UPON RECORDATION, MAIL THIS INSTRUMENT TO: Altman, Kritzer & Levick, P.C. 6400 Powers Ferry Road, NW Suite 224, Atlanta, Georgia 30339

THIS INSTRUMENT PREPARED BY:
David W. Long, Esquire
Long, Ragsdale & Waters, P. C.
P. O. Box 90384
Knoxville, TN 37990

OWNER NAME/ADDRESS:
Home Depot U.S.A., Inc.
2727 Paces Ferry Road
7th Floor
Atlanta, GA 30339

TAXPAYER NAME/ADDRESS: Same

P/O 142-24
142-25

I, or we, hereby swear or affirm that the actual consideration for this transfer or value of the property transferred, whichever is greater, is $3,945,000.00, which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

H. C. Manigault
Affiant

Subscribed and sworn to before me this 21st day of February, 1991.

Beal Hatfield Bell
Notary Public

My Commission Expires: 5-19-92

o o O o o

WARRANTY DEED
(TENNESSEE)

THIS INDENTURE, made this 21st day of February, 1991, between The Bellevue Galleries, L.P., a Tennessee limited partnership, Grantor, and Home Depot U.S.A., Inc. a Delaware corporation, Grantee.

W I T N E S S E T H:

That Grantor, for and in consideration of the sum of Ten and no/100 Dollars ($10.00) and for good and valuable consideration in hand paid by Grantee, the receipt of which is hereby acknowledged, has granted, bargained, sold and conveyed, and does hereby grant, bargain, sell and convey unto Grantee the following described premises, with the hereditaments and appurtenances thereto belonging or in any wise appertaining, to-wit: Situate in the First Civil District of Davidson County, Tennessee, and being more particularly described on Exhibit "A" attached hereto.

TO HAVE AND TO HOLD the said premises to the said Grantee, its successors and assigns forever.

And Grantor, for itself, its representatives, successors and assigns does hereby covenant with Grantee, its representatives, successors and assigns, that Grantor is lawfully seized in fee simple of the premises herein conveyed; has full power, authority, and right to convey the same; that Grantor will forever warrant and defend the title thereto against the lawful claims of all persons whomsoever; and that such premises are free from all encumbrances except for the encumbrances shown on Exhibit "B" attached hereto.

FELIX Z. [illegible] REGISTER
DAVIDSON COUNTY TN.
APR 3 12 14 PM '91
IDENTIF. REFERENCE
03907

THE PREPARER OF THIS DEED MAKES NO REPRESENTATION AS TO THE STATUS OF TITLE TO THE PROPERTY DESCRIBED ON EXHIBIT "A" HERETO. THIS DEED HAS BEEN PREPARED SOLELY FROM INFORMATION FURNISHED TO THE PREPARER, WHO MAKES NO REPRESENTATION WHATSOEVER.

IN WITNESS WHEREOF, the Grantor has caused this instrument to be executed this the date first above written.

THE BELLEVUE GALLERIES, L.P., a Tennessee limited partnership

By FMP Nashville Bellevue Corporation, General Partner

By A.C. Masingill, Jr.
A.C. Masingill, Jr.,
President

STATE OF TENNESSEE
COUNTY OF KNOX

Before me, Becky Hatfield Britt, of the state and county aforesaid, personally appeared A.C. Masingill, Jr., with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be President of FMP Nashville Bellevue Corporation, a corporation that he acknowledged to be a general partner of The Bellevue Galleries, L.P., the within named bargainor, a Tennessee limited partnership, and that he as such President, executed the foregoing instrument for the purpose therein contained, by signing the name of the partnership by himself as President of the corporation (on behalf of the corporation as general partner of the bargainor).

WITNESS my hand and seal this 21st day of February, 1991.

Becky Hatfield Britt
Notary Public

My commission expires: 5-19-92

EXHIBIT A

Legal Description
Lot 3
Galleries at Bellevue

The following described parcel of land located in the First Civil District of Davidson County, Tennessee: all of Lot 3 of Galleries at Bellevue, a subdivision of Davidson County, Tennessee, bearing subdivision no. 90S-186G, as shown by plat of record in Plat Book 7900, page 272, in the office of the Register of Deeds for Davidson County, Tennessee, more particularly described as follows:

BEGINNING at a concrete monument in the southerly margin of U.S. Highway 70 South, as widened by the above referenced plat, said monument being westerly 1,595 feet from the westerly margin of Sawyer Brown Road;

THENCE, leaving said margin S 34 deg. 55' 51" W, 612.06 feet to a point, the true point of beginning of the herein described parcel;

THENCE, S 34 deg. 55' 51" W, 45.72 feet to an iron pin;

THENCE, S 34 deg. 59' 36" W, 172.35 feet to a concrete monument;

THENCE, S 46 deg. 41' 48" W, 280.29 feet to an old cedar stump;

THENCE, S 57 deg. 33' 03" W, 324.98 feet to an iron pin;

THENCE, N 25 deg. 44' 53" W 319.51 feet to a concrete monument;

THENCE, N 21 deg. 51' W, 213.05 feet to a point;

THENCE, N 57 deg. 33' 03" E, 137.91 feet to a point;

THENCE, N 44 deg. 13' 41" E, 95.00 feet to a point;

THENCE, N 57 deg. 33' 03" E, 110.91 feet to a point;

THENCE, S 40 deg. 11' 17" E, 90.43 feet to a point;

THENCE, N 57 deg. 33' 03" E, 247.54 feet to a point;

THENCE, S 51 deg. 31' 25" E, 53.03 feet to a point;

THENCE, S 53 deg. 51' 55" E, 292.63 feet to the point of beginning.

Containing 335,756 square feet or 7.71 acres, more or less.

BEING part of the property conveyed to Grantor by deeds recorded in Book 7854, pages 602, 604 and 610, in the office of the Register of Deeds for Davidson County, Tennessee.

STATUTORY NOTICES:

1. Surveyor name, address, and license number: Wendell H. Talley, Sr., c/o Barge, Waggoner, Sumner & Cannon, 162 Third Avenue North, Nashville, Tennessee 37201, License No. 785.

2. Property identification information used by the assessor of property: Map 142; Parcel 310.

EXHIBIT B

Permitted Encumbrances

1. Taxes for the year 1991 and subsequent years.

2. Those matters, which are disclosed by plat of record in Plat Book 7900, page 272, in the Davidson County Register's Office, and survey of Barge, Waggoner, Sumner & Cannon, dated March 23, 1990, and last revised March 1, 1991.

3. Easement for public utilities to Harpeth Valley Utilities District of record in Book 6424, Page 130, said Register's Office.

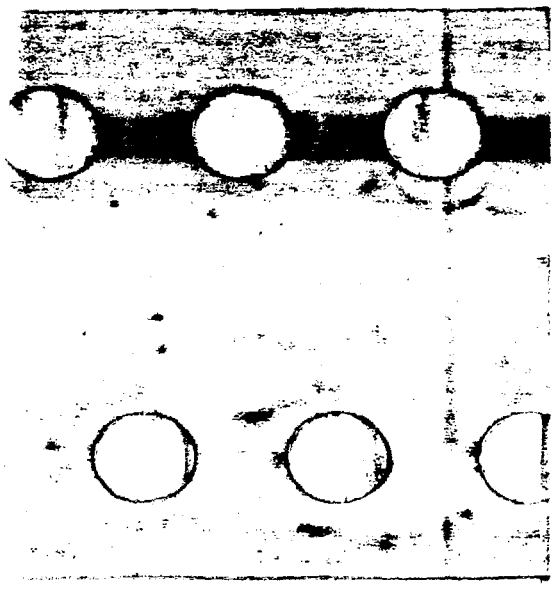
4. TVA Easement pursuant to Declaration of Taking of record in Book 4285, Page 16, and judgment of record in Book 4314, Page 112, said Register's Office.

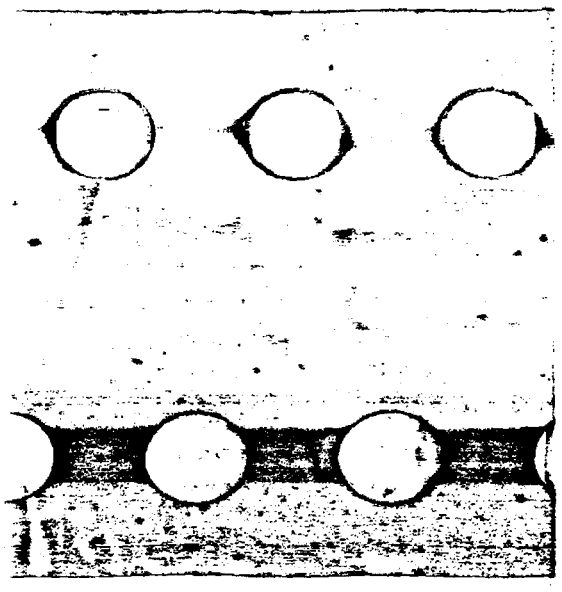
5. Joint Access and Utility Easement of record in Book 8293, Page 3, said Register's Office, as amended.

6. Easement for transmission lines to United States of America of record in Book 2249, Page 83, and in Book 4278, Page 545, said Register's Office.

7. Agreements for Dedication of Easements for Sanitary Sewers of record in Book 6673, Page 43, in Book 6673, Page 45, and in Book 6673, Page 47, said Register's Office.

1653 04/03 0101 03CHECK 13031.50





OFFICIAL RECEIPT

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

RECEIVED OF _____

FOR _____

BOOK 8323 PAGE 182

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
3945000.00
CON TX 13018.50
PRFEE 1.00
WDEED 12.00
TOTAL 13031.50
CHECK 13031.50

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK 0001 1653

039072

IDENTIF. REFERENCE

APR 3 12 14 PM '91

FELIX Z. WILSON REGISTER
DAVIDSON COUNTY TN.

No. 409756