Address New Owner:	Map-Parcel Numbers:	Send Tax Bills To:
Fleming & Wilkinson Properties 802 River Run Clarksville, TN 37043	34-15-40	Same

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

SPECIAL 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, **NORTHGATE BUSINESS PARK ASSOCIATES**, an Indiana limited partnership (the "Grantor") has bargained and sold, and by these presents transfers and conveys to **FLEMING & WILKINSON PROPERTIES**, a Tennessee general partnership (the "Grantee"), Grantee's successors and assigns, certain land in Davidson County, State of Tennessee, being more particularly described as follows (the "Property"):

> Land in Davidson County, Tennessee, being Lot No. 12 on the Plan of Resubdivision of Lot No. 12, Northgate Business Park, of record in Book 7900, page 421, Register's Office for Davidson County, Tennnessee to which plan reference is hereby made for a more accurate description of said lot.
>
> Being a portion of the property conveyed to Northgate Business Park Associates, an Indiana limited partnership by deed from Space Park Properties, Ltd., a Tennessee limited partnership by deed of record in Book 7491, page 509, Register's Office for Davidson County, Tennessee.

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 and shall be paid by Grantor.

2. Declaration of Protective Covenants contained in instrument of record in Book 7687, page 513, Register's Office for Davidson County, Tennessee.

3. All matters shown on the Plan of Resudivision of Lot No. 12, Northgate Business Park, of record in

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $40,000.00 .

Affiant

Subscribed and sworn to before me this 4th day of September, 1992.

Notary Public
My Commission Expires: 1/22/95

4361-3

IDENTIFICATION REFERENCE

SEP 4 4 15 PM '92

ELVIA Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

Book 7900, page 421, Register's Office for Davidson County, Tennessee.

This is unimproved property, known as Lot 12 on the Plan of Resubdivision of Lot 12, Northgate Business Park, Nashville, Davidson County, 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 the Property is free from all encumbrances made or suffered by Grantor, except to the extent otherwise set forth herein.

Grantor further covenants and binds itself, its successors and assigns, to warrant and forever defend the title to the Property to the Grantee, Grantee's successors and assigns against the lawful claims of all persons whomsoever claiming by, through or under Grantor, but not further or otherwise.

IN WITNESS WHEREOF, the Grantor has executed this Deed this 4th day of September, 1992.

NORTHGATE BUSINESS PARK ASSOCIATES,
an Indiana limited partnership

By: _____
Thomas C. Gibson, Managing
General Partner

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Personally appeared before me, John R. Haynes, a Notary Public in and for the State and County aforesid, Thomas C. Gibson, with whom I am personally acquainted, who acknowledged that he executed the foregoing instrument for the purposes therein contained, and who further acknowledged that he is Managing General Partner of NORTHGATE BUSINESS PARK ASSOCIATES, an Indiana limited partnership, and is authorized to execute the foregoing instrument on behalf of said limited partnership.

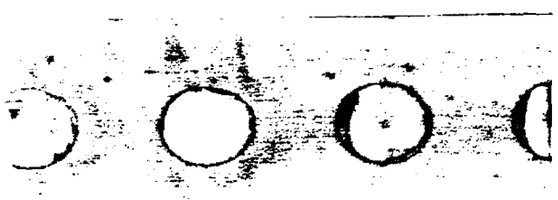
WITNESS my hand, at office, this 4th day of September, 1992.

_____
Notary Public

My Commission Expires: 11/25/95

wp:lblNGswd

4230 09/04 0101 03CHECK 157-00



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

RECEIVED OF _____

FOR _____

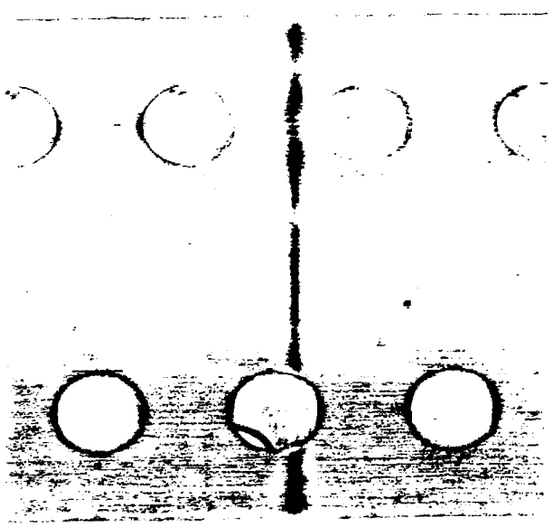
BOOK 8723 PAGE 617



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 40000.00
				CON TX 148.00
				PRFEE 1.00
				WDEED 8.00
				TOTAL 157.00
				CHECK 157.00
09/04/92	01			16:15 0001 4230

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK



4361.3

IDENTIFICATION REFERENCE

SEP 4 4 15 PM '92

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 567906