corporation, herein called "GRANTEE", its successors and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described as follows, to wit:

(SEE EXHIBIT A ATTACHED HERETO AND INCORPORATED BY REFERENCE AS FULLY AS THOUGH COPIED HEREIN.)

Said property is transferred subject to the limitations, restrictions, and encumbrances set forth on Exhibit A.

This is improved property known as 15 and 21 Music Square East, Nashville, Tennessee 37203.

TO HAVE AND TO HOLD the said real property together with all appurtenances and hereditaments thereunto belonging or in any wise appertaining to GRANTEE, its successors or assigns, forever.

GRANTORS further covenant and bind themselves, their representatives, successors and assigns to warrant specially and forever defend the title to said real estate to GRANTEE, its successors or assigns, against the lawful claims of all persons claiming through and under GRANTORS (other than claims arising out of the matters set forth above), but not further or otherwise. Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

IN WITNESS WHEREOF, GRANTORS have executed this Special Warranty Deed on the 19 day of July, 1989.

Arthur L. Price

Mary Tyler Moore

Mel D. Blumenthal

Thomas E. Palmieri, Jr.

STATE OF California)
COUNTY OF Los Angeles)

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named Arthur L. Price, the bargainor, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged that he executed the within instrument for the purposes therein contained.

Witness my hand and seal, at office in Studio City, California, this the 19 day of July, 1989.

Lynn Dittrick
NOTARY PUBLIC

My Commission Expires: Sept. 26, 1992

OFFICIAL SEAL
LYNN DITTRICK
Notary Public-California
LOS ANGELES COUNTY
My Comm. Exp. Sep. 26, 1992

STATE OF California)
COUNTY OF Los Angeles)

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named Mary Tyler Moore, the bargainor, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged that she executed the within instrument for the purposes therein contained.

Witness my hand and seal, at office in Studio City, California, this the 19 day of July, 1989.

Lynn Dittrick
NOTARY PUBLIC

My Commission Expires: Sept. 26, 1992

OFFICIAL SEAL
LYNN DITTRICK
Notary Public-California
LOS ANGELES COUNTY
My Comm. Exp. Sep. 26, 1992

STATE OF California)
COUNTY OF Los Angeles)

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named Mel D. Blumenthal, the bargainor, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged that he executed the within instrument for the purposes therein contained.

Witness my hand and seal, at office in Studio City, California, this the 19 day of July, 1989.

Lynn Dittrick
NOTARY PUBLIC

My Commission Expires: Sept. 26, 1992

OFFICIAL SEAL
LYNN DITTRICK
Notary Public-California
LOS ANGELES COUNTY
My Comm. Exp. Sep. 26, 1992

STATE OF California)
COUNTY OF Los Angeles)

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named Thomas E. Palmieri, Jr., the bargainor, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged that he executed the within instrument for the purposes therein contained.

Witness my hand and seal, at office in Studio City, California, this the 19 day of July, 1989.

Lynn Dittrick
NOTARY PUBLIC

My Commission Expires: Sept. 26, 1992

OFFICIAL SEAL
LYNN DITTRICK
Notary Public-California
LOS ANGELES COUNTY
My Comm. Exp. Sep. 26, 1992

EXHIBIT A

Land in Davidson County, Tennessee, described as follows:

TRACT NO. I:

Being Lot No. 8 in the Old B. Hayes Plan of small lots, which Plan is of record in Plan Book No. 1, Page 69, Chancery Court at Davidson County, Tennessee.

Said Lot No. 8 fronts 50 feet on the west side of Sixteenth Avenue, South, Nashville, Tennessee, and extends back westwardly between parallel lines 150 feet to an alley in the rear.

TRACT NO. II:

Being Lots Nos. 9, 10 and 11 in O. B. Hayes First Plan of small lots in West Nashville as of record in Plan Book 1, Page 69, Chancery Court at Nashville, Tennessee.

Said Lots 9, 10 and 11 front together 150 feet on the westerly side of 16th Avenue South, formerly Belmont Avenue, and runs back between parallel lines, 150 feet to an alley.

TRACT NOS. I AND II being the same property conveyed to Arthur L. Price as to a 44.1% undivided interest, Mary Tyler Moore as to a 34.3% undivided interest, Mel D. Blumenthal as to a 19.6% undivided interest and Thomas E. Palmieri, Jr., as to a 2% undivided interest, as tenants in common, by quitclaim deed from Remo Park Music, Inc., of record in Book 7737, page 277, Register's Office for Davidson County, Tennessee.

The above property is conveyed subject to the following:

1. 1989 Metropolitan Government taxes.

2. Restrictive covenant as contained in the installment deed of record in Book 4934, page 703, said Register's Office, which states, "Ordinance No. 74-852 provides that the following covenant shall run with the property herein conveyed and reads as follows: 'No structure shall be built within 20 feet of the right-of-way of 16th Avenue, South.'" (Applies to Tract No. I)

3. Utility easement conveyed by deed from Metropolitan Government of Nashville, Davidson County, to said Metropolitan Government, acting by and through the Electric Power Board of the said Government, dated January 31, 1972, of record in Book 4573, page 994, said Register's Office. (Applies to Tract No. I)

4. Utility easement conveyed by deed from David Baker and Lee J. Baker to Metropolitan Government of Nashville, Davidson County, acting by and through the Electric Power Board of the said Government, dated December 27, 1971, of record in Book 4577, page 593, said Register's Office. (Applies to Tract No. II)

5 1 2 6 4
IDENTIFICATION REFERENCE
Jul 21 2 22 PM '88
DAVIDSON COUNTY, TN

OFFICIAL RECEIPT

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

RECEIVED OF _____

FOR _____

BOOK 7894 PAGE 858

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 1100000.00
				MOR TX 3630.00
				ERR CO
				MOR TX 3630.00-
				CON TX 3630.00
				PRFEE 1.00
				WDEED 12.00
				TOTAL 3643.00
				CHECK 3643.00

07/21/89 01 14:22 0001 7700

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

5 1 2 6 4

IDENTIFICATION REFERENCE

JUL 21 2 22 PM '89

FELIX Z. WILSON, II REGISTER
DAVIDSON COUNTY, TN

No. 231342

