B435

BOOK 9122 PAGE 459

Address New Owner:	Map-Parcel Numbers:	Send Tax Bills To:
c/o Triad Development Co. 625 Gay Street Suite 560 Knoxville, TN 37902	93-16-1-56	Same
This instrument Prepared By: Vinson & Elkins, L.L.P. 2500 First City Tower Houston, Texas 77002		

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of Ten _____ and 00 /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, Gulf Life Insurance Company, a Tennessee corporation, (the "Grantor") has bargained and sold, and by these presents transfers and conveys to Nashville Office Building I, Ltd., a Tennessee limited partnership (the "Grantee"), Grantee's (heirs) (successors) and assigns, certain land in Davidson County, State of Tennessee, being more particularly described in Exhibit A, which is attached hereto and incorporated herein by reference (the "Property").

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.

2. Encumbrances described in Exhibit B attached hereto and incorporated herein by reference.

This is improved property, known as 201 Fourth Avenue North, Nashville, Tennessee 37219.

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.

itself, its successors and assigns

Grantor further covenants and binds ____/____, 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 claiming by, through, or under Grantor.

STATE OF TENNESSEE

COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $ 8,000,000.00

Affiant

Subscribed and sworn to before me this 20th day of October, 1993.

Notary Public
My Commission Expires: 9/24/94

IN WITNESS WHEREOF, the Grantor has executed this Deed this 14th day of October, 1993.

Gulf Life Insurance Company

By: S. M. Hamstra per

Title: Real Estate Investment Officer

R293 456
10-13-93

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STATE OF TEXAS §

COUNTY OF HARRIS §

Before me, the undersigned authority, a Notary Public in and for said County and State aforesaid, personally appeared Sonia W. Hamstra, with whom I am personally acquainted, ~~or proved to me on the basis of satisfactory evidence~~, and who, upon oath, acknowledged her self to be the Real Estate Investment Officer of Gulf Life Insurance Company, the within named bargainor, a corporation, and that she as such Real Estate Investment Officer, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by herself as Real Estate Investment Officer.

WITNESS my hand and seal at office in Harris County, this 14 day of October, 1993.

Tara Waterhouse
Notary Public

My Commission Expires:

TARA WATERHOUSE
Notary Public, State of Texas
My Commission Expires
MARCH 14, 1994

f:\...\ame\3rd\acknlgmt.1

EXHIBIT "A"

Being a parcel of land in the City of Nashville, First Civil District, Davidson County, Tennessee, located in the northwesterly quadrant of the intersection of Church Street and Fourth Avenue North, being a part of Lot No. 65 as shown on the plan of the Original Town of Nashville, not of record and being more particularly described as follows:

Beginning, at the point of intersection of the northerly margin of Church Street and the westerly margin of Fourth Avenue North;

THENCE, with said northerly margin, S 62° 24' 37" W, 171.46 feet to the point of intersection with the easterly margin of the Arcade Alley;

THENCE, with said easterly margin, N 27° 20' 06" W, 183.17 feet to a building corner;

THENCE, leaving said margin, with a building joint N 62° 24' 35" E, 170.87 feet to a point in the westerly margin of Fourth Avenue North;

THENCE, with said westerly margin, S 27° 31' 10" E, 183.17 feet to the point of beginning.

Containing 31,352 square feet or 0.72 acre more or less.

Being a part of the same property conveyed to Life Insurance Company of Tennessee, a Tennessee corporation, by deed from Life and Casualty Insurance Company of Tennessee, a Tennessee corporation, of record in Book 4247, page 177, Register's Office of Davidson County, Tennessee. By Amendment to Charter of Incorporation, a certified copy of which is of record in Book 9040, page 518, in said Register's Office, the name of Life Insurance Company of Tennessee was changed to Life and Casualty Insurance Company of Tennessee. By Articles of Merger of record in Book 9029, page 131, and Agreement and Plan of Merger of record in Book 9029, page 133, in said Register's Office, Life and Casualty Insurance Company of Tennessee merged into Gulf Life Insurance Company, a Tennessee corporation.

Exhibit "A" (continued)

Together with appurtenant easements created by the Skybridge Development, Construction, Maintenance and Easements Agreement executed by and between Life and Casualty Insurance Company of Tennessee and Third National Bank Tower Associates, of record in Book 6127, page 553, in said Register's Office, as amended by Amendment to Skybridge Development, Construction, Maintenance and Easements Agreement, of record in Book 7656, page 743, in said Register's Office.

Together with appurtenant easements created by Reciprocal Agreement by and between Third National Tower Associates and Life and Casualty Insurance Company of Tennessee, of record in Book 6127, page 576, Register's Office for Davidson County, Tennessee.

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

EXHIBIT B

1. Taxes for 1993: A lien, but not yet due or payable.

2. Subject to terms and conditions of the easement and the lien created and retained by Ordinance No. 65-862 of the Metropolitan Government of Nashville and Davidson County, Tennessee, of record in Book 6120, page 536, Register's Office for Davidson County, Tennessee.

3. Bond of record in Book 3983, page 943, in said Register's Office, executed by Life and Casualty Insurance Company of Tennessee, Inc., in favor of the Metropolitan Government of Nashville and Davidson County, Tennessee, and the lien therein retained.

4. Subject to the terms and conditions of the Skybridge Development, Construction, Maintenance and Easements Agreement executed by and between Life and Casualty Insurance Company of Tennessee and Third National Bank Tower Associates, of record in Book 6127, page 553, in said Register's Office, as amended by Amendment to Skybridge Development, Construction, Maintenance and Easements Agreement of record in Book 7656, page 743, in said Register's Office.

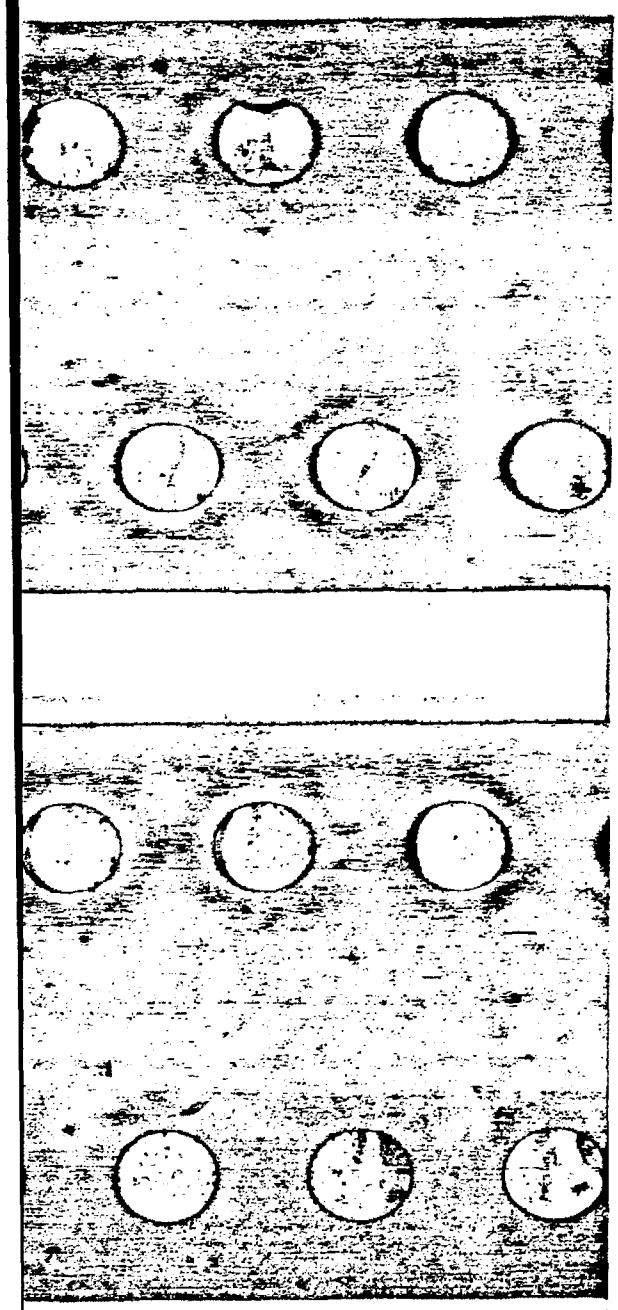
5. Subject to the terms and conditions of the Reciprocal Agreement by and between Third National Bank Tower Associates and Life and Casualty Insurance Company of Tennessee, of record in Book 6127, page 576, in said Register's Office.

6. Short Form Lease Agreement by and between Life & Casualty Insurance Company of Tennessee, a Tennessee corporation, Lessor, and Third National Bank in Nashville, Lessee, of record in Book 6193, page 41, in said Register's Office.

7. Agreement by and among Life and Casualty Insurance Company of Tennessee, a Tennessee corporation, Citicorp Real Estate, Inc., and The Equitable Life Assurance Society of the United States, of record in Book 6128, page 651, in said Register's Office.

f:\...\ame\3rd\exhibit.b

76584
IDENTIFICATION REFERENCE
93 OCT 21 PM 2:18
FELIX A. ... REGISTER
DAVIDSON COUNTY, TN.
4558 10/21 0101 03CHECK 29625.00



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

RECEIVED OF _____

FOR _____

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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 8000000.00	
			CON TX 29600.00	
			PRFEE 1.00	
			WDEED 24.00	
			TOTAL 29625.00	
			CHECK 29625.00	
10/21/93	01	14:16 0001 4558		

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

76584
IDENTIF. & REFERENCE

93 OCT 21 PM 2:18
FELIX Z. WILSON, II REGISTER
DAVIDSON COUNTY, TN.

No. 712399