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FROM

COMMERCE PLACE VENTURE

TO

METROPOLITAN LIFE INSURANCE COMPANY

3329 11/04 0101 03CHECK 12.00

IDENTIFI REFERENCE;

Nov 4 4 07 PM '92

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

QUITCLAIM DEED

Name and Address of Property Owner:	Name and Address of Person or Entity Responsible for Payment of Real Property Taxes:	Map Parcel Numbers:
COMMERCE PLACE VENTURE c/o Carter-Fleming & Associates NationsBank Plaza 414 Union Street Suite 1400 Nashville, Tennessee 37219-1771	METROPOLITAN LIFE INSURANCE COMPANY One Madison Avenue New York, New York 10010	93-02-3-188, 06W04945

This Instrument was Prepared By:

Neal Dodell, Esquire
Metropolitan Life Insurance Company
303 Perimeter Center North
Suite 600
Atlanta, Georgia 30346

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The Actual Consideration for this Transfer is $0.00

Victor W. Turney VICE PRESIDENT
Affiant METROPOLITAN LIFE INSURANCE COMPANY

Subscribed and Sworn to Before Me, This the 3rd day of November, 1992.

Julie O'Kelley
Notary Public
My Commission Expires: 8/14/96

(Affix Seal)

Commerce Place Venture hereby quitclaims to Metropolitan Life Insurance Company, all of its interest in the following land:

SEE EXHIBIT "A" ATTACHED HERETO AND BY THIS REFERENCE MADE A PART HEREOF

This is improved property, known as NationsBank Plaza, Nashville, Tennessee.

Witness our hands this 16TH day of October, 1992.

COMMERCE PLACE VENTURE, a Tennessee joint venture:

METROPOLITAN LIFE INSURANCE COMPANY, Venturer — By: Victor W. Turney Its: VICE PRESIDENT

COMMERCE PLACE COMPANY, Venturer — By: John W. Carter

CCA PROPERTY COMPANY NO. 16, LTD., Venturer — By: James B. Cox

STATE OF GEORGIA
COUNTY OF DEKALB

Personally appeared before me, VICTOR W. TURNER, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purpose therein contained, and who further acknowledged that he is the VICE PRESIDENT of Metropolitan Life Insurance Company, a general partner of Commerce Place Venture, a Tennessee general partnership, the Assignor, and is authorized by the Assignor to execute this instrument on behalf of Assignor.

Witness my hand, at office, this 3rd day of NOVEMBER, 1992.

NOTARY PUBLIC
My Commission Expires: October 30, 1996

(NOTARIAL SEAL)

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Personally appeared before me, John W. Cantrell, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purpose therein contained, and who further acknowledged that he is the Vice President of Commerce Place Company, a general partner of Commerce Place Venture, a Tennessee general partnership, the Assignor, and is authorized by the Assignor to execute this instrument on behalf of Assignor.

Witness my hand, at office, this 16th day of October, 1992.

Rhonda M. Faradji
NOTARY PUBLIC
My Commission Expires: 3/26/94

(NOTARIAL SEAL)

STATE OF Georgia
COUNTY OF Fulton

Personally appeared before me, James B Creson Jr, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purpose therein contained, and who further acknowledged that he is the General Partner of CCA Property Company No. 16, Ltd., a general partner of Commerce Place Venture, a Tennessee general partnership, the Assignor, and is authorized by the Assignor to execute this instrument on behalf of Assignor.

Witness my hand, at office, this 30 day of October, 1992.

Lilly B. Griffith
NOTARY PUBLIC
My Commission Expires:

(NOTARIAL SEAL)

Notary Public, Cobb County, Georgia
My Commission Expires November 17, 1994

EXHIBIT "A"

All that tract or parcel of land lying and being in the City of Nashville, County of Davidson, State of Tennessee, and being more particularly described as follows:

BEGINNING at an iron pin set at Coordinates North 646,151.41, East 1,769,454.77, Tennessee State Plane Coordinate System, in the intersection formed by the northeast line of the right-of-way of Fifth Avenue North (being a right-of-way 64.00 feet in width) and the northwest line of the right-of-way of Union Street (being at such point a right-of-way 54.90 feet in width) and running thence north 27 degrees 13 minutes 06 seconds west along the northeast line of the right-of-way of Fifth Avenue North a distance of 230.12 feet to an iron pin set at Coordinates North 646,356.05, East 1,769,349.51, Tennessee State Plane Coordinate System, in the intersection formed by the northeast line of the right-of-way of Fifth Avenue North and the southeast line of the right-of-way of Deaderick Street (being a right-of-way 112.00 feet in width); running thence north 62 degrees 48 minutes 35 seconds east along the southeast line of the right-of-way of Deaderick Street a distance of 63.0 feet to a point; running thence south 27 degrees 11 minutes 25 seconds east a distance of 17.75 feet to a point; running thence south 72 degrees 11 minutes 25 seconds east a distance of 284.61 feet to a point; running thence south 27 degrees 37 minutes 02 seconds east a distance of 8.90 feet to a point on the northwest line of the right-of-way of Union Street; running thence south 62 degrees 19 minutes 38 seconds west along the northwest line of the right-of-way of Union Street a distance of 264.20 feet to the POINT OF BEGINNING; being property depicted as 36,677 square feet or 0.84 acre, more or less, and designated as "PHASE I", on that certain blueprint of survey, to which reference is made for all purposes, entitled "COMMERCE UNION BANK/BLOCK 'E'", prepared by Barge, Waggoner, Sumner and Cannon, Inc., bearing the certification of Wendell H. Talley, Sr., Tennessee Licensed Surveyor No. 785, designated as File No. 3305-07, dated November 30, 1977.

Being the same property conveyed to Commerce Place Venture, a joint venture formed pursuant to the Laws of the State of Tennessee by deed from Commerce Place Company, a Tennessee Corporation of record in Book 5995, page 679, Register's Office for Davidson County, Tennessee.

RECORDERS MEMO
LEGIBILITY OF WRITING, TYPING OR PRINTING IN
THIS DOCUMENT UNSATISFACTORY WHEN RECEIVED