File 35
CTFC

BOOK 7990 PAGE 112

(2)

THIS INSTRUMENT PREPARED BY:
WINSTON & STRAWN, COLE AND DEITZ
175 Water Street
New York, New York 10038

WARRANTY DEED

ADDRESS NEW OWNERS:	SEND TAX BILLS TO:	MAP & PARCEL NO.
Capstar Communications of Tennessee, Inc. 600 Congress Avenue Suite 1270 Austin, Texas 78701	Same	Map 73 Parcel 119 Map 74 Parcel 5

FOR AND IN CONSIDERATION of Ten Dollars ($10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the undersigned, Capstar Communications, Inc., a Delaware Corporation, does hereby transfer and convey to CAPSTAR COMMUNICATIONS OF TENNESSEE, INC., a Delaware corporation, a certain tract or parcel of real property (the "Property") in the 1st Civil District of Davidson County, Tennessee, described on Exhibit A attached hereto.

This is improved property described with greater particularity on Exhibit A attached hereto.

To have and to hold the Property, with the appurtenances, estate, title and interest therein belonging to the said CAPSTAR COMMUNICATIONS OF TENNESSEE, INC., its successors and assigns, forever.

The undersigned covenants with the said CAPSTAR COMMUNICATIONS OF TENNESSEE, INC., that it is lawfully seized and possessed of the Property in fee simple and has a good right to convey it and the same is unencumbered, subject to the following matters:

1. Zoning and other governmental laws, ordinances, rules and regulations.

2. An unrecorded agreement dated November, 1948 granting an easement for road purposes to Davidson County, Tennessee as follows:

BEGINNING IN THE CENTER OF NEELEY'S BEND ROAD AND IN THE SOUTHEAST CORNER OF THE O.N. WILLIAMS' PROPERTY OF RECORD AND DEED BOOK 2293, PAGE 251, THENCE RUNNING ALONG CENTER LINE OF NEELEY'S BEND ROAD SOUTH 07 DEGREES 46 MINUTES 59 SECONDS EAST

239.94 FEET TO A POINT IN THE NORTHWEST CORNER OF WILLIAM E. SHIPMAN PROPERTY OF RECORD AND DEED BOOK 5056, PAGE 467 R.O.D.C., TENNESSEE; THENCE ALONG SHIPMAN'S NORTHWEST LINE SOUTH 67 DEGREES 55 MINUTES 05 SECONDS WEST 30.96 FEET TO AN EXISTING IRON PIN; THENCE LEAVING SHIPMAN'S LINE AND RUNNING PARALLEL TO THE CENTER LINE OF NEELEY'S BEND ROAD NORTH 07 DEGREES 46 MINUTES 59 SECONDS WEST 240.01 FEET TO AN EXISTING IRON PIN IN THE SOUTHEAST LINE OF WILLIAMS' PROPERTY; THENCE ALONG WILLIAMS' LINE NORTH 68 DEGREES 02 MINUTES 29 SECONDS EAST 30.94 FEET TO THE POINT OF BEGINNING.

3. 1989 taxes not yet due and payable. Map 73, Parcel 19; Map 74, Parcel 5.

4. Easement granted to the United States of America by B.E. Shipman and wife, of record in Book 2246, Page 61, Register of Davidson County, Tennessee.

5. Title to any portion of the Property which may lie within the bounds of high and low water marks of the Cumberland River.

6. The state of facts shown on the survey of the Property by Wamble & Associates, registered land surveyors, dated December 16, 1986, redated July 15, 1987, redated November 13, 1989.

The undersigned does further covenant and bind itself and its successors and assigns to warrant and forever defend that title to the Property to the said CAPSTAR COMMUNICATIONS OF TENNESSEE, INC., its successors and assigns, against the lawful claims of all other persons or entities whomsoever, subject as aforesaid.

IN WITNESS WHEREOF, the undersigned has executed this instrument by and through its authorized representative this 20th day of November, 1989.

CAPSTAR COMMUNICATIONS INC.

By: _____ Pres.
Title

STATE OF NEW YORK

COUNTY OF NEW YORK

Before me, the undersigned authority, of the State and County aforesaid, personally appeared R. Steven Hicks with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the president of Hicks Broadcasting Corporation, a corporation and a constituent of the within named bargainor, a limited partnership, and that he as such officer, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by himself as such officer.

Witness my hand and seal, at office in New York County, New York, this 20th day of November, 1989.

Dawn Gargano
Notary Public

My Commission Expires: July 25, 1990.

DAWN GARGANO
NOTARY PUBLIC, State of New York
No. 43-4638542
Qualified in Richmond County
Certificate filed in New York County
Commission expires July 25, 1990

AFFIDAVIT OF VALUE

The actual consideration for this transfer or the value of the property conveyed (whichever is greater) is $269,750.

Affiant

Sworn to and subscribed before me this 20th day of November, 1989.

Notary Public

My Commission Expires:

July 25, 1990

DAVID GARGANO
NOTARY PUBLIC, State of New York
No. 4949542
Richmond County
New York County
July 25, 1990

EXHIBIT A

BEING A PARCEL OF LAND LOCATED IN THE FIRST CIVIL DISTRICT OF NASHVILLE, DAVIDSON COUNTY, TENNESSEE ON THE WESTERLY SIDE OF NEELEY'S BEND ROAD (HAVING A 60 FOOT UNRECORDED RIGHT-OF-WAY EASEMENT), BETWEEN MENEES LANE AND OVERTON ROAD AND BEING A PART OF LOT NUMBER ONE ON THE MAP SHOWING DIVISION OF ESTATE OF J.K.P. AND MATTIE G. HAMBLEN DATED SEPTEMBER 20, 1901 OF RECORD IN MINUTE BOOK 6, PAGE 366, OF THE COUNTY COURT FOR DAVIDSON COUNTY, TENNESSEE AND BEING MORE PARTICULARLY DESCRIBED ACCORDING TO A SURVEY PREPARED BY WAMBLE & ASSOCIATES REGISTERED LAND SURVEYOR NO. 1136 IN DECEMBER 1986, WITH ALL BEARINGS BEING REFERENCED TO MAGNETIC NORTH AS FOLLOWS; TO-WIT:

BEGINNING AT A POINT IN THE CENTER OF NEELEY'S BEND ROAD IN THE SOUTHEAST CORNER OF THE O.N. WILLIAMS PROPERTY OF RECORD AND DEED BOOK 2293, PAGE 251, R.O.D.C., TENNESSEE; RUNS THENCE ALONG THE CENTER OF NEELEY'S BEND ROAD SOUTH 7 DEGREES 46 MINUTES 59 SECONDS EAST 239.93 FEET TO A POINT IN THE NORTHEAST CORNER OF THE WILLIAM E. SHIPMAN PROPERTY OF RECORD AND DEED BOOK 5056, PAGE 467, R.O.D.C., TENNESSEE; THENCE LEAVING NEELEY'S BEND ROAD AND RUNNING ALONG SHIPMAN'S LINE SOUTH 67 DEGREES 55 MINUTES 05 SECONDS WEST 3,208.91 FEET (PASSING AN EXISTING IRON PIN AT 30.96 FEET) TO THE LOW WATER LINE OF THE CUMBERLAND RIVER; THENCE, WITH LOW WATER MARK OF SAID RIVER AS FOLLOWS: THENCE, NORTH 15 DEGREES 21 MINUTES 06 SECONDS WEST 152.06 FEET TO A POINT; THENCE, NORTH 16 DEGREES 01 MINUTES 20 SECONDS WEST 117.91 FEET TO A POINT; THENCE, NORTH 15 DEGREES 32 MINUTES 26 SECONDS WEST 176.56 FEET TO A POINT; THENCE, NORTH 05 DEGREES 50 MINUTES 58 SECONDS WEST 103.71 FEET TO A POINT; THENCE, NORTH 04 DEGREES 42 MINUTES 08 SECONDS WEST 129.17 FEET TO A POINT; THENCE, NORTH 05 DEGREES 07 MINUTES 20 SECONDS WEST 120.31 FEET TO A POINT; THENCE, NORTH 04 DEGREES 23 MINUTES 43 SECONDS WEST 132.55 FEET TO A POINT IN THE SOUTHEAST PROPERTY LINE OF THE J.W. MENEES PROPERTY OF RECORD AND DEED BOOK 1425, PAGE 228, R.O.D.C., TENNESSEE; THENCE, LEAVING SAID RIVER AND RUNNING ALONG MENEES' LINE NORTH 67 DEGREES 43 MINUTES 51 SECONDS EAST 1,615.29 FEET TO AN EXISTING IRON PIN IN THE NORTHWEST CORNER OF THE BOB WHISEMANT'S PROPERTY OF RECORD AND DEED BOOK 6840, PAGE 262, R.O.D.C., TENNESSEE; THENCE, WITH WHISEMANT'S WEST LINE SOUTH 09 DEGREES 55 MINUTES 40 SECONDS EAST 462.95 FEET TO AN EXISTING IRON PIN IN THE NORTHWEST CORNER OF THE O.M. WILLIAMS' PROPERTY; THENCE ALONG WILLIAMS' WEST PROPERTY LINE SOUTH 10 DEGREES 07 MINUTES 03 SECONDS EAST 229.60 FEET TO A POINT AND WILLIAMS' SOUTHWEST CORNER; THENCE, ALONG WILLIAMS' SOUTHEAST LINE NORTH 68 DEGREES 02 MINUTES 20 SECONDS EAST 1,604.63 FEET (PASSING AN EXISTING IRON PIN AT 1,573.69 FEET) TO A POINT OF BEGINNING.

CONTAINING 1,864,522 SQUARE FEET OR 42.80 ACRES.

THE ABOVE DESCRIBED PROPERTY IS SUBJECT TO AN UNRECORDED AGREEMENT DATED NOVEMBER, 1948, GRANTING AN EASEMENT FOR ROAD PURPOSES TO DAVIDSON COUNTY, TENNESSEE AS FOLLOWS:

BEGINNING IN THE CENTER OF NEELEY'S BEND ROAD AND IN THE SOUTHEAST CORNER OF THE O.N. WILLIAMS' PROPERTY OF RECORD AND DEED BOOK 2293, PAGE 251, THENCE RUNNING ALONG CENTER LINE OF NEELEY'S BEND ROAD SOUTH 07 DEGREES 46 MINUTES 59 SECONDS EAST 239.94 FEET TO A POINT IN THE NORTHWEST CORNER OF WILLIAM E. SHIPMAN PROPERTY OF RECORD AND DEED BOOK 5056, PAGE 467 R.O.D.C., TENNESSEE; THENCE ALONG SHIPMAN'S NORTHWEST LINE SOUTH 67 DEGREES 55 MINUTES 05 SECONDS WEST 30.96 FEET TO AN EXISTING IRON PIN; THENCE LEAVING SHIPMAN'S LINE AND RUNNING PARALLEL TO THE CENTER LINE OF NEELEY'S BEND ROAD NORTH 07 DEGREES 46 MINUTES 59 SECONDS WEST 240.01 FEET TO AN EXISTING IRON PIN IN THE SOUTHEAST LINE OF WILLIAMS PROPERTY; THENCE ALONG WILLIAMS' LINE NORTH 68 DEGREES 2 MINUTES 29 SECONDS EAST 30.94 FEET TO THE POINT OF BEGINNING.

CONTAINING 7,199 SQUARE FEET OR 0.17 ACRES.

BEING THE SAME PROPERTY CONVEYED TO SKY COMMUNICATIONS, INC. BY DEED FROM GENERAL ELECTRIC BROADCASTING COMPANY, INC. ON NOVEMBER 28, 1983, AS OF RECORD IN DEED BOOK 6187, PAGE 964, R.O.D.C. TENNESSEE AND BEING THE SAME PROPERTY CONVEYED TO BUSINESS DEVELOPMENT CAPITAL LIMITED PARTNERSHIP-II BY DEED FROM SKY COMMUNICATIONS, INC. OF RECORD IN BOOK 7280, PAGE 94, SAID REGISTER'S OFFICE AND BEING THE SAME PROPERTY CONVEYED TO HICKS BROADCASTING CORPORATION OF TENNESSEE BY DEED DATED _____ FROM BUSINESS DEVELOPMENT CAPITAL LIMITED PARTNERSHIP II OF RECORD IN BOOK ____, PAGE ____, SAID REGISTER'S OFFICE, AND BEING THE SAME PROPERTY CONVEYED TO HICKS BROADCASTING PARTNERS OF TENNESSEE, L.P. BY DEED DATED MARCH 25, 1988 FROM HICKS BROADCASTING CORPORATION OF TENNESSEE OF RECORD IN BOOK 7504, PAGE 503, SAID REGISTER'S OFFICE, AND BEING THE SAME PROPERTY CONVEYED TO CAPSTAR COMMUNICATIONS, INC., BY DEED DATED NOVEMBER _____, 1989 FROM HICKS BROADCASTING PARTNERS OF TENNESSEE OF RECORD IN BOOK ____, PAGE ___, SAID REGISTERS OFFICE.

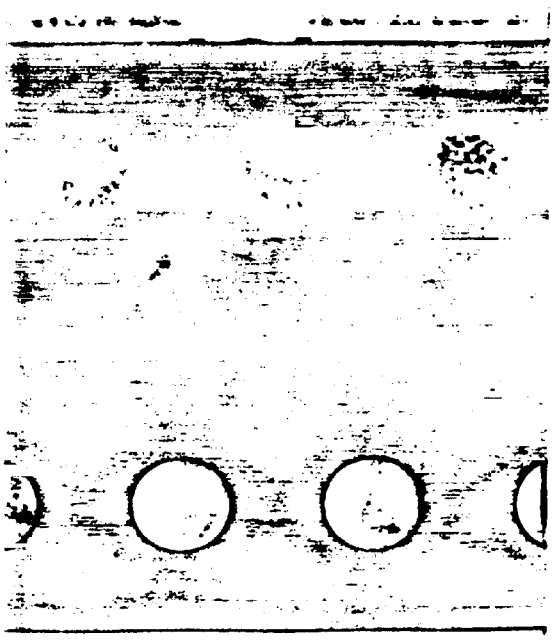
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IDENTIF. TREFERENCE

NOV 22 2 14 PM '89

REGISTER'S OFFICE
DAVIDSON COUNTY TN.

6848 11/22 0101 03CHECK 909.01



OFFICIAL RECEIPT

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

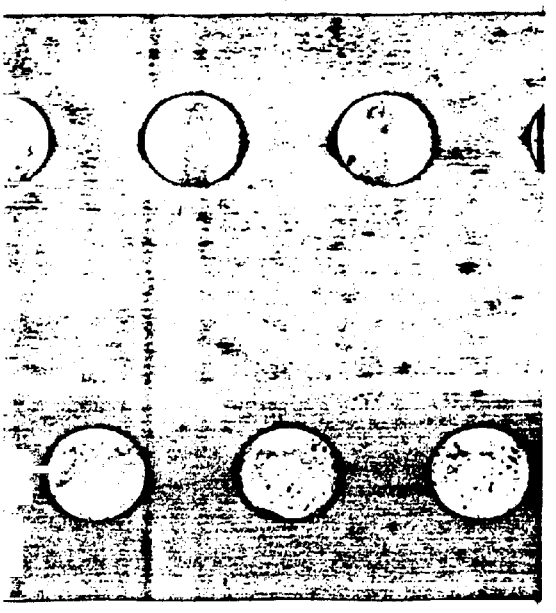
RECEIVED OF _____

FOR _____

BOOK 7990 PAGE 118

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 269750.00
CON TX 890.01
PRFEE 1.00
WDEED 18.00
TOTAL 909.01
CHECK 909.01

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

11/22/89 01 14:14 0001 6848

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IDENTIF. REFERENCE

Nov 22 2 14 PM '89

FELIX Z. WILSON, REGISTER
DAVIDSON COUNTY TN.

No. 269548