File Ref 36

THIS INSTRUMENT PREPARED BY:

Laura E. Hannusch, Esq.
Pillsbury Madison & Sutro
P.O. Box 7880
San Francisco, CA 94120-7880

BOOK 9399 PAGE 974

SPECIAL WARRANTY DEED

Name and Address of New Owner:

FIRST INDUSTRIAL FINANCING PARTNERSHIP, L.P., a Delaware limited partnership

150 N. Wacker Drive, Suite 150
Chicago, Illinois 60606

Send Tax Bills To:

150 N. Wacker Drive, Suite 150
Chicago, Illinois 60606

Street Address of Subject Property:	**Map-Parcel No:**
220, 230 & 240 Great Circle Road Nashville, Tennessee	70-16-19 71-13-13 71-13-19

For and in consideration of the sum of Ten and No/100 Dollars ($ 10.00), **the receipt and adequacy of which are hereby acknowledged,** GREAT CIRCLE INVESTMENTS LIMITED PARTNERSHIP, an Illinos limited partnership **hereinafter called the Grantor, has bargained and sold and by these presents does transfer and convey unto** FIRST INDUSTRIAL FINANCING PARTNERSHIP, L.P., a Delaware limited partnership **hereinafter called the Grantee, its successors and assigns, a certain tract or parcel of land in** Davidson **County, Tennessee, described as follows:**

SEE EXHIBIT "A" ATTACHED.

68505

IDENTIF. & REFERENCE

94 JUL -6 PM 2:35

REGISTER
DAVIDSON COUNTY, TN.

4125 07/06 0101 03CHECK 32321.19

This conveyance is made subject to all matters set forth on Exhibit B attached hereto and incorporated herein.

To have and to hold the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging, to the Grantee, its heirs, successors and assigns, forever.

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And the Grantor covenants with the Grantee, that it is lawfully seized and possessed of said land in fee simple, possessing a good right to convey it, and that the said land is unencumbered, except for the encumbrances described on Exhibit B.

The Grantor further covenants and binds itself, its successors and representatives to warrant and defend the title to the said land to the Grantee, its successors and assigns, against the lawful claims of all persons claiming by or through Grantor.

IN WITNESS WHEREOF, the Grantor has caused its name to be signed hereto by its duly authorized officer on this the 23rd day of May 1994.

GREAT CIRCLE INVESTMENTS LIMITED PARTNERSHIP, an Illinois limited partnership

By LAMBERT/SHIDLER INVESTMENT CORPORATION, an Illinois corporation, its general partner

By _____

Its President

STATE OF ILLINOIS]

COUNTY OF COOK]

Before me, the undersigned, a Notary Public in and for said State and County aforesaid, personally appeared Paul T. Lambert, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath acknowledged himself to be the President of Lambert/Shidler Investment Corporation, an Illinois corporation, the* within named bargainor, and that as such President being authorized so to do, executed the foregoing instrument for the purpose therein contained.

WITNESS my hand and seal, at Chicago Illinois, Tennessee, this 25th day of May 1994.

Lisa Jamroziak
NOTARY PUBLIC
My commission expires: 3/10/96

" OFFICIAL SEAL "
LISA M. JAMROZIAK
NOTARY PUBLIC, STATE OF ILLINOIS
MY COMMISSION EXPIRES 3/10/96

* general partner of the

STATE OF ILLINOIS]

COUNTY OF COOK]

The actual consideration or value, whichever is greater for this transfer is $8,728,663.

Lisa Jamroziak
Notary Public
My Commission Expires: 3/10/96

" OFFICIAL SEAL "
LISA M. JAMROZIAK
NOTARY PUBLIC, STATE OF ILLINOIS
MY COMMISSION EXPIRES 3/10/96

EXHIBIT A

Being a parcel of land in Nashville, First Civil District, Twentieth Councilmanic District, Davidson County, Tennessee, located on the westerly side of Great Circle Road, being Lot No. 5B as shown on the plan Tract 5B, MetroCenter as of record in Book 5190, Page 42, R.O.D.C., Lot No. 12A as shown on the plan Of Tract 12A MetroCenter as of record in Book 5190, Page 275, R.O.D.C., and Tract 12B as shown on the plan of MetroCenter, Section 13 as of record in Book 5190, Page 486, R.O.D.C. and being more particularly described as follows:

BEGINNING at a point in the westerly right-of-way line of Great Circle Road, said point being northerly 410 feet, more or less, as measured along said westerly right-of-way line, from the centerline of Vantage Way;

THENCE, leaving said westerly right-of-way line with the northerly line of property conveyed to Metro Exchange Nashville, L.P. by deed of record in Book 8193, Page 871, R.O.D.C., which is the same property as that conveyed to National Life Insurance Company by deed of record in Book 6199, Page 451, R.O.D.C., S 65° 48′ 22" W, 615.80 feet to a point in the easterly line of property conveyed to Metropolitan Life Insurance Company by deed of record in Book 6546, Page 35, R.O.D.C.;

THENCE, with said easterly line N 22° 44′ 13" W, 316.15 feet to a point;

THENCE, with the easterly line of property conveyed to Giegerich Nashville Associates by deed of record in Book 5715, Page 331, R.O.D.C., N 07° 36′ 44" W, 350.74 feet to a point;

THENCE, with the easterly line of property conveyed to Dede Wallace Institute by deed of record in Book 6809, Page 826, R.O.D.C., N 15° 58′ 00" W, 206.00 feet to a point;

THENCE, with the easterly line of property conveyed to Tennessee Telco Credit Union by deed of record in Book 5140, Page 662, R.O.D.C. and an easterly line of property conveyed to Nashville Area United Way by deed of record in Book 5345, Page 229, R.O.D.C., N 25° 50′ 00" W, 299.93 feet to a point;

THENCE, with a southerly line of said Nashville Area United Way property and the southerly line of property conveyed to

MetroCenter Holdings, Inc. by deed of record in Book 8321, Page 668, R.O.D.C., which is the same property as that conveyed to MetroCenter Properties by deed of record in Book 5718, Page 52, R.O.D.C., N 72° 11′ 24" E, 628.66 feet to an iron pin in the westerly right-of-way line Great Circle Road;

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

S 16° 36′ 03" E, 132.51 feet to a point;

with a curve to the right 339.60 feet to a point, said curve having a central angle of 11° 02′ 12", a radius of 1,763.00 feet, a tangent of 170.33 feet and a chord of S 11° 04′ 57" E, 339.08 feet;

with a curve to the left 632.58 feet to the point of beginning, said curve having a central angle of 29° 18′ 45", a radius of 1,237.00 feet, a tangent of 323.51 feet and a chord of S 20° 13′ 14" E, 625.97 feet.

Containing 656,391 square feet or 15.07 acres, more or less.

Being the same property as that conveyed to Great Circle Investments, Limited Partnership by deed of record in Book 7739, Page 418, R.O.D.C.

Barge, Waggoner, Sumner and Cannon, Inc.
May 3, 1994
Revised May 17, 1994
File 11469-46

SURVEYOR'S DESCRIPTION

Easement for ingress and egress to Lot No. 12A.

Title Commitment, Parcel II

Being a parcel of land in the 1st Civil District of Nashville, Davidson County, Tennessee, being a part of Block G, as recorded in Plat Book 4675, page 48, MetroCenter,Section 1, more particularly described as follows:

Beginning at the southeast corner of Tract 7D, as recorded in Plat Book 4885, page 164, thence South 07 deg. 36' 44" East, along the rear lot line of Lot 12A as shown on the Plat of record in Book 5190, page 275, a distance of 30 feet; thence South 74 deg. 02' West 246 feet, more or less, to the east margin of an existing 40 foot access and public utility easement; thence North 15 deg. 58' West, 30 feet to the southwest corner of Tract 7D; thence North 74 deg. 02' East, 246 feet to the point of beginning.

SURVEYOR'S DESCRIPTION

Easement for ingress and egress to Tract 5B.

Title Commitment, Parcel III

Being a parcel of land in the 1st Civil District, Nashville, Davidson County, Tennessee, being a part of Block G, as recorded in Plat Book 4675, page 48, MetroCenter, Section 1, more particularly described as follows:

Beginning at the southeast corner of Tract 7D as recorded in Plat Book 4885, page 164; thence N 82 deg. 23' 16" E, 30 feet to a point; thence S 7 deg. 36' 44" E, 234 feet to a point on the north margin of Tract 5B; thence with said north margin S 72 deg. 11' 24" W, 30.48 feet to a point; thence N 7 deg. 36' 44" W 185.45 feet to the beginning of a curve to the left; thence with a curve to the left having a central angle of 98 deg. 46' 36" a radius of 25 feet, 43.10 feet to a point; thence S 74 deg. 02' W 216.21 feet to the east margin of an existing 40 feet access and public utility easement; thence N 15 deg. 58' W 25 feet to Tract 7D; thence N 74 deg. 02' E, 246 feet to the point of beginning.

Title Commitment, Parcel IV

Together with the right to use the 40 foot common access easement for ingress and egress as shown on the plan of MetroCenter Tract 7D as of record in Book 4885, page 164, said Register's Office.

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EXHIBIT B
PERMITTED EXCEPTIONS

1. Real estate taxes not yet due and payable.

2. Matters shown on plan of record in Book 4885, page 164.

3. Restrictive covenants contained in instruments of record in Book 5225, page 125, Book 5229, page 891, Book 5242, page 389, Book 5428, page 283 and Book 5709, page 443.

4. Exclusive covenant of record in Book 5225, page 120.

5. Restrictive covenants contained in a memorandum of lease of record in Book 5225, page 112.

6. Subject to all matters shown on the Plan of record in Book 5190, page 486.

7. Subject to all matters shown on the Plan of record in Book 5190, page 275.

8. Subject to all matters shown on the Plan of record in Book 5190, page 42.

9. Covenants of record in Book 5442, page 388.

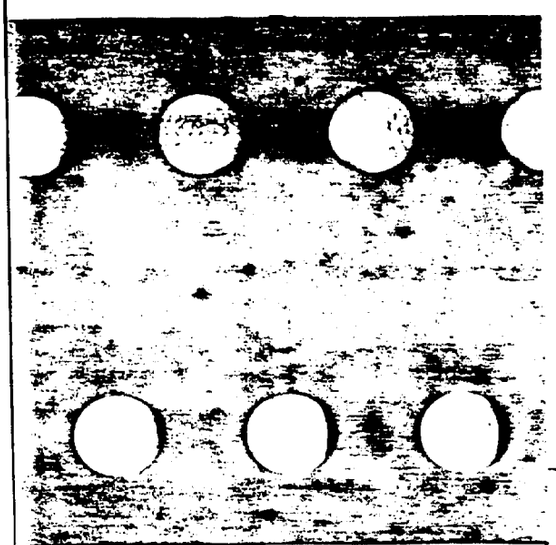
10. Easement contained in an instrument of record in Book 5305, page 426.

11. Matters contained in a declaration of record in Book 7487, page 952.

12. Rights or claims of parties in possession under unrecorded leases and of any person or party claiming by, through or under the lessees.

13. Rights of lessee under lease of record in Book 5674, page 944, as amended by amendment of record in Book 6098, page 414.

15. Rights of lessee under lease of record in Book 8301, page 912, as amended in Book 8301, page 928.



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

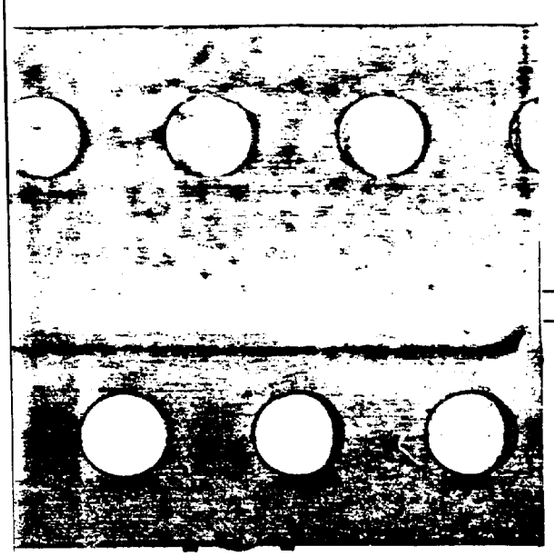
RECEIVED OF _____

FOR _____

BOOK 9399 PAGE 980

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
8728663.00
CON TX 32296.19
PRFEE 1.00
WDEED 24.00
TOTAL 32321.19
CHECK 32321.19

07/06/94 01 14:36 0001 4125

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

68505
IDENTIFICATION REFERENCE

94 JUL -6 PM 2:35
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 810768