11/21/89

BOOK 7993 PAGE 578

Fede 48

THIS INSTRUMENT PREPARED BY:
JOHNSON & GIBBS, P.C.
Founders Square
900 Jackson Street
Dallas, Texas 75202-4499

GENERAL WARRANTY DEED

Address: New Owner(s):	Send Tax Bills To:	Map-Parcel Number(s):
Auburndale Rivergate Limited Partnership, a Texas limited partnership 5115 McKinney Avenue Suite F Dallas, Texas 75205	Same	Part of Map 34-9 Parcel 168

FOR AND IN CONSIDERATION of the sum of TEN AND NO/100 DOLLARS ($10.00) cash in hand paid and other good and valuable consideration, the receipt of which is hereby acknowledged, RIVERGATE STATION JOINT VENTURE, a Tennessee joint venture, ("Grantor"), has bargained and sold, and by these presents does transfer and convey unto AUBURNDALE RIVERGATE LIMITED PARTNERSHIP, a Texas limited partnership ("Grantee"), its heirs, successors and assigns, a certain tract or parcel of land in Davidson County, described as follows:

A tract of land situated in the Second Civil District of Nashville City of Madison, Davidson County, Tennessee. Being a portion of the same property conveyed to Robert O. Frensley of record in Deed Book 7504, Page 578 and being a portion of Lot 8 of Rivergate Station Section Three as recorded in Plat Book 6200, Page 866 R.O.D.C. Tennessee. And being more fully described as follows;

Beginning at a point on the northerly margin of Edenwold Road said point being 193.49 feet northeasterly from the right-of-way intersection of Edenwold Road and Gallatin Pike and proceeding as follows;

Thence, northwesterly with a line severing aforesaid Lot 8 N 07 17' 01" W for a distance of 351.00 feet to a point;

Thence, with the same N 69 24' 05" W for a distance of 43.57 feet to a point. Said point being on the easterly margin of Gallatin Pike;

Thence, running with said Gallatin Pike N 20 35' 55" E for a distance of 86.71 feet to point;

Thence, southeasterly with a line severing aforesaid Lot 8 S 69 24' 05" E for a distance of 43.57 feet to a point;

Thence, with the same N 82 43' 06" E for a distance of 148.73 feet to a point;

Thence, N 20 35' 59" E for a distance of 95.00 feet to a point;

Thence, southeasterly along the common property line between Lot 7 of aforesaid Rivergate Station Section Three and this herein described tract, S 69 24' 01" E for a distance of 260.00 feet to an existing iron pin;

Thence, continuing along said common property line N 20 35' 59" E for a distance of 25.00 feet to an existing iron pin;

Thence, with the same S 69 24' 01" E for a distance of 225.00 feet to an existing iron pin;

Thence, S 20 35' 59" W for a distance of 10.00 feet to an existing iron pin;

Thence, S 69 24' 01" E for a distance of 82.06 feet to a point;

Thence, southeasterly with a line severing aforesaid Lot 8 S 07 17' 01" E for a distance of 259.76 feet to a point. Said point being on the northerly margin of above said Edenwold Road;

Thence, with said margin S 82 42' 59" W for a distance of 742.00 feet to the point of beginning and containing 302,721 square feet on 6.950 acres of land more or less.

Reference for the basis of Grantor's interest in the property is the property conveyed to Rivergate Station Joint Venture by two (2) separate deeds (one being a quitclaim deed) of record in Deed Book 7989, Page 554 and Deed Book 7840, Page 559, respectively, of the Deed Records of Davidson County, Tennessee.

The property is conveyed subject to the following matters:

1. The Plan of "Reserve Parcel" Armstrong Rubber Company, Gallatin Pike at Edenwold Road, of record in Plat Book 5190, Page 339, Register's Office for Davidson County, Tennessee, showing an Owner's Certificate, and a twenty-five foot (25') public utility easement running parallel to Edenwold Road along the southerly boundary line widening to forty-five feet (45') at Gallatin Road and notes the following:

> "Points of ingress and egress to be approved by the Metropolitan Planning Commission."

This plat is no longer an exception to the extent it is superceded by the plats referenced in paragraphs 5 and 6 hereinbelow.

2. Power lines and poles easement contained in power contract by and between Armstrong Rubber Company and Nashville Electric Service (not of record) and a rock wall running parallel to Edenwold Road along the southerly boundary line of the property.

3. Twenty-five foot (25') public utility easement that runs parallel to Edenwold Road along the southerly line of the property, widening to forty-five feet (45') at Gallatin Road.

4. Declaration of Covenants, Conditions and Restrictions of record in Book 7480, Page 965, Register's Office for Davidson County, Tennessee; together with First Amendment to Declaration of Covenants, Conditions and Restrictions of record in Book 7537, Page 359, of said Register's Office.

5. The Plan of record in Book 6200, Page 866, said Register's Office, showing an Owner's Certificate, easements and notes to which Plan reference is hereby made, except to the extent any of the foregoing are superceded by the new plat referenced in paragraph 6 hereinbelow.

6. Easements, if any, and other items shown on the plat filed of record in Register's Office of Davidson County, Tennessee, in connection with this conveyance, such plat being filed of record on or about the date of this General Warranty Deed.

7. General ad valorem taxes required to be paid in the year 1989 and subsequent years; provided however, that the 1989 taxes have been prorated between Grantor and Grantee as of the date hereof, and Grantor shall pay the 1989 taxes.

TO HAVE AND TO HOLD said land with the appurtenances, hereditaments, estates, titles, and interests thereto belonging to Grantee, its heirs, successors and assigns, forever. Grantor covenants that, subject to the matters set forth above, Grantor

is lawfully seized and possessed of said land in fee simple, has good right to convey it, and that same is unencumbered.

Grantor further covenants and binds itself and its heirs, successors and assigns, to warrant and forever defend the title to said land unto to Grantee, its heirs, successors and assigns against the lawful claims of all persons whomsoever except claims arising out of the matters set forth above.

Whenever used, the singular shall include the plural and the plural the singular and the use of any gender shall be applicable to all genders.

WITNESS our hands this 28 day of November, 1989, the joint venture having caused its name to be signed hereto by its duly authorized joint venturer or venturers on said day and date.

GRANTOR:

RIVERGATE STATION JOINT VENTURE,
a Tennessee joint venture

11-28-89

By: Robert O. Frensley
Robert O. Frensley,
Managing Partner

BOOK 7993 PAGE 582

STATE OF TENNESSEE §
§
COUNTY OF DAVIDSON §

Before me, the undersigned, a Notary Public in and for the State and County aforesaid, personally appeared ROBERT O. FRENSLEY, 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 Managing Partner of RIVERGATE STATION JOINT VENTURE, the within named bargainor, a Tennessee joint venture, and that he as such Managing Partner executed the foregoing instrument for the purposes therein contained, by signing the name of the joint venture by himself as the Managing Partner.

WITNESS my hand and seal, at office in Nashville, Davidson County, Tennessee, this 28 day of November, 1989.

Lee Ann Hollingsworth
Notary Public

LEE ANN HOLLINGSWORTH NOTARY PUBLIC DAVIDSON COUNTY, TENN.

My Commission Expires:
1-21-90

8313 11/29 0101 03CHECK 4350-55

STATE OF TEXAS §
§
COUNTY OF DALLAS §

The actual consideration for this transfer or value of property conveyed (whichever is greater) is $1,313,500.00.

Robert K. Carlin, Affiant

Sworn to and subscribed before me this 21st day of November, 1989.

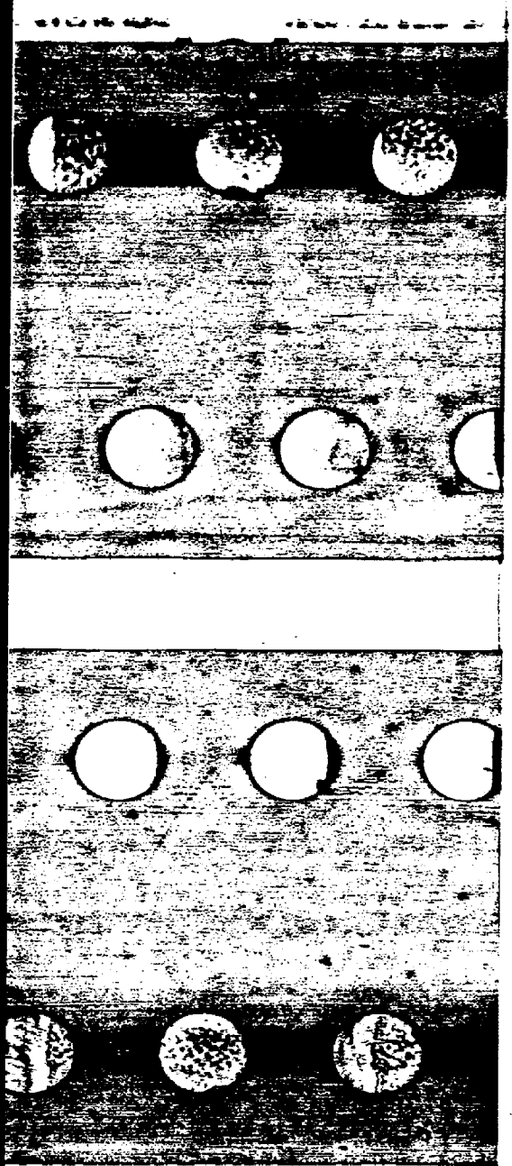
Christa E. Eissele
Notary Public

My Commission Expires:

CHRISTA E. EISSELE
Notary Public, State of Texas
My Commission Expires 12-03-1990

85316

IDENTIF. REFERENCE
Nov 29 12 35 PM '89
FELIX Z. WILSON Jr. REGISTER
DAVIDSON COUNTY TN.



OFFICIAL RECEIPT

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

RECEIVED OF _____

FOR _____

BOOK 7993 PAGE 583

CO - CONVEYANCE
MO - MORTGAGE
WD - WARRANTY DEED
TD - TRUST DEED

CC - CERTIFIED COPY
REL - RELEASE
UCC - UNIFORM COMMERCIAL CODE

MISC - MISCELLANEOUS
CO TAX - STATE TAX CONVEY
MO TAX - STATE TAX MORT
PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL
				CAMT 1313500.00
				CON TX 4334.55
				PRFEE 1.00
				WDEED 15.00
				TOTAL 4350.55
				CHECK 4350.55
11/29/89	01			12:34 0001 8313

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

85316

IDENTIF. REFERENCE

Nov 29 12 36 PM '89

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY TN.

No. 271100