Address New Owner:	Map-Parcel Numbers:	Send Tax Bills To:
TCC/West Associates c/o The Center Companies 111 Third Avenue South Minneapolis, MN 55401	117-14-55 117-14-50 117-14-97 117-14-98 117-14-114 through 117-14-119, inclusive	TCC/West Associates c/o The Center Companies 111 Third Avenue South Minneapolis, MN 55401

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

SPECIAL WARRANTY DEED

BOOK 7912 PAGE 236

FOR AND IN CONSIDERATION of the sum of Twenty-eight Million and 00/100 DOLLARS ($28,000,000.00) cash in hand paid, and other good and valuable consideration, the receipt and sufficiency of all of which are hereby acknowledged, American General Realty Investment Corporation, a Texas corporation (the "Grantor") has bargained and sold, and by these presents transfers and conveys to TCC/West Associates, a Minnesota general partnership, (the "Grantee"), Grantee's successors and assigns, an undivided one-half interest in certain land in Davidson County, State of Tennessee, being more particularly described in Exhibit A, which is attached hereto and incorporated herein by reference (the "Property").

This conveyance of the Property, and all covenants and warranties contained herein, are made expressly subject to the following:

1. Real estate taxes for the current year which have been prorated between the parties.

2. Limitations, restrictions, easements and encumbrances as listed in Exhibit B hereto, including a Deed of Trust executed by Intereal Company to E. M. Haywood, trustee, dated July 29, 1983 of record in Book 6107, page 263 in the Register's Office for Davidson County, Tennessee, a UCC-1 Financing Statement of record in Book 6107, page 281 said Register's Office, a UCC-1 Financing statement of record in Book 7661, page 55 said Register's Office and an Agreement by and between Intereal Company and National Life and Accident Insurance Company dated July 29, 1983 of record in Book 6107, page 283 in said Register's Office, all of which secure or refer to a $1,200,000.00 indebtedness, the payment of one-half of which is, by acceptance, of this deed, expressly assumed by the Grantee.

This is improved property, known as The Mall at Green Hills, 2126 Abbott Martin Road, Nashville, Tennessee 37215.

STATE OF TEXAS
COUNTY OF HARRIS

The actual consideration or value, whichever is greater, for this transfer is $28,000,000.00.

Affiant

Subscribed and sworn to before me this 8th day of ~~December, 1988~~. August, 1989

MIMI OI MEI KWAN
Notary Public, State of Texas
My Commission Expires 6/14/93

Notary Public
My Commission Expires: 6/14/93

TO HAVE AND TO HOLD the Property, with all appurtenances, estate, title, and interest thereto belonging to the Grantee, Grantee's successors and assigns, forever.

Grantor covenants with the Grantee that the Property is free from all encumbrances made or suffered by Grantor, except to the extent otherwise set forth herein.

Grantor further covenants and binds itself, to warrant and forever defend the title to the Property to the Grantee, Grantee's successors and assigns against the lawful claims of all persons claiming by, through, or under Grantor.

IN WITNESS WHEREOF, the Grantor has executed this Deed this 4th day of August, 1989

AMERICAN GENERAL REALTY INVESTMENT CORPORATION

By: _____
RISHER RANDALL

Title: SENIOR VICE PRESIDENT

STATE OF TEXAS

COUNTY OF HARRIS

Personally appeared before me, MIMI OI MEI KWAN, Notary Public, RISHER RANDALL, with whom I am personally acquainted, and who acknowledged that ____ executed the foregoing instrument for the purposes therein contained and who further acknowledged that HE is SENIOR VICE PRESIDENT of AMERICAN GENERAL REALTY INVESTMENT CORPORATION, a Texas corporation, and is authorized to execute this instrument on behalf of said corporation.

WITNESS my hand, at office, this 8th day of August, 1989.

MIMI OI MEI KWAN
Notary Public, State of Texas
My Commission Expires 6/14/93

_____
Notary Public

My Commission Expires: 6/14/93

EXHIBIT 'A'

TRACT I: A tract of land in the First Civil District of Nashville, Davidson County, Tennessee, bounded on the east by Hillsboro Road, on the south by Abbott Martin Road, on the west by Green Hills Village Drive (now closed), and being Parcel A, Parcel C and Green Hills Village Drive, shown on the Green Hills Village Subdivision of record in Book 2330, page 81, Register's Office of said County, and being parts of Lot Nos. 3 through 6 on the map of J.C. Bumford's Subdivision, unrecorded and part of Lot No. 12 on the plan of the Andrew Castelman lands, as of record in Minute Book J, page 30, County Court for said County, and being more particularly described as follows:

Beginning at a point on the westerly margin of Hillsboro Road at the northeast corner of the property conveyed to Third National Bank in Nashville, of record in Book 2143, page 477, R.O.D.C.; thence, leaving said margin of Hillsboro road with Third National Bank's north line, N 87 degrees 47 minutes W, 151.52 feet to said bank's northwest corner; thence, with said bank's west line S 02 degrees 13 minutes W, 114.50 feet to their southwest corner; thence, with said bank's south line, S 87 degrees 47 minutes E, 110.00 feet to the westerly margin of Hillsboro Road, the southeast corner of Third National Bank property; thence, with said westerly margin of Hillsboro Road, S 22 degrees 09 minutes W, 42.55 feet to a point; thence, leavings said Hillsboro Road with the southerly line of said Parcel A N 87 degrees 47 minutes W, 348.52 feet to the east line of Lot No. 3 of said Bumford's Subdivision; thence, with said east line S 29 degrees 04 minutes W, 238.00 feet; thence, S 1 degree 46 minutes W, 194.38 feet to the north margin of Abbott Martin Road; thence, with said north margin, N 88 degrees 14 minutes W, 90.00 feet to an offset in said north margin; thence, N 01 degree 46 minutes E, 4.00 feet to a point; thence, continuing with said north margin N 88 degrees 14 minutes W, 470.00 feet to an offset in said north margin; thence, S 18 degrees 45 minutes W, 4.18 feet to a point; thence, continuing with said north margin N 88 degrees 14 minutes W, 89.60 feet; thence, leaving said margin at right angles N 1 degree 46 minutes E, 157.22 feet; thence, N 87 degrees 56 minutes W, 51.80 feet to a point, said point being the extension of the easterly face of wall of the existing Cain Sloan building; thence, along said extension of the easterly face of wall N 2 degrees 04 minutes E, a total of 254.62 feet, passing the southeasterly corner of the existing Cain Sloan building at 44.0 feet and the northeasterly corner at 219.77 feet to the boundary between Cain Sloan Company and South Central Bell Telephone Company; thence, S 87 degrees 53 degrees E, 84.86 feet to a point in the former westerly margin of Green Hills Village Drive; thence, with said margin of Drive and with the east line of said South Central Bell property N 19 degrees 45 minutes E, 357.14 feet to a concrete monument, the beginning of a curve to the right; thence, with said curve 148.67 feet to a concrete monument, said curve having a radius of 397.46 feet, a central angle of 21 degrees 26 minutes and a tangent distance of 75.21 feet; thence, continuing with said drive, N 14 degrees 11 minutes E, 160.86 feet to a concrete monument, the northeast corner of South Central Bell Telephone property; thence, crossing said drive S 87 degrees 45 minutes E, 100.00 feet to a concrete monument; thence, along the south line of Hillsboro Views Subdivision of record in Book 974, page 64 and 65, R.O.D.C., S 87 degrees 57 minutes E, 912.39 feet to the westerly margin of Hillsboro Road; thence, along said westerly margin S 22 degrees 09 minutes W, 472.13 feet to the point of beginning. Containing 914,769 square feet or 21.00 acres, more or less.

Being property conveyed to Intereal Company (formerly Third National Company), by deed from Green Hills Village, Inc., of record in Book 4136, page 837, R.O.D.C., Tennessee, by deed from the Junior League of Nashville, Inc., of

record in Book 4537, page 679; by deed from The Junior League of Nashville, of record in Book 5483, page 753, and Alstores Realty Corporation of record in Book 5970, page 44 said Register's Office.

TRACT II: Being a tract of land in Davidson County, Tennessee described according to a survey prepared by Barge, Waggoner, Sumner & Cannon, Engineers - Planners, dated March 3, 1978, revised March 6, 1978, as follows:

Beginning at a bronze cap in the westerly margin of Hillsboro Road approximately 510.00 feet northerly from the intersection of Abbott-Martin Road and Hillsboro Road; thence, with said margin of Hillsboro Road, S 22 degrees 09 minutes W, 301.88 feet to a point; thence, with the north line of the property conveyed to O.H. Collier, of record in Book 1101, page 512, Register's Office for Davidson County, and Book 1360, page 53, Register's Office for Davidson County, along a stone wall, N 86 degrees 06 minutes W, 150.00 feet to a point; thence, with the west line of said O.H. Collier property S 22 degrees 32 minutes W, 138.76 feet to a point in the north margin of Abbott-Martin Road, the beginning of a curve to the left; thence, with said curve, 63.57 feet to a point, said curve having a radius of 506.00 feet and a central angle of 7 degrees 11 minutes 55 seconds; thence, along north margin of Abbott-Martin Road, N 88 degrees 14 minutes W, 90 feet to a concrete monument; thence with the east line of Green Hills Shopping Center, N 1 degree 46 minutes E, 194.38 feet to a concrete monument; thence, with said Green Hills Shopping Center line, N 29 degrees 04 minutes E, 238.00 feet to an iron pin; thence, with said Green Hills Shopping Center south line, S 87 degrees 47 minutes E, 348.52 feet to the point of beginning, containing 124,881 square feet or 2.87 acres, more or less.

Being the same property conveyed to Intereal Company, its successors by deed from E. Edwin Wilson, Jr., and Susanne Wilson Robinson, Trustees for the stockholders of Old Hickory Operations, Inc., of record in Book 5260, page 564, said Register's Office.

TRACT III:

An easement for ingress and egress over and across that portion of Parcel B on the plan of Green Hills Village, as of record in Book 2330, page 81, R.O.D.C., Tennessee and described as follows:

Beginning at a point in the southerly property line of the South Central Bell property as of record in Book 4389, page 417, R.O.D.C., Tennessee, said point lying in an easterly direction along the said southerly property line of South Central Bell a distance of 565.74 feet, more or less, from the eastern margin of Cleghorn Avenue;

thence, in an easterly and northerly direction along a curve to the left, having a central angle of 72 degrees 22 minutes and having a radius of 100 feet, for a distance of 126.30 feet, more or less to a point, said point being the end of the curve and lying on the easterly property line of said South Central Bell property and the west margin of Green Hills Village Drive (now closed by instrument of record in Book 3277, page 81, R.O.D.C., Tennessee);

thence, with South Central Bell's easterly property line, S 19 degrees 45 minutes W for a distance of 73.14 feet, more or less, to a point, said point being the southeast corner of the South Central Bell property;

thence, along South Central Bell's southerly property line, N 87 degrees 53 minutes W, for a distance of 73.14 feet more or less to the point of beginning.

Being the same easement as granted to Intereal Company by agreement executed by South Central Bell Telephone Company recorded in Book 5786, page 809, R.O.D.C., Tennessee.

TRACT IV:

Being a tract of land in Nashville, the First Civil District, Davidson County, Tennessee, being part of Lot Nos. 8 through 14 of the George Waters Subdivision as of record in Book 1130, page 32, R.O.D.C., and part of Lot Nos. 17 through 19 and all of Lot Nos. 20 through 22 of the George Waters Subdivision as of record in Book 1130, page 68, R.O.D.C., and all of Lot No. 1 shown on First Revision Kroger at Green Hills as of record in Book 5200, page 301, R.O.D.C., and being described according to survey of Barge, Waggoner, Sumner & Cannon, dated July 22, 1983, as follows:

Beginning at a point in the southerly margin of Abbott Martin Road, said point being S 88 degrees 14 minutes E, 60.5 feet, more or less, from the southeasterly return of Hillsboro Circle;

thence, with said southerly margin, S 88 degrees 14 minutes E, 418.80 feet to a point in the common line of Lots 7 and 8;

thence, leaving said margin with said lot line S 02 degrees 12 minutes W,

point ... line of Lots 8 and 23;

thence, N 88 degrees 14 minutes W, 60.00 feet to a point in the common line of Lots 8 and 23;

thence, with said common line S 02 degrees 03 minutes W, 249.00 feet to a point in the northerly margin of Bandywood Drive;

thence, with said northerly margin N 88 degrees 10 minutes W, 180.03 feet to a point in the common line of Lots 19 and 20;

thence, leaving said margin with said lot line N 02 degrees 14 minutes E, 174.89 feet to a point;

thence, crossing Lot Nos. 17, 18 and 19, N 87 degrees 44 minutes W, 180.00 feet to a point in the common line of Lots 16 and 17;

thence, with the common line between Lots 16 and 17, N 02 degrees 14 minutes E, 73.83 feet;

thence, with the common line between Lots 14 and 15, N 02 degrees 18 minutes E, 194.08 feet to the point of beginning, containing 3.21 acres, more or less.

The above Tract IV being the same property as described in the following documents.

1. A Memo of Lease dated January 1, 1980 by Joseph Gordon Campbell and wife, Helen S. Campbell, Lessor, to Intereal Company, Lessee, recorded in Book 5573, page 873, said Register's Office. As to Lot 21 of George Waters Subdivision;

2. A Memo of Lease dated January 25, 1980 by James G. Conn etal as Lessors, to Intereal Company, Lessee, recorded in Book 5573, page 876, said Register's Office. As to Lot 20 of George Waters Subdivision;

3. A Memo of Lease dated January 22, 1980 by Mr. and Mrs. Clyde Yates, as Lessor to Intereal Company, as Lessee, recorded in Book 5573, page 879, said Register's Office. As to Lot 8 of George Waters Subdivision;

4. A Memo of Lease dated February 14, 1980 by The Cain-Sloan Company, Lessor to Intereal Company, as Lessee, recorded in Book 5578, page 709, said Register's Office. As to Lots 9 thru 14 inclusive of George Waters Subdivision;

5. A Memo of Lease dated April 1, 1980 by James V. Blevins and wife, Patty H. Blevins as Lessors to Intereal Company, as Lessee, recorded in Book 5586, page 241, said Register's Office. As to Lot 22 of George Waters Subdivision;

6. Intereal Company as to an undivided 1/2 interest in that portion of said Tract IV lying within Lot 17 and all interest as to that portion of Lot 18 of George Waters Subdivision by deed from James V. Blevins recorded in Book 5809, page 810;

7. Intereal Company as to an undivided 1/2 interest in that portion of said Tract IV lying within Lot 17 and all interest as to that portion of Lot 19 by deed from J. William Blevins recorded in Book 5820, page 478, said Register's Office.

TRACT V: A non-exclusive right to park on the easterly part of Parcel B shown on Green Hills Village Subdivision of record in Book 2330, page 81, R.O.D.C., and being more particularly described as follows:

Beginning at a point on the easterly line of said South Central Bell property, said point being N 19 degrees 45 minutes E, 73.14 feet from the southeast corner of said property; thence, with said easterly line N 19 degrees 45 minutes E, 284.00 feet to a monument; thence, with a curve to the right 148.67 feet to a monument, said curve having a radius of 397.46 feet, a central angle of 21 degrees 26 minutes and a tangent distance of 75.21 feet; thence, N 41 degrees 11 minutes E, 160.86 feet to a monument the northeast corner of said property; thence, with the northerly line of said property 275 (more or less) feet to the northwest corner; thence, with the westerly line 65 (more or less) feet to the point where the northerly curb line (sidewalk) adjacent to and north of the existing South Central Bell building extended to said westerly line intersects; thence, in a southeasterly direction with said curb line 140 (more or less) feet to a point in line with the easterly curb line (sidewalk) adjacent to and east of said existing building; thence, in a southwesterly direction with said curb line 435 (more or less) feet; thence, at right angles to said easterly property line 40 (more or less) feet to the point of beginning.

Said easement was reserved by Green Hills Company, Inc., in deed recorded in Book 4315, page 556, R.O.D.C., and now vested in Intereal Company by a merger recorded in Book 4327, Page 766, Register's Office for Davidson County, Tennessee.

TRACT VI:

Lot No. 11 and the easterly fifty feet of Lot No. 12 of Block B on the Plan of Hillsboro Views Development Company's Subdivision of record in Book 974, pages 64 and 65, R.O.D.C., said lots front together 150 feet on the southerly side of Crestmoor road, 150 feet west of the westerly margin of Green Hills Village Drive.

Being part of the property conveyed to Intereal Company (formerly Third National Company) under Tract No. 6 in deed from Green Hills Village recorded in Book 4136, page 837, R.O.D.C., Tennessee.

Being a portion of the same property conveyed to American General Realty Investment Corporation, a Texas corporation, by deed from American General Investment Corporation, a Delaware corporation, successor by merger to Intereal Company, of record in Book 7912, page 229. Register's office for Davidson County, Tennessee.

EXHIBIT B

Title Exceptions

ITEMS AFFECTING ALL TRACTS AS FOLLOWS:

a. 1989 taxes a lien, not yet due and payable.

ITEMS AFFECTING TRACTS I AND II AS FOLLOWS:

a. Easement to City of Nashville of record in Book 2026, page 77, said Register's Office.

"Perpetual right to enter and to erect, maintain, repair, rebuild, operate and patrol electric power distribution line and communication circuits, including the right to clear said utility easement and keep same clear of brush, timber, inflammable structures and fire hazards."

b. An easement 15 feet in width for utility purposes as reserved in deed of record in Book 2299, page 287, said Register's Office.

c. Slope easement of record in Book 4051, page 294, said Register's Office.

d. Water main easements in and around Green Hills Village Drive of record in Book 3124, page 270, said Register's Office.

e. Fifteen foot easement of access for the purpose of maintaining, repairing, etc., certain water mains, of record in Book 3340, page 78, said Register's Office.

f. Two permanent drainage easements granted the Metropolitan Government of record in Book 4031, page 883, said Register's Office.

g. Thirty foot permanent sanitary sewer and/or storm drainage easement of record in Book 3913, page 932, said Register's Office.

h. Right to park and ingress, egress easement granted South Central Bell Telephone Company of record in Book 4389, page 420, said Register's Office.

i. Easement agreement for parking, etc., granted the Junior League of Nashville, of record in Book 5302, page 163, as amended in Book 5894, page 712, said Register's Office.

j. An agreement dated August 13, 1981 executed by and between South Central Bell Telephone Company and Intereal Company, a Tennessee corporation, recorded in Book 5786, page 809, said Register's Office.

k. Reciprocal Easement Agreement between Intereal Company and Alstores Realty Corporation and The Cain Sloan Company, dated July 30, 1982, of record in Book 5939, page 755, said Register's office.

l. An easement agreement dated September 23, 1982, executed by and between Third National Bank, a national banking association and Intereal Company, recorded in Book 5946, page 141, said Register's Office.

m. An agreement dated July 29, 1983, executed by and between Intereal Company and National Life and Accident Insurance Company, recorded in Book 6107, page 283, said Register's Office.

n. A 10 foot easement for water mains and appurtenances of record in Book 7405, page 30, said Register's Office.

o. Lease to Walgreen Drug Stores, Inc., dated November 27, 1953, of record in Book 2251, page 165, as assigned to Walgreen Co., of record in Book 2844, page 95 and agreement of record in Book 4272, page 648, said Register's Office.

p. Confirmation of Lease dated March 15, 1954, by and between Green Hills Village, Inc., and The Miller-Wohl, Company, Inc., of record in Book 2285, page 133, said Register's Office.

q. Lease dated March 23, 1954 by and between Green Hills Village, Inc., and Castner Knott Green Hills Store Co., Inc., of record in Book 2285, page 557, said Register's Office.

r. Lease dated May 10, 1971 by and between Intereal Company and The Kroger Co., of record in Book 4510, page 604, said Register's Office.

s. Assignment and Assumption of Lease Agreement dated July 24, 1975 by and between Intereal Company, Lessor, Gus Mayer Stores, Inc., Lessee and John Flynt, Inc., assignee, regarding a lease dated August 18, 1972, of record in Book 4935, page 585 and Memorandum of Lease Agreement, dated April 22, 1982, of record in Book 5882, page 106, said Register's Office.

t. Memorandum of Lease, dated June 24, 1987, by and between Intereal Company, and Service Merchandise Company, Inc., of record in Book 7307, page 323, said Register's Office.

u. Assignment of Leases by and between E. Edwin Wilson, Jr., and Susanne Wilson Robinson, Trustees for the stockholders of Old Hickory Operations, Inc., assignors and Intereal Company, assignee, dated March 9, 1978, of record in Book 5260, page 567, said Register's Office. (AFFECTS TRACT II)

ITEMS AFFECTING TRACT NO. III AS FOLLOWS:

a. A Bill of Sale and Easement for a 8 inch and 6 inch water main dated June 30, 1960, executed by Green Hills Village, Inc. to Nashville Suburban Utility District a municipal corporation recorded in Book 3124, page 270, R.O.D.C., Tennessee.

b. The rights, covenants and conditions as contained in deed from Green Hills Company, Inc., to Jack M. Bass, Jr., recorded in Book 4315, page 556, R.O.D.C., Tennessee.

c. A lease dated September 10, 1979 executed by and between South Central Bell Telephone Company, a corporation, as Lessor and Irving Murray Cohen, as Lessee, recorded in Book 5508, page 195, R.O.D.C., Tennessee. An amendment to said lease was recorded in Book 6209, page 261, R.O.D.C., Tennessee.

d. A lease dated September 4, 1970 executed by and between South Central Bell Telephone Company, a corporation, as Lessor and First American National Bank of Nashville, a banking association, as Lessee, recorded in Book 5508, page 241, R.O.D.C., Tennessee. An amendment to said lease was recorded in Book 5851, page 721, R.O.D.C., Tennessee.

e. An agreement dated August 13, 1981, executed by and between South Central Bell Telephone Company and Intereal Company, a Tennessee corporation, recorded in Book 5786, page 809, R.O.D.C., Tennessee.

f. An easement for electric power overhead and underground as granted to the Metropolitan Government by document recorded in Book 5902, page 95, R.O.D.C., Tennessee.

ITEMS AFFECTING TRACT IV AS FOLLOWS:

a. The terms and conditions of a lease by and between Alstores Realty Corporation and Cain-Sloan Company, of record in Book 3970, page 840, said Register's Office.

b. The terms, covenants and conditions of the following leases:

1. A Memo of Lease dated January 1, 1980 by Joseph Gordon Campbell and wife, Helen S. Campbell, Lessor, to Intereal Company, Lessee, recorded in Book 5573, page 873, said Register's Office. As to Lot 21 of George Waters Subdivision;

2. A Memo of Lease dated January 25, 1980 by James G. Conn et al as Lessors, to Intereal Company, Lessee, recorded in Book 5573, page 876, said Register's Office. As to Lots 20 of George Waters Subdivision;

3. A Memo of Lease dated January 22, 1980 by Mr. and Mrs. Clyde Yates, as Lessor to Intereal Company, as Lessee, recorded in Book 5573, page 879, said Register's Office. As to Lot 8 of George Waters Subidivision;

4. A Memo of Lease dated February 14, 1980 by The Cain-Sloan Company, Lessor, to Intereal Company, as Lessee, recorded in Book 5578, page 709, said Register's Office. As to Lots 9 through 14 inclusive of George Waters Subdivision;

5. A Memo of Lease dated April 1, 1980 by James V. Blevins and wife, Patty H. Blevins as Lessors to Intereal Company, as Lessee, recorded in Book 5586, page 241, said Register's Office. As to Lot 22 of George Waters Subdivision.

c. Memorandum of Sublease, dated April 1, 1980, between Intereal Company, a Tennessee corporation, Lessor, and James V. Blevins and Patty H. Blevins, and James William Blevins and wife, Melba R. Blevins, Lessee, of record in Book 5586, page 246, said Register's Office.

d. Agreement dated April 1, 1980, between Intereal Company, a Tennessee Corporation and James V. Blevins and wife, Patty H. Blevins, James William Blevins and wife, Melba R. Blevins, of record in Book 5586, page 248, said Register's Office.

e. Lease dated March 19, 1980, between Intereal Company, a Tennessee Corporation, Lessor, and the Kroger Co., an Ohio corporation, Lessee, of record in Book 5595, page 118, said Register's Office.

An assignment of the lessors interest under said lease executed by Intereal Company, to the National Life and Accident Insurance Company, recorded in Book 6107, page 275, said Register's Office.

Said leasehold estate is subject to a deed of trust securing an indebtedness of $3,600,000,000.00, executed by Kroger Company to Attorney's Title Company, Inc., Trustee, and Citibank N.A., Beneficiary, recorded in Book 7687, page 454, R.O.D.C., Tennessee.

f. Deed of trust executed by Intereal Company, a Tennessee corporation to E.M. Haywood, Trustee, dated July 29, 1983, filed August 2, 1983, in Book 6107, page 263, in the Register's Office, Davidson County, Tennessee, to secure $1,200,000.00, said Register's Office.

g. Financing Statement filed under the Uniform Commercial Code by Intereal Company to The National Life and Accident Insurance Co., in the office of the Register of Davidson County, Tennessee, in Book 6107, page 281, said Register's Office.

h. An agreement dated July 29, 1983, executed by and between Intereal Company and National Life and Accident Insurance Company, recorded in Book 6107, page 283, said Register's Office.

i. Financing Statement filed under the Uniform Commercial Code by Intereal Company to the National Life and Accident Insurance Company in the Office of the R.O.D.C., Tennessee in Book 7661, page 55, said Register's Office.

j. Terms and conditions of an affidavit of record in Book 5732, page 112, said Register's Office.

k. Underground utility easement of record in Book 5697, page 262, said Register's Office. (Affects Lot 8)

l. The recorded plan of record in Book 1130, page 32, shows an owners certificate, a 50 foot setback line from Abbott-Martin Road with variance, and a 10 foot public utility easement along the southerly rear lines of said lots.

m. The recorded plan of record in Book 1130, page 68, shows an owners certificate, a 65 foot setback line from Bandywood Road, and a 10 foot public utility easement along the northerly rear lines of said lots.

n. The leasehold plan of record in Book 5200, page 301, shows a lessee's certificate, a 15 foot utilities and setback easement from Bandywood Drive, a 20 foot storm sewer easement, a 20 foot electric easement, a 20 foot public utility easement, and a 20 foot NES easement.

o. The 10-foot public utility easement along the rear lines as shown on the plans of record in Book 1130, page 32, and 1130, page 68, have been abandoned by the Department of Water and Sewerage Services, the Nashville Gas Company, and South Central Bell Telephone Company, and is shown on the plan of record in Book 5200, page 301, as a 20 foot storm sewer easement.

ITEMS AFFECTING TRACT V:

a. A Bill of Sale and Easement for a 8 inch and 6 inch water main dated June 30, 1960, executed by Green Hills Village, Inc. to Nashville Suburban Utility District a municipal corporation recorded in Book 3124, page 270, R.O.D.C., Tennessee.

b. The rights, covenants and conditions as contained in deed from Green Hills Company, Inc., to Jack M. Bass, Jr., recorded in Book 4315, page 556, R.O.D.C., Tennessee.

c. An agreement for dedication of easement for water main 10 feet in width, dated September 19, 1974, as quitclaimed to Metropolitan Government of Nashville and Davidson County, recorded in Book 4858, page 385, R.O.D.C., Tennessee.

d. Easement 20 feet wide for sanitary sewer granted Metropolitan Government, as of record in Book 3913, page 936, said Register's Office.

e. Reciprocal Easement Agreement between Intereal Company and Alstores Realty Corporation and The Cain Sloan Company, dated July 30, 1982, of record in Book 5939, page 755, said Register's Office.

ITEMS AFFECTING TRACT NO. VI AS FOLLOWS:

a. An agreement for dedication of easement for sanitary sewer and/or storm drainage over a strip of land 20 feet in width granted to Metropolitan Government of record in Book 3913, page 936, R.O.D.C., Tennessee.

b. An easement for free parking purposes as granted to Harlan Dodson of Nashville, Tennessee, as Trustee in deed recorded in Book 4015, page 412, R.O.D.C., Tennessee, said easement was further granted to the Metropolitan Government of Nashville by deed recorded in Book 4027, page 113, R.O.D.C., Tennessee.

c. An easement and right of way for street purposes as granted to the Metropolitan Government of Nashville and Davidson County recorded in Book 4142, page 473, said Register's Office.

d. An easement and right of way for street purposes as granted to the Metropolitan Government of Nashville and Davidson County recorded in Book 4142, page 477, said Register's Office.

e. An agreement for dedication of easement for water main granted to the Metropolitan Government of Nashville and Davidson County, recorded in Book 4858, page 385, said Register's Office.

f. A reciprocal easement agreement between Intereal Company and Alstores Realty Corporation and the Cain-Sloan Company dated July 30, 1982, of record in Book 5939, page 755, R.O.D.C., Tennessee.

WP:LBLGHExcep

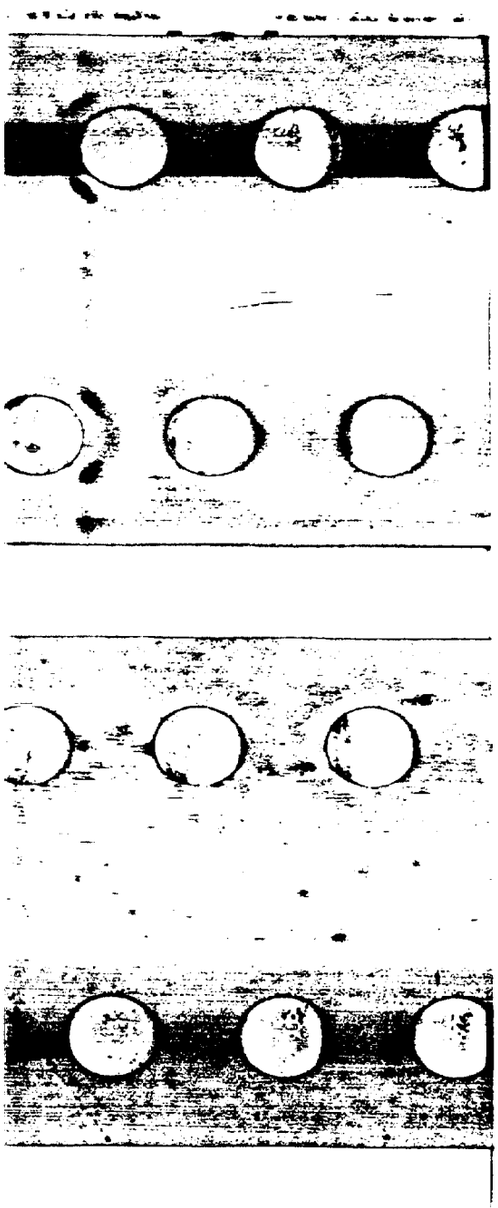
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IDENTIF. TREFERENCE

AUG 10 4 22 PM '89

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY TN.

4601 08/10 0101 03CHECK 92437.00



OFFICIAL RECEIPT

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

RECEIVED OF _____

FOR _____

BOOK 7912 PAGE 248

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

CO - 28.000.000.00

CON TX	92400.00
PRFEE	1.00
WDEED	36.00
TOTAL	92437.00
CHECK	92437.00

08/10/89 01 16:24 0001 4601

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

56855

IDENTIF. T REFERENCE

AUG 10 4 23 PM '89

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY TN.

No. 237889