THIS INSTRUMENT PREPARED BY:
Sherrard & Roe
424 Church Street, Suite 2000
Nashville, TN 37219

BOOK 8680 PAGE 633

GENERAL WARRANTY DEED

Address New Owner as Follows:	Send Tax Bills To:	Map/Parcel No.
Gainsborough Corporation c/o One First Union Center, TW-11 301 South College Street Charlotte, North Carolina 28288-0659 Attention: Thomas H. Speed	Owner	Map 147 Parcel 38

FOR AND IN CONSIDERATION of the sum of Ten Dollars ($10.00) and other good and valuable consideration, Harding Mall Venture, L.P., a Virginia limited partnership (hereinafter referred to as the "Grantor"), has bargained and sold, and does hereby transfer and convey unto Gainsborough Corporation, a North Carolina corporation (hereinafter referred to as the "Grantee"), and to Grantee's successors, heirs and assigns, certain real estate in Davidson County, Tennessee, as follows:

All that certain tract or parcel of land, with all improvements thereon and appurtenances thereto belonging, lying, being and situated in the 30th Councilmanic District of Nashville, Davidson County, Tennessee, as more particularly shown on plat of survey made by The Edge Group, Engineering, Design & Geosciences Group, Inc., dated August 12, 1988 revised November 14, 1988 and entitled "BOUNDARY SURVEY OF HARDING MALL PROPERTY 30TH COUNCILMANIC DISTRICT NASHVILLE, DAVIDSON COUNTY, TENNESSEE" and with reference to such plat (which is being recorded in the office of the Register of Deeds in Davidson County, Tennessee), said real estate is more particularly described as follows:

BEGINNING at an "x" marked in concrete in the easterly right-of-way of Nolensville Pike, said point also being the southwesterly corner of Pearl Vision Center, Inc., as of record in Deed Book 5941, Page 993, R.O.D.C.; thence with the southerly line of said tract N 79° 20' 50" E, a distance of 126.05 feet to an existing iron rod; thence with the easterly line of said tract N 10° 37' 23" W, a distance of 149.71 feet to an existing iron rod in the southerly right-of-way of Welch Road; thence with said right-of-way line S 82° 13' 35" E, a distance of 458.12 feet to an iron pin set; thence with a curve to the right, said curve having a central angle of 01° 28' 00", a radius of 4,773.52 feet, an arc length of 122.19 feet, and a chord bearing and distance of S 81° 29' 35" E 122.19 feet to an iron pin set; thence S 80° 45' 37" E a distance of 267.83 feet to a point in the center of Seven Mile Creek, said point also being the northwesterly corner of Lot 19 on the plan of Herbert Heights Section One, as of record in Plat Book 3500, Page 28, R.O.D.C.; thence with the center of said creek

S 25° 05' 20" E, a distance of 117.00 feet to a point; thence S 13° 28' 20" E, a distance of 55.00 feet to a point; thence S 00° 20' 30" W, a distance of 109.00 feet to a point; thence S 24° 41' 20" W, a distance of 125.00 feet to a point; thence S 17° 49' 00" W, a distance of 102.00 feet to a point; thence S 15° 14' 10" W, a distance of 69.00 feet to a point; thence S 19° 50' 30" W, a distance of 60.00 feet to a point; thence S 07° 34' 30" W, a distance of 63.51 feet to a point at the southwesterly corner of Lot 12 on the plan of Herbert Heights, Section II, as recorded in Plat Book 3500, Page 83, R.O.D.C.; thence, leaving said Creek with the southerly line of said subdivision S 80° 05' 23" E, a distance of 369.94 feet to an existing iron rod, said iron rod being the northwesterly corner of the Dejongh Franklin Tract as recorded in Deed Book 5990, Page 243, R.O.D.C., thence with the westerly line of said tract S 09° 51' 23" E, a distance of 215.23 feet to an iron pin set in the northerly right-of-way of Harding Place; thence along said right-of-way with a curve to the left, said curve having a central angle of 15° 21' 02", a radius of 1,472.39 feet, an arc length of 394.48 feet, and a chord bearing and distance of S 82° 33' 37" W, 393.30 feet to an iron pin set; thence S 74° 53' 06" W, a distance of 299.40 feet to iron pin set; thence N 15° 06' 55" W, a distance of 10.00 feet to an iron pin set; thence S 74° 53' 06" W, a distance of 238.70 feet to an iron pin set; thence with a curve to the right, said curve having a radius of 150.00 feet, an arc length of 181.44 feet, and a chord bearing and distance of N 70° 27' 47" W, 170.58 feet to an iron pin set in the easterly right-of-way line of Nolensville Pike; thence with said right-of-way line N 10° 51' 37" W, a distance of 1,036.52 feet to the point of beginning, containing 23.621 acres, more or less.

BEING the same property conveyed by Harding Mall Associates, Ltd. to Harding Mall Venture, L.P., by Warranty Deed dated November 30, 1988, recorded on December 1, 1988 at Warranty Deed Book 7716, Page 125, in the Office of the Register of Deeds of Davidson County, Tennessee.

TO HAVE AND TO HOLD the Property with the appurtenances, estate, title and interest belonging to the Grantee, and to the Grantee's successors, heirs and assigns forever. Grantor covenants that it is lawfully seized and possessed of the Property in fee simple, has a good right to convey it, and that the same is unencumbered, except for the following:

1. Davidson County realty taxes not yet due and payable which Grantee assumes and agrees to pay.

2. All other matters of record as may affect the Property.

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

WITNESS our hands as of the 30th day of April, 1991.

HARDING MALL VENTURE, L.P.,
a Virginia limited partnership

By: _____
Robert R. Brown, General Partner

By: _____
R. G. Moore, General Partner

By: _____
David E. Miller, General Partner

STATE OF VIRGINIA)
)
CITY OF NORFOLK)

Before me, Gloria A Cerrati, a Notary Public in and for the City and State aforesaid, personally appeared Robert R. Brown, 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 General Partner of Harding Mall Venture, L.P., the within named bargainor, a limited partnership and that he as General Partner, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the limited partnership by himself as General Partner.

Witness my hand and seal, at office in Norfolk, Virginia, this 1st day of May, 1991.

_____
Notary Public

My Commission Expires:
5-29-93

STATE OF VIRGINIA)
)
CITY OF NORFOLK)

Before me, Carma L. Boswell, a Notary Public in and for the City and State aforesaid, personally appeared R. G. Moore, 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 General Partner of Harding Mall Venture, L.P., the within named bargainor, a limited partnership and that he as General Partner, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the limited partnership by himself as General Partner.

Witness my hand and seal, at office in Norfolk, Virginia, this 1st day of May, 1991.

Carma L. Boswell
Notary Public

My Commission Expires:
April 3, 1992

STATE OF VIRGINIA)
)
CITY OF NORFOLK)

Before me, Gloria A Cerrasi, a Notary Public in and for the City and State aforesaid, personally appeared David E. Miller, 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 General Partner of Harding Mall Venture, L.P., the within named bargainor, a limited partnership and that he as General Partner, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the limited partnership by himself as General Partner.

Witness my hand and seal, at office in Norfolk, Virginia, this 1st day of May, 1991.

Gloria A Cerrasi
Notary Public

My Commission Expires:
5-29-93

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

The actual consideration or value whichever is greater for this transfer is $14,000,000.00.

John H. Roe, Jr.
Affiant

Subscribed and sworn to before me, as of the 21st day of July, 1992.

Rita McQuerry
Notary Public

My Commission Expires:
3-27-93

29278

IDENTIF. TREFERENCE

JUL 21 2 27 PM '92

FELIX P. ELLIS REGISTER
DAVIDSON COUNTY TN.

7497 07/21 0101 03CHECK 51831.00



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

RECEIVED OF _____

FOR _____

BOOK 8680 PAGE 638

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

Conv. amt. 14,000,000.00

CON TX 51800.00
PRFEE 1.00
WDEED 2.00
~~TOTAL 51803.00~~

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

07/21/92 01 14:29 0001 7487

VOID
WDEED 2.00-
WDEED 20.00
~~TOTAL 18.00~~
~~CHECK 18.00~~

07/21/92 01 14:30 0001 7488

TOTAL 51,321.00

No. 552203

IDENTIF. REFERENCE

JUL 21 2 27 PM '92

FELIX Z. WILSON, II REGISTER
DAVIDSON COUNTY TN.

2 9 2 7 8