Box 35
270890 CTIC

SPECIAL WARRANTY DEED

For draftsman's use
THIS INSTRUMENT PREPARED BY:
AILEEN ORTEGA, ATTORNEY AT LAW
GREENBERG, TRAURIG, HOFFMAN, ET AL.
1221 BRICKELL AVENUE
MIAMI, FLORIDA 33131

BOOK 9100 PAGE 364

FROM
Fountain Square Joint Venture

TO
Five Star Investments, L.P.

ADDRESS NEW OWNER(S) AS FOLLOWS:	SEND TAX BILLS TO:	MAP PARCEL NUMBERS
Five Star Investments, L.P. (NAME)	SAME (NAME)	70 - 11
Post Office Box 111269 (STREET ADDRESS)	(STREET ADDRESS)	7
(CITY) Nashville (STATE) TN. 37222-1269 (ZIP)	(CITY) (STATE) (ZIP)	

(FOR REGISTER'S USE)

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)
THE ACTUAL CONSIDERATION OR VALUE, WHICHEVER IS GREATER, FOR THIS TRANSFER IS $263,000.00.

AFFIANT

SUBSCRIBED AND SWORN TO BEFORE ME, THIS THE 1st DAY OF October, 1993.

NOTARY PUBLIC

MY COMMISSION EXPIRES: 3-4-95
(AFFIX SEAL)

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 **FIVE STAR INVESTMENTS, 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 27 day of September, 1993.

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

Witness: _____
Print Name: Carmen J. Malizia

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: Timothy S. Haddad
Title: Vice President

69372
IDENTIFICATION REFERENCE
93 OCT -1 PM 2:00
REGISTER

6770 10/01 0101 03CHECK 994.10

STATE OF GEORGIA
COUNTY OF Fulton

Before me, S. Miolla, a notary public in and for the state and county aforesaid, personally appeared Tim S. Holroyd, 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 Fulton, _____ County, Georgia, this 27th day of September, 1993.

S. MIOLLA NOTARY PUBLIC

x S. Miolla
Notary Public

Commission Expires:

2/15/94

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

Witness:_____
Print Name:

By:_____
Print Name:
Title:

Witness:_____
Print Name:

STATE OF MARYLAND
COUNTY OF _____

Before me, _____, a notary public in and for the state and county aforesaid, personally appeared _____, 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 _____ of FOUNTAIN SQUARE CORPORATION OF MARYLAND, a Maryland Corporation f/k/a FOUNTAIN SQUARE CORPORATION, the within named bargainor, and that he as such _____ 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 _____.

Witness my hand and official seal at office in _____, _____ County, Maryland, this _____ day of September, 1993.

_____
Notary Public

Commission Expires:

_____

STATE OF GEORGIA
COUNTY OF _____

BOOK 9100 PAGE 366

Before me, _____, a notary public in and for the state and county aforesaid, personally appeared _____, 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 _____ of THF NASHVILLE, INC., a Tennessee Corporation, the within named bargainor, and that he as such _____ 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 _____.

Witness my hand and official seal at office in _____, _____ County, Georgia, this _____ day of September, 1993.

_____
Notary Public

Commission Expires:

_____

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

Witness: _____
Print Name: Dennis M. Miller

By: _____
Print Name: Turner B. Smith
Title: President

Witness: _____
Print Name: Susan J Reif

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

STATE OF MARYLAND
CITY~~COUNTY~~ OF BALTIMORE

Before me, Karan J. Cook, a notary public in and for the state and county aforesaid, personally appeared Turner B. Smith, 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 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 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 President.

Witness my hand and official seal at office in Baltimore City ~~County~~, Maryland, this 25th day of September, 1993.

Karan J Cook
Notary Public

Commission Expires:
2/4/97

STATE OF MARYLAND
NOTARY PUBLIC
ANNE ARUNDEL

EXHIBIT "A"

DESCRIPTION OF PROPERTY BOOK 9100 PAGE 367

LOT 37P

Being a parcel of land in Nashville, First Civil District, Twentieth Councilmanic District, Davidson County, Tennessee, located on the southerly side of Mainstream Drive, west of Great Circle Road, being Tract No. 37P as shown on the plan of Section Sixteen, Metrocenter as of record in Book 5190, Page 520, R.O.D.C., and being more particularly described as follows:

BEGINNING at a concrete monument in the southerly right-of-way line of Mainstream Drive, said monument being westerly 730.06 feet from the centerline of Great Circle Road;

THENCE, leaving said right-of-way line with the westerly line of Tract No. 33 as shown on the plan of Section II, Metrocenter as of record in Book 5200, Page 237, R.O.D.C., S 22 ° 38' W, 306.43 feet to a point;

THENCE, leaving said line with the northerly line of property conveyed to the Metropolitan Government of Nashville and Davidson County, Tennessee by deed of record in Book 5588, Page 393, R.O.D.C., S 78 ° 40' W, 437.80 feet to a point;

THENCE, leaving said line with the easterly line of Tract No. 37H, as shown on the aforementioned plan of Section Sixteen, Metrocenter, N 20 ° 33' W, 248.56 feet to a point in the southerly right-of-way line of Mainstream Drive;

THENCE, with said line N 65 ° 52' 20" E, 198.98 feet to a point;

THENCE, continuing with said line with a curve to the right 463.11 feet to the point of beginning, said curve having a central angle of 34 ° 27' 35", a radius of 770.00 feet, a tangent of 238.79 feet and a chord of N 83 ° 06' 08" E, 456.16 feet.

Containing 159,402 square feet or 3.66 acres more or less.

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

EXHIBIT "B"

PERMITTED EXCEPTIONS BOOK 9100 PAGE 368

LOT 37P

Metropolitan Government easement for operation and maintenance of flood control levee and outlet works, including retention lakes (Lake Metrocenter and Amulet Lake) and drainage canals as contained in Metro Council Bill No. 73-608.

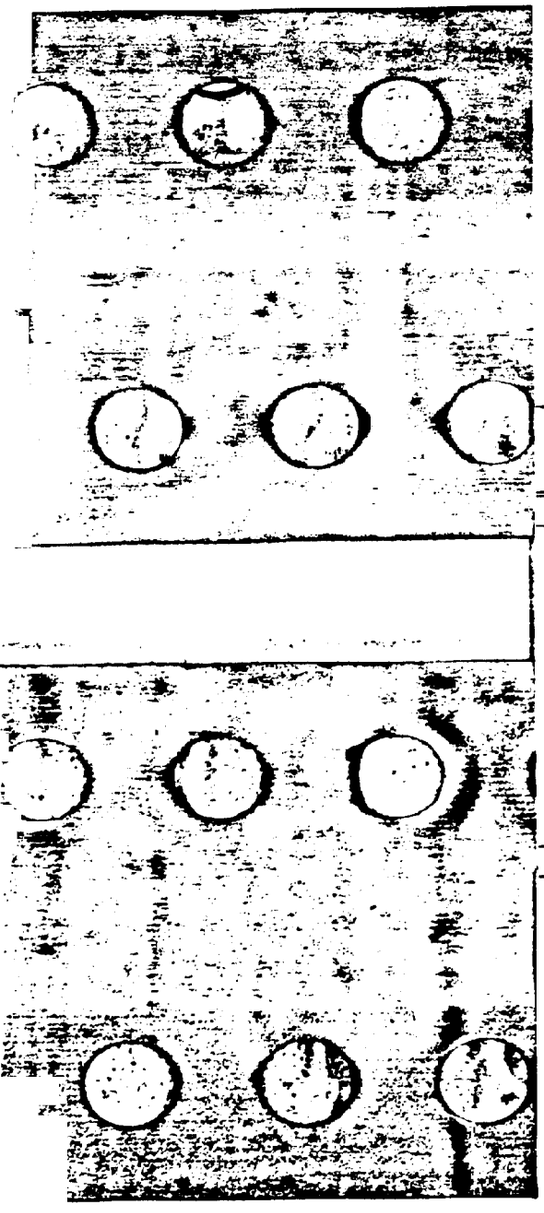
Declaration of Agreements, Charges, Assessments and Liens for MetroCenter Business Park, of record in Book 7487, page 952, Register's Office for Davidson County, Tennessee.

Restrictive covenants - Mat-Nel Company of record in Book 4784, page 659, as made applicable to this property by restrictive covenants - MetroCenter Properties, of record in Book 7012, page 62; 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) both restrictive covenants 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 (or the Mat-Nel Company") as set forth in Book 4784, page 698, and in Book 5242, page 393, has been released by instrument of record in Book 8064, page 560), all in the Register's Office for Davidson County, Tennessee.

All matters shown on the Plan of record in Book 5190, page 520, in said Register's Office.

Ad valorem real estate taxes and assessments for the year 1993 (which shall be prorated as of closing) and subsequent years not yet due and payable.

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



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

RECEIVED OF _____

FOR _____

BOOK 9100 PAGE 369

CO - CONVEYANCE
MO - MORTGAGE
WD - WARRANTY DEED
TD - TRUST DEED

CC - CERTIFIED COPY
REL - RELEASE
UCC - UNIFORM COMMERCIAL CODE

MISC - MISCELLANEOUS
CO TX - STATE TAX CONVEY
MO TX - STATE TAX MORT
PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID
				CAMT 263000.00
				CON TX 973.10
				PRFEE 1.00
				WDEED 20.00
				TOTAL 994.10
				CHECK 994.10
10/01/93	01			14:02 0001 6770

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

69372

IDENTIFICATION REFERENCE

93 OCT -1 PM 2:00

FELIX Z. WILSON, REGISTER
DAVIDSON COUNTY, TN.

No. 704690