B49-

(3)

Name/Address Of New Owner:

1975 Northgate Realty Investors
c/o Paul Bagley
Silver Screen Management, Inc.
142 Hodge
Princeton NJ 08540

Send Tax Bills to:

SAME

BOOK 9108 PAGE 408

9406 10/07 0101 03CHECK 2804.00

DEED

Map 26, Parcel 99
Map 26, Parcel 98
Map 26, Parcel 87

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

THIS DEED, made as of this 1st day of September, 1993, between MALONE & HYDE, INC., a Delaware corporation, having its principal office and mailing address at 1220 Corporate Drive, Post Office Box 1719, Memphis, Tennessee 38132 (herein referred to as Grantor), and 1975 NORTHGATE REALTY INVESTORS, a Tennessee limited partnership, having a mailing address c/o Paul Bagley, Silver Screen Management, Inc., 142 Hodge, Princeton, New Jersey 08540 (herein referred to as Grantee).

W I T N E S S E T H:

That for a VALUABLE CONSIDERATION paid, the receipt and sufficiency of which is hereby acknowledged, the Grantor hereby sells and conveys unto the Grantee, its successors and assigns forever in fee simple the land and property (the Property) situated in the City of Goodlettsville, Davidson County, Tennessee, as more particularly described in Exhibit A annexed hereto and made a part hereof.

Together with all right, title and interest, if any, of Grantor in and to any streets and roads abutting the Property to the center line thereof.

Together with the appurtenances and all the estate, rights and privileges of Grantor in and to the Property.

TO HAVE AND TO HOLD the Property herein granted, together with all and singular the rights and appurtenances thereto in anyway belonging unto Grantee, its successors and assigns forever, and Grantor does hereby bind itself, its successors and assigns, to warrant and forever defend, all and singular the said premises unto Grantee, its successors and assigns, against all lawful claims whatever.

EXCEPTING AND RESERVING to Grantor and its successors and assigns, however, (i) the buildings, improvements and building fixtures and building equipment on that portion of the premises more particularly described in Exhibit B annexed hereto and made a part hereof and hereafter erected thereon whether below or above

grade level, which are, and shall remain, the sole and exclusive property of Grantor in fee simple until such time as the Lease Agreement, dated as of May 13, 1976, as amended and restated as of September 1, 1993 (the Lease), between Grantee, as lessor, and Grantor, as lessee, expires by its terms or is terminated for any reason; and Grantee and its successors and assigns by the acceptance of this Deed with this reservation does hereby agree to such reservation.

IN WITNESS WHEREOF, GRANTOR by and through its authorized officers has executed and delivered this Deed as of the 1st day of September, 1993.

ATTEST:

Asst. Secretary
Peter R. Pettit

MALONE & HYDE, INC.

By: Robert F. Harris

Title: President

(Grantor)

ACKNOWLEDGMENT

STATE OF TENNESSEE)
)
COUNTY OF Shelby)

The foregoing Deed was acknowledged before me this 15th day of Sept., 1993, by Malone & Hyde, Inc., by and through Robert F. Harris and Peter R. Pettit its President, and Asst. Secy., thereunto duly authorized, personally known by me to be such officers, to be its free act and deed as its officers aforesaid.

WITNESS my hand this 15th day of Sept., 1993.

Shirley W. Channell
Notary Public
Shelby County, TN
My commission expires: 5-2-95



This instrument was
prepared by:

Roger L. Ellison
Cooper, White & Cooper
201 California Street
San Francisco, California 94111
(415) 433-1900

EXHIBIT A

A certain tract or parcel of land in Davidson County, Tennessee, and being shown as Parcel 87 on the Revised Plan of Northgate Industrial Park, Section 1, of record in Book 4955, page 109, Register's Office for Davidson County, Tennessee, described as follows:

Beginning at a concrete monument located at the southwest corner of Lot No. 1 on the Plan of Northgate Industrial Park, Section 1, of record in Book 4660, page 111, Register's Office for Davidson County, Tennessee, said point being located North 77 deg. 30 min. East 50 feet from the centerline of Louisville and Nashville Railroad Company's main tract; thence

1. North 77 deg. 30 min. East, 1199.14 feet with the southerly line of said lot No. 1 to a concrete monument in the westerly margin of proposed South Cartwright Street; thence,

2. Southwardly with the said margin of said proposed street along a curve having a radius of 600 feet, a distance of 335.13

3. South 77 deg. 30 min. West 1,158.23 feet to a concrete monument, said monument being located North 77 deg. 30 min. East 50 feet from the centerline of said Louisville and Nashville Railroad Company's main track; thence,

4. North 12 deg. 30 min. West, 328.25 feet parallel with and 50 feet easterly from said centerline of said tract to the point of beginning.

Being the same property conveyed to Malone & Hyde, Inc., a Tennessee corporation, by deed from Northgate Industrial Park, a joint venture composed of Parthenon, Inc. and Heritage Land Company, of record in Book 5168, page 924, Register's Office of Davidson County, Tennessee; and being part of the same property conveyed to Malone & Hyde, Inc., a Tennessee Corporation, by deed from Louisville and Nashville Railroad Company, a Kentucky corporation, of record in Book 4957, page 822, in said Register's Office. By articles of Merger of record in Book 7419, page 293, in said Register's Office, Malone & Hyde, Inc. merged into M & H Food Companies, Inc. merged into Malone & Hyde, Inc., a Delaware corporation. By Articles of Merger of record in Book 9108, page 405, said Register's Office, M & H Food Companies, Inc. merged into Malone & Hyde, a Delaware Corporation. And being also the same property conveyed to Malone & Hyde, Inc. by deed from CSX Transportation, Inc. of record in Book 8241, page 836, Register's Office of Davidson County, Tennessee.

A tract of land in the Second Civil District, Metropolitan Nashville, Davidson County, City of Goodlettsville, Tennessee, more particularly described as follows:

Beginning at an iron pin found on the westerly right-of-way line of South Cartwright Street at the southeasterly corner of Lot No. 1, Section 10, Northgate Park, of record in Book 6200, page 82, Register's Office for Davidson County, Tennessee; thence, with a curve to the left having a central angle of 83 deg. 54 min. 39 sec. and a radius of 305.00 feet, an arc distance of 446.68 feet to a P.K. nail found; thence North 77 deg. 54 min. 52 sec. East 133.35 feet to an iron pin found; thence leaving said right-of-way, South 12 deg. 26 min. 40 sec. East 275.00 feet to a point; thence South 77 deg. 33 min. 20 sec. West 750.00 feet to a concrete monument found in the easterly right-of-way line of Seaboard Systems Railroad; thence with said right-of-way, North 12 deg. 26 min. 40 sec. West 531.65 feet an iron pin found; thence North 74 deg. 09 min. 16 sec. East 315.64 feet to the point of beginning, and containing 309,901.87 square feet or 7.1144 acres, according to Survey of H & H Land Surveying, Inc., dated April 14, 1986, last revised September 8, 1993.

Being the same property conveyed to M & H Food Companies, Inc. by deed from Roy Conway Flowers, an unmarried person, of record in Book 7011, page 942, Register's Office of Davidson County, Tennessee. By Articles of Merger, of record in Book 9108, page 405, said Register's Office, M & H Food Companies, Inc. merged into Malone & Hyde, Inc., a Delaware Corporation. And being part of the same property conveyed to Malone and Hyde, Inc., a Tennessee corporation, by deed from Louisville and Nashville Railroad Company, a Kentucky corporation, of record in Book 4957, page 822, in said Register's Office. By Articles of Merger, of record in Book 7419, page 293, in said Register's Office, Malone & Hyde, Inc. merged into M & H Food Companies, Inc., a Delaware corporation. By Articles of Merger of record in Book 9108, page 405, said Register's Office, M & H Food Companies, Inc. merged into Malone & Hyde, Inc., a Delaware Corporation; and being the same property vested in Malone & Hyde, Inc., a Delaware Corporation, by Final Decree Confirming Sale of the Chancery Court of Davidson County, Tennessee, of record in Book 8309, page 587, Register's Office of Davidson County, Tennessee.

EXHIBIT B

A certain tract or parcel of land in Davidson County, Tennessee, and being shown as Parcel 87 on the Revised Plan of Northgate Industrial Park, Section 1, of record in Book 4955, page 109, Register's Office for Davidson County, Tennessee, described as follows:

Beginning at a concrete monument located at the southwest corner of Lot No. 1 on the Plan of Northgate Industrial Park, Section 1, of record in Book 4660, page 111, Register's Office for Davidson County, Tennessee, said point being located North 77 deg. 30 min. East 50 feet from the centerline of Louisville and Nashville Railroad Company's main tract; thence

1. North 77 deg. 30 min. East, 1199.14 feet with the southerly line of said lot No. 1 to a concrete monument in the westerly margin of proposed South Cartwright Street; thence,

2. Southwardly with the said margin of said proposed street along a curve having a radius of 600 feet, a distance of 335.13

3. South 77 deg. 30 min. West 1,158.23 feet to a concrete monument, said monument being located North 77 deg. 30 min. East 50 feet from the centerline of said Louisville and Nashville Railroad Company's main track; thence,

4. North 12 deg. 30 min. West, 328.25 feet parallel with and 50 feet easterly from said centerline of said tract to the point of beginning.

Being the same property conveyed to Malone & Hyde, Inc., a Tennessee corporation, by deed from Northgate Industrial Park, a joint venture composed of Parthenon, Inc. and Heritage Land Company, of record in Book 5168, page 924, Register's Office of Davidson County, Tennessee; and being part of the same property conveyed to Malone & Hyde, Inc., a Tennessee Corporation, by deed from Louisville and Nashville Railroad Company, a Kentucky corporation, of record in Book 4957, page 822, in said Register's Office. By articles of Merger of record in Book 7419, page 293, in said Register's Office, Malone & Hyde, Inc. merged into M & H Food Companies, Inc. merged into Malone & Hyde, Inc., a Delaware corporation. By Articles of Merger of record in Book 9108, page 405, said Register's Office, M & H Food Companies, Inc. merged into Malone & Hyde, a Delaware Corporation. And being also the same property conveyed to Malone & Hyde, Inc. by deed from CSX Transportation, Inc. of record in Book 8241, page 836, Register's Office of Davidson County, Tennessee.

STATE OF TENNESSEE)
) SS:
COUNTY OF SHELBY)

The actual consideration or value whichever is greater, for this transfer is $750,000.00

MALONE & HYDE, INC.

By: Robert F. Harris
Robert F. Harris
President

SUBSCRIBED AND SWORN TO before me this 6th day of October, 1993.

Lisa N. Ward
Notary Public

My Commission Expires:

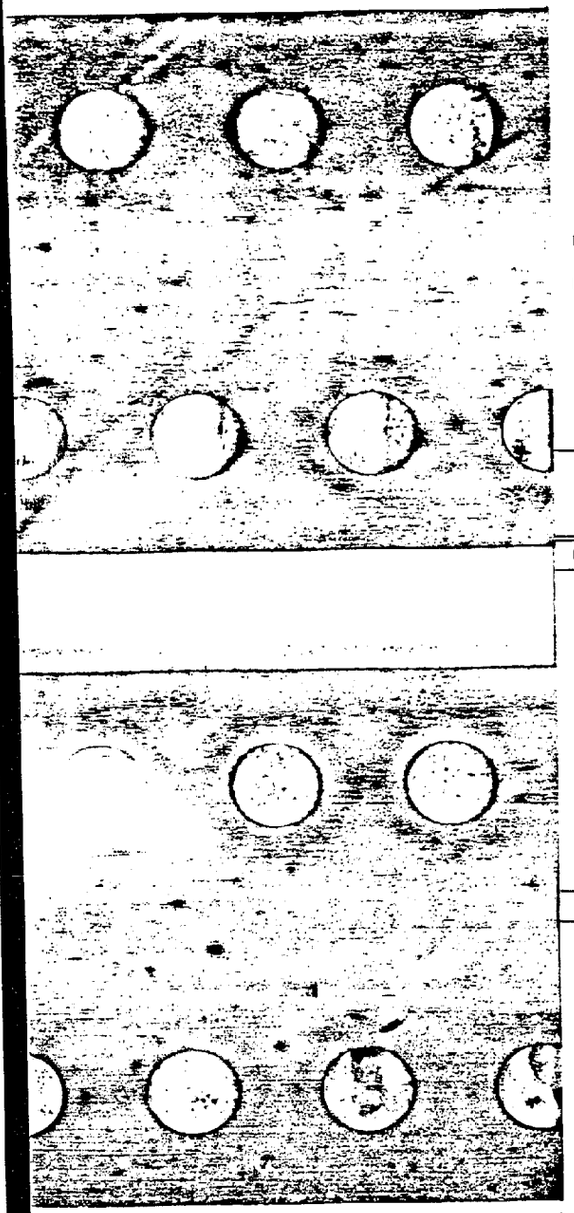
My Commission Expires October 24, 1995

LISA N. WARD NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

71855
IDENTIFICATION REFERENCE

93 OCT -7 AM 11:50

REGISTER'S OFFICE
SHELBY COUNTY, TENN.



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

RECEIVED OF _____

FOR _____

BOOK 9108 PAGE 415

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	
				750000.00
			CON TX	2775.00
			PRFEE	1.00
			WDEED	28.00
			TOTAL	2804.00
			CHECK	2804.00
10/07/93	01		11:53 0001	9406

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

71855
IDENTIF. & REFERENCE

93 OCT -7 AM 11:50

REGISTER
DAVIDSON COUNTY, TN.

No. 707297