SPECIAL WARRANTY DEED

FROM
.. Fountain Square Joint Venture
.....
TO
.. Amulet Associates, L.P. .....
.....

For draftsman's use
THIS INSTRUMENT PREPARED BY:
BURT BRUTON, ESQ.
GREENBERG, TRAURIG, HOFFMAN, ET AL.
1221 BRICKELL AVENUE
MIAMI, FLORIDA 33131

ADDRESS NEW OWNER(S) AS FOLLOWS:	SEND TAX BILLS TO:	MAP PARCEL NUMBERS
Amulet Associates, L.P. 2214 Metro Center Boulevard Nashville 37228 TN Suite 110	Amulet Associates, L.P. c/o Kellogg Properties 40 West 57 Street New York NY 10019	Tract 28 Sect II, Metro Center Book 7900 Page 409

25753

IDENTIFICATION REFERENCE

(FOR REGISTER'S USE)
JUN 2 11 50 AM '93
ALEX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

STATE OF ~~TENNESSEE~~ New York
COUNTY OF ~~DAVIDSON~~ New York
THE ACTUAL CONSIDERATION OR VALUE, WHICHEVER IS GREATER, FOR THIS TRANSFER IS $500,000.00.

Affiant

SUBSCRIBED AND SWORN TO BEFORE ME, THIS THE 28th DAY OF MAY, 1993.

Grace C. Ledda
Notary Public

MY COMMISSION EXPIRES: 7/9/94
(AFFIX SEAL)

GRACE C. LEDDA
Notary Public, State of New York
No. 31-4988982
Qualified in New York County
Commission Expires July 9, 1994

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 of which is hereby acknowledged, **FOUNTAIN SQUARE JOINT VENTURE**, a Tennessee general partnership ("**Grantor**") has bargained and sold, and by these presents does transfer and convey unto **AMULET ASSOCIATES, L.P.**, a Tennessee Limited Partnership ("**Grantee**"), its successors and assigns, a certain tract or parcel of land in Davidson County, Tennessee, described on Exhibit "A" attached hereto (the "**Premises**").

TO HAVE AND TO HOLD the Premises with the appurtenances, heriditaments, estate, title, and interest thereunto belonging, to Grantee, its successors and assigns, forever. Grantor covenants that, subject to the matters set forth on Exhibit "B" attached hereto, Grantor is lawfully seized and possessed of the Premises in fee simple, has good right to convey it, and that the same is unencumbered.

GRANTOR FURTHER COVENANTS and binds itself and its successors to warrant specially and forever defend the title and quiet possession to the Premises to Grantee, its successors and assigns, against the lawful claims of all persons claiming through or under Grantor (except for claims arising out of the matters set forth on Exhibit "B" attached hereto), but not further or otherwise.

WITNESS our hands and seals this 28th day of May, 1993.

Signed, sealed and delivered in the presence of these witnesses:

Witness: _____
Print Name: John E. Webster

Witness: _____
Print Name: Gary L. Fabris

FOUNTAIN SQUARE JOINT VENTURE, a Tennessee general partnership

BY: THF NASHVILLE, INC., a Tennessee corporation, partner

By: _____
Print Name: T. S. Holdroyd
Title: Vice President

2411 06/02 0101 03CHECK 1867.00

6TH\GRTEGAA\117197.1\06/19/93

STATE OF GEORGIA
COUNTY OF DeKalb

Before me, Phyllis K. Foreman, a notary public in and for the state and county aforesaid, personally appeared T. S. Holdroyd, with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence to be the person described in the foregoing instrument, and who, upon oath, acknowledged himself to be the Vice President of THF NASHVILLE, INC., a Tennessee Corporation, the within named bargainor, and that he as such Vice President being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of the corporation, THF NASHVILLE, INC., by himself as such Vice President.

Witness my hand and official seal at office in Atlanta, Georgia, ~~County~~, Georgia, this 26 day of May, 1993.

Phyllis K. Foreman
Notary Public

Commission Expires:
Notary Public, DeKalb County, Georgia
My Commission Expires April 28, 1997

Signed, sealed and delivered in the presence of these witnesses:

FOUNTAIN SQUARE JOINT VENTURE, a Tennessee general partnership

BY: FOUNTAIN SQUARE CORPORATION OF MARYLAND, a Maryland corporation f/k/a FOUNTAIN SQUARE CORPORATION, ~~partner~~

By: _____
Print Name: R. B. Diffenderffer, Jr.
Title: Vice President

Witness: _____
Print Name: J. Richard Saas

Witness: Carol L. Lawrence
Print Name: CAROL L. LAWRENCE

STATE OF MARYLAND
~~COUNTY~~ OF BALTIMORE CITY

Before me, CAROL L. LAWRENCE, a notary public in and for the state ~~and county~~ aforesaid, personally appeared R. B. DIFFENDERFFER, JR., with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence to be the person described in the foregoing instrument, and who, upon oath, acknowledged himself to be the VICE PRESIDENT of FOUNTAIN SQUARE CORPORATION OF MARYLAND, a Maryland Corporation f/k/a FOUNTAIN SQUARE CORPORATION, the within named bargainor, and that he as such VICE PRESIDENT being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of the corporation, FOUNTAIN SQUARE CORPORATION OF MARYLAND, by himself as such VICE PRESIDENT.

Witness my hand and official seal at office in BALTIMORE, MARYLAND, ~~County, Georgia~~, this 25th day of May, 1993.

Carol L. Lawrence
Notary Public
Commissioned as
Carol L. Neuenschwander

Commission Expires:
3/1/94

NOTARY PUBLIC — ANNE ARUNDEL COUNTY — NEUENSCHWANDER

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

GTH\ORTEGAA\117197.1\06/12/93

EXHIBIT A

LEGAL DESCRIPTION

Tract 28
MetroCenter
Nashville, TN

Being a parcel of land in Nashville, First Civil District, Twentieth Councilmanic District, Davidson County, Tennessee, located in the northwesterly quadrant of the intersection of Metro Center Boulevard and Athens Way, being Tract No. 28, as shown on the plan of the Third Revision, Resubdivision of Tract 28, Section II, MetroCenter as of record in Book 7900 Page 409, R.O.D.C., and being more particularly described as follows:

BEGINNING at a lead plug in the northerly right-of-way line of MetroCenter Boulevard, said plug being at the westerly terminus of a curve return to the westerly right-of-way line of Athens Way;

THENCE, with said northerly right-of-way line, the following calls:

N 79° 00' 28" W, 3.70 feet to a lead plug;

With a curve to the left 16.50 feet to a lead plug, said curve having a central angle of 00° 42' 45", a radius of 1,326.24 feet, a tangent of 8.25 feet, and a chord of N 79° 21' 53" W, 16.50 feet;

N 79° 43' 21" W, 1,029.89 feet to a lead plug;

THENCE, leaving said line with the easterly line of Tract No. 28A as shown on said plan of Resubdivision, N 10° 10' 13" E, 931.99 feet to a point in southerly line of Tract No. 31 as shown on the plan of Second Revision, Resubdivision of Tracts 28 and 31, Section II, MetroCenter, as of record in Book 7900, Page 366, R.O.D.C.;

THENCE, with said line N 89° 03' 14" E, 217.84 feet to a point in the westerly line of Tract No. 36 as shown on the plan of MetroCenter, Section II, as of record in Book 5200, Page 237, R.O.D.C.;

THENCE, with said line S 37° 13' 44" E, 246.67 feet to a point;

THENCE, with the southerly line of Tract No. 18 as shown on the plan of MetroCenter Tract 18, as of record in Book 5210, Page 50, R.O.D.C., S 64° 01' 02" E, 952.42 feet to an iron pin in the westerly right-of-way line to Athens Way;

THENCE, with said right-of-way line the following calls:

With a curve to the right 119.88 feet to an iron pin, said curve having a central angle of 03° 40' 38", a radius of 1,867.86 feet, a tangent of 59.96 feet and a chord of S 41° 20' 28" W, 119.85 feet;

S 43° 10' 48" W, 107.46 feet to an iron pin;

With a curve to the left 268.83 feet to an iron pin, said curve having a central angle of 28° 25' 06", a radius of 542.00 feet, a tangent of 137.24 feet and a chord of S 28° 58' 15" W, 266.08 feet;

S 14° 45' 42" W, 59.27 feet to an iron pin;

With a curve to the right 75.24 feet to the point of beginning with curve having a central angle of 86° 13' 32", radius of 50.00 feet, a tangent of 46.81 feet, and a chord of S 57° 52' 37" W, 68.34 feet;

Containing 909,598 square feet or 20.88 acres, more or less.

PERMITTED EXCEPTIONS FOR TRACT 28

1. Metropolitan Government Taxes for 1993, which are not yet due and payable and subsequent years.

2. Metropolitan Government easement for the operation and maintenance of a flood control levee and outlet works, including retention lakes (Lake Metrocenter) and drainage canals.

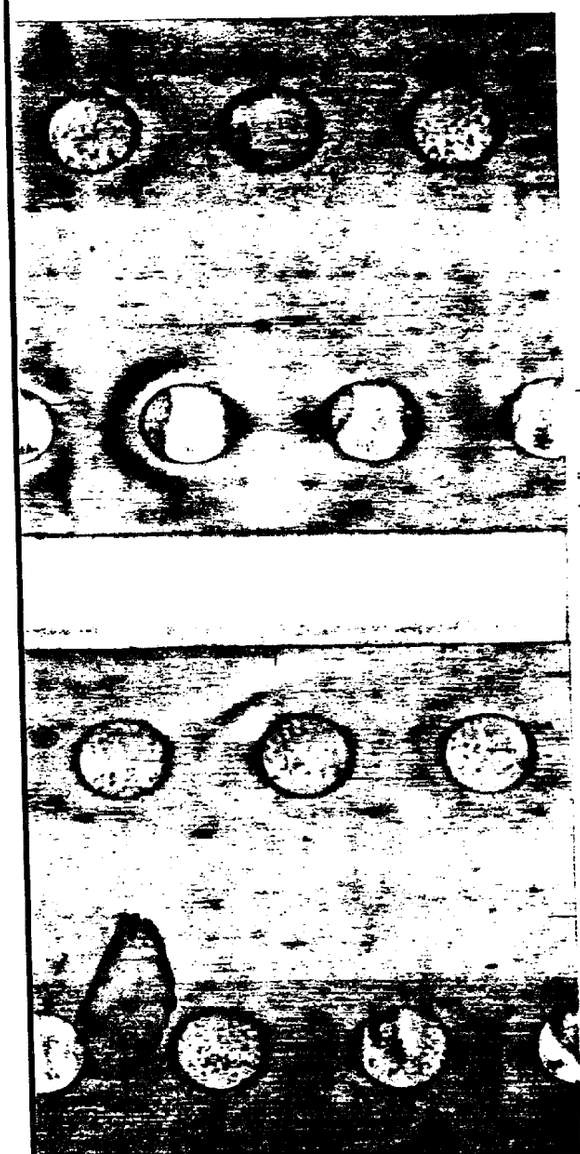
3. A 20-foot sanitary sewer easement of record in Book 4675, Page 48, Register's Office for Davidson County, Tennessee.

4. **Restrictive Covenants - Metrocenter** of record in Book 5242, Page 389 (as made applicable to other lands by **Restrictive Covenants - Metrocenter** of record in Book 5419, Page 436), as modified in **Modification to Restrictive Covenants - Metrocenter** Properties of record in Book 5792, Page 787; **restrictions against competing hotels or motels in Memorandum of Lease of record in Book 5225, Page 112, and in Exclusive Covenant - Metrocenter Properties** of record in Book 5225, Page 120; and restrictions in **Declaration** of record in Book 7012, Page 61, Register's Office for Davidson County, Tennessee (PROVIDED, HOWEVER, that the right of repurchase in favor of Metrocenter Properties as set forth in Book 5242, Page 393 is NOT a permitted exception and has been released by instrument of record in Book 8064, page 560).

5. **Declaration of Agreements, Charges, Assessments and Liens for Metrocenter Business Park**, of record in Book 7487, Page 952, Register's Office for Davidson County, Tennessee.

6. The plan of record in Book 7900, Page 409, Register's Office for Davidson County, Tennessee, which shows a minimum setback line to be determined by Metropolitan Davidson County Zoning Regulations and a 20 foot easement for public utility purposes across the first portion of said lot and 10 foot S.C.B. easement along a portion of the westerly line of said lot and a 30 foot drainage easement across a portion of the southeasterly portion of said lot.

7. **Declaration of Covenants, Conditions, Restrictions and Easements** dated March 10, 1993, made by Fountain Square Joint Venture as declarant, of record in Book 8884, Page 775, Register's Office for Davidson County, Tennessee.



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

RECEIVED OF _____

FOR _____

BOOK 8967 PAGE 806

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 500000.00
CON TX 1850.00
PRFEE 1.00
WDEED 16.00
TOTAL 1867.00
CHECK 1867.00

06/02/93 01 11:53:0001 2411

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

25753

IDENTIFICATION REFERENCE

JUN 2 11 50 AM '93

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 657771