Address New Owner:	Map-Parcel Numbers:	Send Tax Bills To:
Plaza Holding Corp. ATTN: Corporate Secretary 667 Madison Avenue New York, NY 10021-8087	92-15-183	same

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

WARRANTY DEED

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 and sufficiency of all of which are hereby acknowledged, TENNESSEE MEDICAL ASSOCIATION, INC., a Tennessee non-profit corporation (the "Grantor"), has bargained and sold, and by these presents does transfer and convey to PLAZA HOLDING CORP., a Delaware corporation (the "Grantee"), Grantee's successors and assigns, certain land in Davidson County, State of Tennessee, being more particularly described in Exhibit A, which is attached hereto and incorporated herein by this 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. All matters shown on the survey of Barge, Waggoner, Sumner & Cannon dated December 19, 1990, last revised January 18, 1991.

This is improved property located at 112 Louise Avenue, Nashville, Tennessee.

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 Grantor is lawfully seized and possessed of the Property in fee simple; that Grantor has a good right to convey the Property, and that the Property is unencumbered except as set forth hereinabove.

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $ 520,000.00.

Robert E Wood
Affiant

Subscribed and sworn to before me this 1st day of APRIL, 1991.

Loretta S. Lane
Notary Public
My Commission Expires: 5/23/94

LORETTA S. LANE NOTARY PUBLIC

Grantor further covenants and binds itself to warrant and forever defend the title to the Property to the said Grantee, Grantee's successors and assigns, against the lawful claims of all persons whomsoever.

In addition to the foregoing, Grantor hereby sells, assigns and quitclaims to Grantee the property described in Exhibit B attached hereto and incorporated herein by reference, together with and including all of the Grantor's right, title and interest in those certain public alleys closed, vacated and abandoned pursuant to Council Bill No. 091-1476 of the Metropolitan Government of Nashville and Davidson County (including, without limitation, Alley Nos. 382 and 903 as shown on the Official Street and Alley Acceptance and Maintenance Map for the Metropolitan Government of Nashville and Davidson County).

IN WITNESS WHEREOF, the Grantor has executed this Deed this 28th day of March, 1991.

TENNESSEE MEDICAL ASSOCIATION, INC., a Tennessee non-profit corporation

By: L. Ladley Williams

Title: Executive Director

STATE OF TENNESSEE

COUNTY OF Davidson

Personally appeared before me, Loretta B Lane, Notary Public, L. Ladley Williams, with whom I am personally acquainted, and who acknowledged that he executed the foregoing instrument for the purposes therein contained and who further acknowledged that he is Executive Director of TENNESSEE MEDICAL ASSOCIATION, a Tennessee non-profit corporation, and is authorized to execute this instrument on behalf of said corporation.

WITNESS my hand, at office, this 28th day of March, 1991.

Loretta B. Lane
Notary Public

My Commission Expires: 5/23/94

NOTARY PUBLIC DAVIDSON COUNTY

wp:LBLPHCWD

EXHIBIT A

Being a parcel of land in Nashville, First Civil District, Nineteenth Councilmanic District, Davidson County, Tennessee, located in the southeast quadrant of Hayes Street and Louise Avenue, being Lot No. 16 and part of Lot No. 17 on the map of Buford's Subdivision of a part of the Elliston Lands as of record in Book 332, Page 8, R.O.D.C., and being more particularly described as follows:

BEGINNING at an iron pin at the point of intersection of the southerly margin of Hayes Street and the easterly margin of Louise Avenue;

THENCE, with said southerly margin of Hayes Street N 53° 03' 00" E, 150.00 feet to an iron pin in the westerly margin of Alley No. 903;

THENCE, leaving said Hayes Street with said Alley S 36° 42' 21" E, 115.00 feet to an iron pin;

THENCE, leaving said alley with the northerly boundary to Lot deeded to Clarence Edmonds, J. Bradbury Reed and Sovran Bank/Central Bank as Co-Trustees of record in Book 8120, Page 147, R.O.D.C., S 53° 03' 00" W, 150.00 feet to an iron pin in the easterly margin of Louise Avenue;

THENCE, with said margin of Louise Avenue N 36° 42' 21" W, 115.00 feet to an iron pin in the southerly margin of Hayes Street, the point of beginning.

Containing 17,250 square feet or 0.40 acres, more or less.

According to a survey by Wendell H. Talley, Sr., license No. 785, dated 12/19/90 file 5787-08, 162 Third Avenue North, Nashville, Tennessee, 37201.

Being the same property conveyed to Tennessee Medical Association, Inc., by deed from Margaret H. McCutchen, et al of record in Book 4138, page 803, and by deed from J. Malcolm Aste, et al, of record in Book 3869, page 263, Register's Office for Davidson County, Tennessee.

EXHIBIT B

Being a parcel of land in Nashville, First Civil District, Nineteenth Councilmanic District, Davidson County, Tennessee, located in the southeast quadrant of Hayes Street and Louise Avenue being Lot No. 16 and part of Lot No. 17 on the map of Buford's Subdivision of a part of the Elliston Lands as of record in Book 332, page 8, R.O.D.C., and being more particularly described as follows:

BEGINNING at an iron pin at the point of intersection of the southerly margin of Hayes Street and the easterly margin of Louise Avenue;

THENCE, with said southerly margin of Hayes Street N 53° 03' 00" E, 157.50 feet to a point in the centerline of Alley No. 903;

THENCE, leaving said Hayes Street with said Alley centerline S 36° 42' 21" E, 115.00 feet to a point;

THENCE, leaving said centerline alley with the northerly boundary to Lot deeded to Clarence Edmonds, J. Bradbury Reed and Sovran Bank/Central South Bank as Co-Trustees of record in Book 8120, page 147, R.O.D.C., S 53° 03' 00" W, 157.50 feet to an iron pin in the easterly margin of Louise Avenue;

THENCE, with said margin of Louise Avenue N 36° 42' 21" W, 115.00 feet to an iron pin in the southerly margin of Hayes Street, the point of beginning.

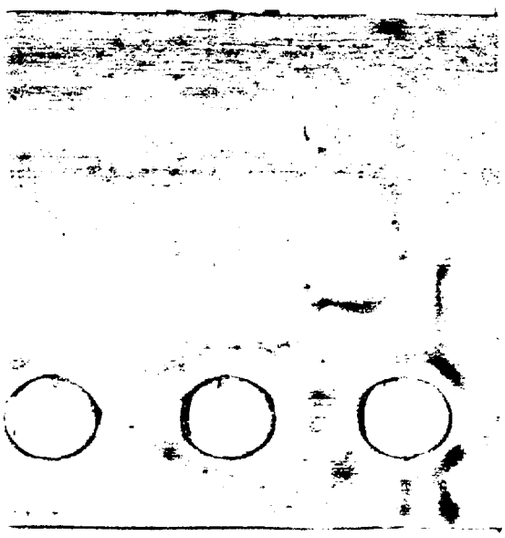
Containing 18,112 square feet or 0.42 acres.

Being the same property conveyed to Tennessee Medical Association Inc., by deed from Margaret H. McCutchen, et al of record in Book 4138, page 803, and by deed from J. Malcolm Aste, et al, of record in Book 3969, page 263, Register's Office for Davidson County, Tennessee and by Bill No. 091-1476 executed by Metropolitan Council.

03116
IDENTIF. TREFERENCE
APR 1 12 50 PM '91
FELIX Z[illegible]
DAVIDSON COUNTY TN.
0785 04/01 0101 03CHECK 1729.00

OFFICIAL RECEIPT

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



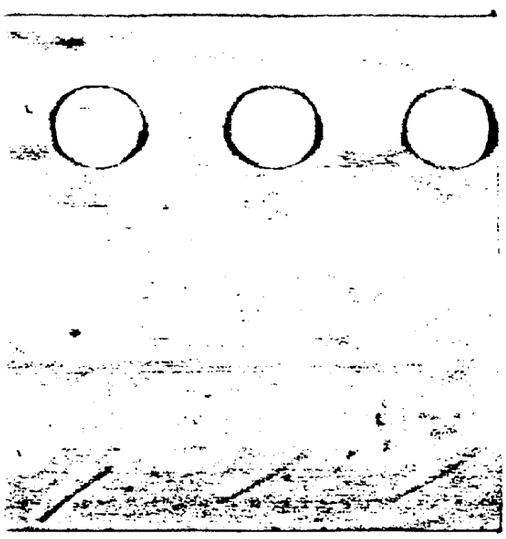
RECEIVED OF _____

FOR _____

BOOK 8320 PAGE 474

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 520000.00
				CON TX 1716.00
				PRFEE 1.00
				WDEED 12.00
				TOTAL 1729.00
				CHECK 1729.00
04/01/91	01			12:50 0001 0785



RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

03116

IDENTIF. REFERENCE

APR 1 12 50 PM '91

FELIX Z. WILSON
DAVIDSON COUNTY TN.

No. 408892