File 57

LL991 03/08/90gd

THIS INSTRUMENT PREPARED BY:
BASS, BERRY & SIMS (KBS)
2700 First American Center
Nashville, Tennessee 37238

GENERAL WARRANTY DEED

BOOK 8061 PAGE 803

Address New Owner(s)	Send Tax Bills To	Map-Parcel Number(s):
Bellevue Valley Plaza, L.P. 1900 Church Street, Suite 400 Nashville, TN 37203	SAME MORTGAGE CO	Map 142 Parcels 268, 269 and 271

FOR AND IN CONSIDERATION of the sum of TEN AND NO/100 ($10.00) DOLLARS cash in hand paid and other good and valuable consideration, the receipt of which is hereby acknowledged, MIKE CLARK DEVELOPMENT COMPANY, a Tennessee general partnership ("Grantor") has bargained and sold, and by these presents does transfer and convey unto Bellevue Valley Plaza, L.P., a Tennessee limited partnership ("Grantee"), its successors and assigns, a certain tract or parcel of land in Davidson County, Tennessee, described on Exhibit A attached hereto, together with all buildings, structures and improvements located thereon, all personal property owned by Grantor, located on said real property, and used in connection with the maintenance and operation of the shopping center, office building and parking lot operated thereon, all leases, operating agreements, equipment and structural warranties, copies of all building and site plans, specifications and engineering reports relating thereto and the business name "Bellevue Valley Plaza" (the "Property").

The property is improved property known as

Odd numbers from 7041 through 7085 and the odd street numbers 7087 through 7091 U.S. Highway 70 South Nashville, Tennessee 37221

The Property is conveyed subject to the matters listed on Exhibit B attached hereto.

TO HAVE AND TO HOLD the Property with the appurtenances, hereditaments, estate, title, and interest thereto belonging to Grantee, its successors and assigns, forever. Grantor covenants that, subject to the matters set forth on Exhibit B, Grantor is lawfully seized and possessed of the Property in fee simple, has good right to convey it, and that same is unencumbered.

Grantor further covenants and binds itself and its successors to warrant and forever defend the title to the Property to Grantee, its successors and assigns, against the lawful claims of all persons whomsoever except claims arising out of the matters set forth on Exhibit B.

IN WITNESS WHEREOF, the Grantor has caused this General Warranty Deed to be executed this 9th day of March, 1990.

MIKE CLARK DEVELOPMENT COMPANY,
a general partnership

By: Michael H. Clark
Michael H. Clark,
General Partner

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public in and for the State and County aforesaid, personally appeared Michael H. Clark, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be a partner of Mike Clark Development Company, the within named bargainor, a partnership, and that he as such partner executed the foregoing instrument for the purposes therein contained, by signing the name of the partnership by himself as partner.

WITNESS my hand and seal, at office in Nashville, Davidson County, Tennessee, this 9th day of March, 1990.

Keith B. Simmons
Notary Public

KEITH B. SIMMONS NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

My Commission Expires:

1/23/93

STATE OF TENNESSE)
)
COUNTY OF DAVIDSON)

The actual consideration for this transfer or value of property conveyed (whichever is greater) is ~~$632,000.~~ $7,397,684.

David M. Huddleston
Affiant

Sworn to and subscribed before me this 9th day of March, 1990.

Keith B. Simmons
Notary Public

KEITH B. SIMMONS NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

My Commission Expires:

1/23/93

KBSWP432

EXHIBIT "A"

PARCEL I

Being a parcel of land in the First Civil District, Nashville, Davidson County, Tennessee, lying south of U.S. Highway 70S and east of Old Hickory Boulevard, and further being Lot 2 of the Bellevue Valley Plaza site, as of record in Book 6250, Page 271, Register's Office of Davidson County, Tennessee:

BEGINNING at a point in the southerly margin of U.S. Highway 70S, 153.96 feet westerly from the northwest corner of W. W. Hicks property, as of record in Book 2247, Page 337, Register's Office of Davidson County, Tennessee;

THENCE, S 25°13' E, 361.00 feet;

THENCE, N 87°47' E, 149.75 feet to a point in Hicks' west line;

THENCE, with Hicks' west line, S 23°01' E, 317.15 feet;

THENCE, leaving Hicks line S 64°47' W, 381.00 feet;

THENCE, S 71°22' W, 113.42 feet;

THENCE, S 64°47' W, 45.00 feet;

THENCE, N 25°13' W, 310.32 feet;

THENCE, N 64°47' E, 18.00 feet;

THENCE, N 25°13' W, 413.00 feet to a point in the south margin of U.S. Highway 70S;

THENCE, with said highway, N 64°47' E, 103.50 feet; THENCE, S 25°13' E, 163.00 feet;

THENCE, N 64°47'E, 255.50 feet;

THENCE, with the east line of Lot 5, N 25°13' W, 163.00 feet to a point in the south margin of U.S. Highway 70S;

THENCE, with said highway, N 64°47' E, 36.00 feet to the point of beginning.

Containing 6.88 acres, more or less.

PARCEL II

Being a parcel of land in the First Civil District, Nashville, Davidson County, Tennessee, lying south of U.S. Highway 70S, and east of Old Hickory Boulevard, and further being Lot 3 of the Bellevue Valley Plaza, as of record in Book 6250, Page 271, Register's Office of Davidson County, Tennessee;

BEGINNING at a point in the easterly margin of Old Hickory Boulevard, said point being N 02°40' E, 43.95 feet from the southwest corner of Lot 1;

THENCE, with Old Hickory Boulevard N 02°40' E, 70.85 feet to a concrete monument;

THENCE, with a curve to the left having a central angle of 03°44' 56", a radius of 1,061.66 feet, 69.47 feet to a point;

THENCE, N 64°47' E, 124.36 feet;

THENCE, with the west line of Lot 1, S 25°13' E, 234.00 feet;

THENCE, N 85°07' W, 217.24 feet to the point of beginning.

Containing 0.68 acres, more or less.

PARCEL III

Being a parcel of land in the First Civil District, Nashville, Davidson County, Tennessee, lying south of U.S. Highway 70-South and east of Old Hickory Boulevard, and further being Lot 4 of the Bellevue Valley Plaza site, as of record in Book 6250, Page 271, Register's Office of Davidson County, Tennessee;

BEGINNING at a concrete monument in the south margin of U.S. Highway 70S, said monument being the northwest corner of W. W. Hicks property as of record in Book 2247, Page 337, Register's Office of Davidson County, Tennessee;

THENCE, S 23°01' E, 419.83 feet;

THENCE, S 87°47' W, 149.75 feet;

THENCE, with the east line of Lot 2, N 25° 13' W, 361.00 feet to a point in the southerly margin of U.S. Highway 70S;

THENCE, with said Highway, N 64"47' E, 153.96 feet to the point of beginning.

Containing 1.31 acres, more or less.

Being a portion of the same property conveyed to Mike Clark Development Company, a Tennessee general partnership by deed of record in Book 6927, Page 91, Register's Office for Davidson County, Tennessee.

EXHIBIT "B"

1. Taxes for the year 1990, a lien but not yet due and payable.

2. All matters shown on survey of Barge, Waggoner, Sumner and Cannon, dated April 20, 1986, as revised, April 29, 1986, July 2, 1986, July 24, 1986, August 1, 1986 and August 21, 1986.

3. Parties in possession under recorded and unrecorded leases.

4. Sanitary sewer easement granted to Harpeth Valley Utility District of record in Book 4774, Page 526, Register's Office of Davidson County, Tennessee.

5. Sanitary sewer easement granted to Harpeth Valley Utility District of record in Book 4774, Page 520, Register's Office of Davidson County, Tennessee.

6. Sanitary sewer easement granted to Harpeth Valley Utility District of record in Book 4774, Page 517, Register's Office of Davidson County, Tennessee.

7. Sanitary sewer easement granted to Harpeth Valley Utility District of record in Book 4774, Page 523, Register's Office of Davidson County, Tennessee.

8. Plan of Bellevue Valley Plaza, of record in Book 6250, page 271, Register's Office of Davidson County, Tennessee, shows an Owner's Certificate, certain easements, setback lines and notes.

9. Storm Water Detention Agreement of record in Book 6445, page 124, Register's Office of Davidson County, Tennessee.

10. Declaration of Easements and Restrictions of record in Book 6457, page 802, Register's Office of Davidson County, Tennessee, as amended in Book 6577, page 224, said Register's Office, and Book 6845, page 138, said Register's Office.

11. Deed of Trust executed by Mike Clark Development Company to W. Emmett Marston, Trustee, dated August 26, 1986 and recorded in Book 6961, page 37, Register's Office of Davidson County, Tennessee, in favor of Aetna Life Insurance Company which states that it secures a debt in the principal sum of $6,500,000.00, payable as therein specified, together with any terms, condtiions, restrictions, or limitations recited therein. The present amount due should be determined by contacting the owner of the debt.

12. Assignment of Rents and Leases to Aetna Life Insurance Company, of record in Book 6961, page 53, Register's Office of Davidson County, Tennessee.

13. Financing Statement in favor of Aetna Life Insurance Company, File No., D18656, of record in book 6961, page 59, Register's Office of Davidson County, Tennessee.

14. Notice of Furnisher's Lien of record in Book 7750, page 524, Register's Office of Davidson County, Tennessee, filed by Kanco, Inc., d/b/a/ Kinnaird & Francke, a Kentucky corporation, in the amount of $6,327.58.

15. Grant of Overhead Line Easement granted to the Metropolitan Government of Nashville and Davidson County, Tennessee of record in Book 7173, page 325, Register's Office for Davidson County, Tennessee.

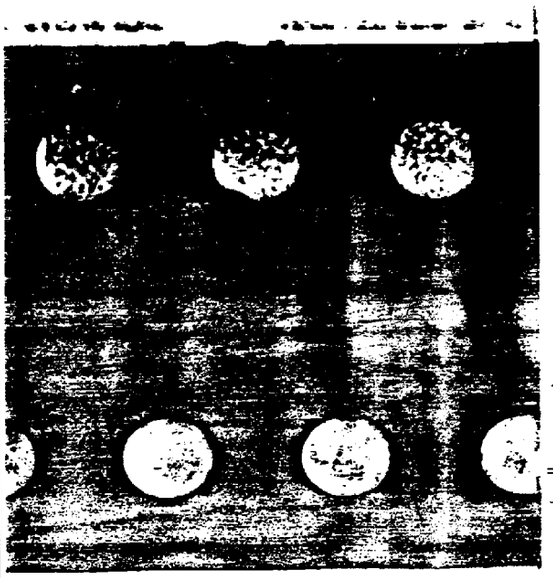
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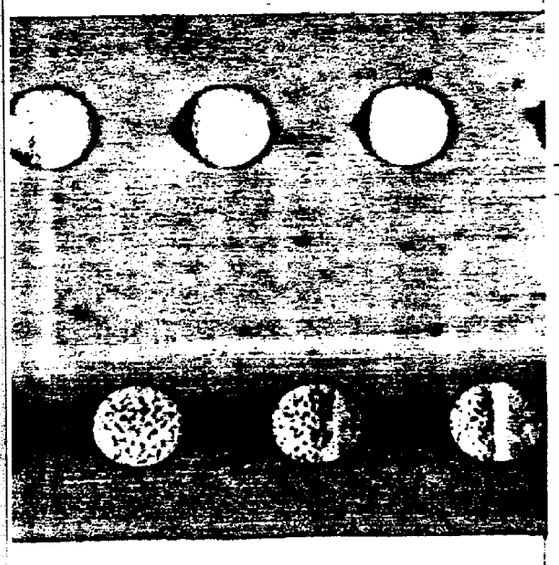
IDENTIF. TREFERENCE

MAR 9 3 03 PM '90

DAVIDSON COUNTY T...

1181 03/09 0101 03CHECK 24434.41





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

RECEIVED OF _____

FOR _____

BOOK 8061 PAGE 810

CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO - MORTGAGE	REL - RELEASE	CO TX - STATE TAX CONVEY
WD - WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MO TX - STATE TAX MORT
TD - TRUST DEED		PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID
				CAMT 7397684.00
				CON TX 24412.41
				PRFEE 1.00
				WDEED 21.00
				TOTAL 24434.41
				CHECK 24434.41
03/09/90	01			15:01 0001 1181

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

09748

IDENTIF. REFERENCE

MAR 9 3 03 PM '90

DAVIDSON COUNTY TN.

No. 299666