File Box 21-A

This instrument prepared by:
Sam D. Hodges, III
323 Union St.
Nashville, TN 37201

BOOK 9203 PAGE 20

Address New Owner as Follows:
Cleveland Street Partners II
c/o Sam D. Hodges, III
323 Union St.
Nashville, TN 37201

Send Tax Bills to: Same

Map-Parcel Numbers: 134-270

STATE OF TENNESSEE)

COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $900,000.00.

Sam D. Hodges III
Affiant

Subscribed and sworn to before me, this the 29th day of December 1993.

Jo Ann Smith
Notary Public

My commission expires: 1/22/95

SPECIAL WARRANTY DEED

For and in consideration of the sum of NINE HUNDRED THOUSAND AND NO/100 ($900,000.00) paid to the undersigned, The Prudential Insurance Company of America, a New Jersey corporation, hereinafter referred to as Grantor, by Cleveland Street Partners II, a Tennessee general partnership, hereinafter referred to as Grantee, receipt of which is hereby acknowledged, Grantor has bargained and sold, and by these presents does transfer and convey unto the said Grantee, its successors and assigns, that tract or parcel of land situated and being in Nashville, County of Davidson, State of Tennessee, to-wit:

Being Lot 10, Section Eight, Metroplex as of record in Plat Book 6200, page 317, and more particularly described in Exhibit "A" attached hereto and made a part hereof consisting of one (1) page.

The said tract of land is conveyed expressly subject to the exceptions set forth on Exhibit B attached hereto and made a part hereof and consisting of one (1) page.

This is improved property, known as PPG Building, 490 Metroplex Drive, Nashville, Tennessee.

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said Grantee, its successors and assigns, forever.

And Grantor does covenant with said grantee that it is lawfully seized and possessed of said land in fee simple; has a good right to convey it, and the same is unencumbered, except as set out hereinabove.

And Grantor does further covenant and bind itself, its successors and assigns, to warrant and forever defend the title to the said land to the said Grantee, its successors and assigns, against the lawful claims of all persons claiming by, through or under the Grantor, but not otherwise.

IN WITNESS WHEREOF, Grantor has caused this instrument to be executed by its authorized officers, on this the 27th day of December, 1993.

THE PRUDENTIAL INSURANCE COMPANY OF AMERICA

BY: N.W. Burt
Vice President

ATTEST: Philip D. Morgan
Assistant Secretary

STATE OF GEORGIA)

COUNTY OF DEKALB)

Before me, Virginia S. Brownlee, a Notary Public of the State and County aforesaid, personally appeared N.W. Burt and PHILIP D. MORGAN, with whom I am personally acquainted, and who, upon oath, acknowledged themselves to be Vice President and Assistant Secretary, respectively, of The Prudential Insurance Company of America the within named bargainor, a corporation, and that they as such Vice President and Assistant Secretary, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by themselves as Vice President and Assistant Secretary.

WITNESS my hand and seal, at office in Atlanta, Georgia, this 27th day of December, 1993.

Virginia S. Brownlee
Notary Public

My commission expires:

Notary Public, Gwinnett County, Georgia.
My Commission Expires Nov. 12, 1995.

EXHIBIT A

Being a tract of land lying in Davidson County, Tennessee and being Lot 10, Section Eight, Metroplex as of record in Plat Book 6200, page 317, and being bounded on the north by First American Bank; on the east by Metroplex West and NWI, XI, LTD; and on the south and west by Metroplex Drive and being more particularly described as follows:

Beginning at an iron pin corner common with NWI, XI, LTD in the north right of way line of Metroplex Drive, said pin being located westerly, 1940 feet, more or less, from the centerline of Harding Place;

Thence with the north then the east right of way line of Metroplex Drive the following bearings and distances;

Thence, north 87 deg. 44 min. 00 sec. west 6.00 feet to an iron pin; Thence, on a curve to the right the radius of which is 296.54 feet, the central angle of which is 05 deg. 01 min. 53 sec., the chord of which is north 85 deg. 13 min. 03 sec. west 26.03 feet, along the curve distance of 26.04 feet to an iron pin; thence, south 07 deg. 17 min. 53 sec. west 15.00 feet to an iron pin; Thence, on a curve to the right the radius of which is 311.54 feet, the central angle of which is 49 deg. 13 min. 46 sec., the chord of which is north 58 deg. 05 min. 14 sec. west 259.52 feet along the curve distance of 267.68 feet to an iron pin; Thence, north 33 deg. 28 min. 21 sec. west 375.52 feet to an iron pin corner common with First American Bank in the east right of way line of Metroplex Drive;

Thence, leaving the east right of way line of Metroplex Drive and with First American Bank North 56 deg. 31 min. 39 sec. east 497.56 feet to an iron pin corner common with First American Bank in the west line of Metroplex west;

Thence, with Metroplex West south 10 deg. 27 min. 50 sec. east passing a common corner of Metroplex West and NWI, XI, LTD, a total distance of 337.39 feet to an iron pin;

Thence continuing with NWI, XI, LTD South 02 deg. 16 min. 00 sec. west, 380.90 feet to the point of beginning.

Containing 203,629 square feet (4.675 acres, more or less).

Being the same property conveyed to Alex S. Palmer by deed from Ronald G. Turner, Trustee, of record in Book 6805, page 657, Register's Office for said County.

Being the same property conveyed to The Prudential Insurance Company of America by deed from William B. Drescher, Successor Trustee of record in Book 9109, page 122, Register's Office for Davidson County, Tennessee.

EXHIBIT "B"

PERMITTED EXCEPTIONS

1. Taxes for 1994 and subsequent years.

2. Restrictive Covenants contained in instrument of record in Book 5653, page 11, Register's Office for Davidson County, Tennessee.

3. All matters shown on the Plan of record in Book 6200, page 317, said Register's Office

4. Grant of Overhead line easement and anchor easement of record in Book 6976, page 228, aforesaid records.

5. Easement for sanitary sewers and/or storm drainage of record in Book 4435, page 50, aforesaid records.

6. Storm water detention agreement of record in Book 5861, page 405, aforesaid records.

7. Storm water detention agreement of record in Book 6875, page 939, aforesaid records.

8. The flow of Sorghum Branch Creek and reparian rights related thereto.

9. 100 year flood line for flooding of Surgham Branch Creek.

10. All matters shown on the As-Built Survey of Lot 10, Section 8, Metroplex, dated January 6, 1989, prepared by Jerry L. Morrow, Tennessee Surveyor No. 777, of Morrow & Associates, Inc., 2825 Dogwood Place, Nashville, Tennessee 37204.

11. Construction Lease by and between Alex S. Palmer as Landlord and PPG Industries, Inc. as Tenant dated June 11, 1986, as amended by First Amendment to Construction Lease dated August 29, 1986, Letter agreement dated October 23, 1986, and Second Amendment to Construction Lease dated December 30, 1986.

01939
IDENTIF. & REFERENCE
93 DEC 29 PM 3:01
FELIX [illegible] REGISTER
DAVIDSON COUNTY, TN.
9680 12/29 0101 03CHECK 3347.00

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

RECEIVED OF _____

FOR _____

BOOK 9203 PAGE 24

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
				900000.00
				CON TX 33330.00
				ERR CO
				CON TX 33330.00-
				CON TX 330.00
				ERR CO
				CON TX 330.00-
				CON TX 3330.00
				PRFEE 1.00
				WDEED 16.00
				TOTAL 3347.00
				CHECK 3347.00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

12/29/93 01 15:02 0001 9680

01939
IDENTIF. ↑ REFERENCE

93 DEC 29 PM 3:01
FELIX Z. WILSON REGISTER
DAVIDSON COUNTY, TN.

No. 739618