Bag 35-

BOOK 9428 PAGE 675

Property: South Plaza Shopping Center

Control No.: 0032

ADDRESS OF NEW OWNER:
WHC-SIX Real Estate Limited Partnership
11 Canal Center Plaza
Alexandria, VA 22314

MAIL TAX STATEMENTS TO:
J.E. Robert Companies
600 E. Las Colinas Blvd.
Suite 1900
Irving, Texas 75039
Attn: Mr. Larry Corson

TENNESSEE SPECIAL WARRANTY DEED

THIS SPECIAL WARRANTY DEED is made as of the 29th day of July, 1994, by The Prudential Insurance Company of America, a New Jersey mutual insurance company, whose address is 751 Broad Street, Newark, New Jersey, 07102, as GRANTOR, to WHC-SIX Real Estate Limited Partnership, a Delaware limited partnership, whose address is 11 Canal Center Plaza, Suite 200, Alexandria, VA 22314, as GRANTEE.

Witness that Grantor, for good and valuable consideration, paid in hand at and before the sealing and delivery of this instrument, the receipt of which is acknowledged, grants to Grantee all the real property located in Nashville, Davidson County, Tennessee, more particularly described in Exhibit A attached hereto, Metro Tax Map 161, Parcel 82 and Metro Tax Map 161, Parcel 232, together with all tenements, hereditaments and appurtenances thereto; subject to current real property taxes and other assessments, zoning, environmental, municipal building and other governmental restrictions, laws, rules, permits, approvals, regulations, ordinances, codes, restrictions or legal requirements and all covenants, conditions, restrictions, easements, rights-of-way and other matters of record.

To have and to hold, all and singular, the premises aforementioned unto said Grantee, its successors and assigns, forever.

Grantor hereby covenants with Grantee that Grantor will forever defend Grantee against claims of all persons claiming by, through or under Grantor. No other covenants or warranties, express or implied, are given by this Special Warranty Deed.

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IN WITNESS WHEREOF, Grantor has set its hand and seal the day and year first above written.

Signed, sealed and delivered
in the presence of:

Lisa A. Vahdat

Name: Lisa A. Vahdat
Title: Assistant Secretary

GRANTOR:

THE PRUDENTIAL INSURANCE COMPANY OF AMERICA

By: _____ [Seal]
Name: Ray Giordano
Title: Vice President

STATE OF NEW YORK)
) ss:
COUNTY OF NEW YORK)

Before me, the undersigned, a Notary Public in and for the State and County aforesaid, personally appeared Ray Giordano, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be Vice President and authorized to execute this instrument on behalf of Prudential Insurance Company of America, the within named bargainor, and that he as such Vice President, executed the foregoing document for the purposes therein contained, by signing the name of the corporation by himself or herself as Vice President.

Witness my hand and official seal at _____ on this 26th day of July, 1994.

Frank S. Cauzzo

Notary Public
My Commission Expires:

FRANK S. CAUZZO
Notary Public, State of New York
No. 43-4777178
Qualified in Richmond County
Certificate filed in New York County
Commission Expires March 30, 19 96

I, or we, hereby swear or affirm that to the best of affiant's knowledge, information and belief, the actual consideration for this transfer or value of the property transferred, whichever is greater, is $ 9,542,510.00, which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

Subscribed and sworn to me this 29th day of July, 1994.

Frank S. Caiazzo
Notary Public
My Commission Expires:

FRANK S. CAIAZZO
Notary Public, State of New York
No. 43-4777178
Qualified in Richmond County
Certificate filed in New York County
Commission Expires March 30, 19



Prepared By:

Howard A. Parelskin, Esq.

Cadwalader, Wickersham & Taft
1333 New Hampshire Avenue, N.W.
Washington, D.C. 20036

I, or we, hereby swear or affirm that to the best of affiant's knowledge, information and belief, the actual consideration for this transfer or value of the property transferred, whichever is greater, is $ 9,542,510.00, which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

GRANTEE:

WHC-SIX REAL ESTATE
LIMITED PARTNERSHIP

By: JER WHC-SIX SERVICES, INC.

By: _____ [Seal]
Name: Daniel T. Ward
Title: Vice President

Subscribed and sworn to me this 1 day of August, 1994.

_____
Notary Public
My Commission Expires:

ELAINE M. FURNARI
Notary Public, State of New York
No. 60-5020028
Qualified in Westchester County
Commission Expires November 8, 1995

Prepared By:

Mario F. Dottori, Esq.
Cadwalader, Wickersham & Taft
1333 New Hampshire Avenue, N.W.
Washington, D.C. 20036

EXHIBIT "A"

BOOK 9428 PAGE 679

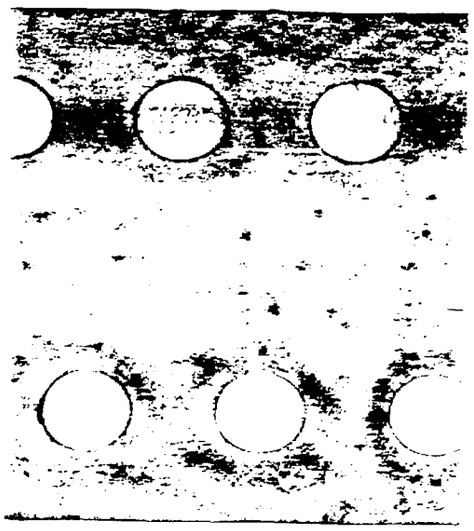
LAND IN DAVIDSON COUNTY, TENNESSEE BEING LOT NO. 1 ON THE RESUBDIVISION OF SOUTH PLAZA SHOPPING CENTER, OF RECORD IN BOOK 7900 PAGE 726, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

BEGINNING AT A CONCRETE HIGHWAY MONUMENT IN THE EASTERLY MARGIN OF NOLENSVILLE ROAD NORTH 05°01'00" WEST 348.18 FEET TO THE TRUE POINT OF BEGINNING.

(1) THENCE NORTH 05°01'00" WEST 366.73 FEET TO A CONCRETE MONUMENT,
(2) THENCE SOUTH 87°49'45" EAST 15.15 FEET TO A CONCRETE MONUMENT, THENCE LEAVING SAID MARGIN OF NOLENSVILLE ROAD, SOUTH 86°24'12" EAST 107.47 FEET,
(3) THENCE NORTH 04°28'17" EAST 354.99 FEET TO AN IRON PIN,
(4) THENCE SOUTH 85°30'10" EAST 452.46 FEET TO AN IRON PIN,
(5) THENCE SOUTH 86°06'20" EAST 593.71 FEET TO AN IRON PIN,
(6) THENCE SOUTH 07°02'38" WEST 538.53 FEET TO AN IRON PIN,
(7) THENCE SOUTH 03°55'27" WEST 439.90 FEET TO AN IRON PIN IN THE NORTH MARGIN OF OLD HICKORY BOULEVARD AS WIDENED,
(8) THENCE NORTH 88°47'21" WEST 33.24 FEET TO AN IRON PIN,
(9) THENCE SOUTH 85°11'39" WEST 50.71 FEET TO AN IRON PIN,
(10) THENCE SOUTH 84°45'10" WEST 508.98 FEET TO AN IRON PIN,
(11) THENCE SOUTH 83°09'21" WEST 342.32 FEET TO AN IRON PIN, THENCE LEAVING OLD HICKORY BOULEVARD,
(12) THENCE NORTH 52°05'00" WEST 18.99 FEET TO AN IRON PIN,
(13) THENCE NORTH 83°23'31" EAST 121.32 FEET TO AN IRON PIN,
(14) THENCE NORTH 06°36'29" WEST 153.38 FEET TO AN IRON PIN,
(15) THENCE SOUTH 83°23'31" WEST 200.01 FEET TO AN IRON PIN IN THE EASTERLY MARGIN OF NOLENSVILLE ROAD,
(16) THENCE NORTH 05°01'00" WEST 274.18 FEET TO THE POINT OF BEGINNING CONTAINING 1,103,664.68 SQUARE FEET OR 25.3367 ACRES.

Formerly known of record as Lots Nos. 1 and 2 on the Second Revision of South Plaza Shopping Center in Book 6250, page 556, Register's Office for Davidson County, Tennessee.

Being the same property conveyed to The Prudential Insurance Company of America, by Substitute Trustee's Deed from Stephen C. Baker, Substitute Trustee, of record in Book 8608, page 741, Register's Office for Davidson County, Tennessee.



OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY

NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 9428 PAGE 680

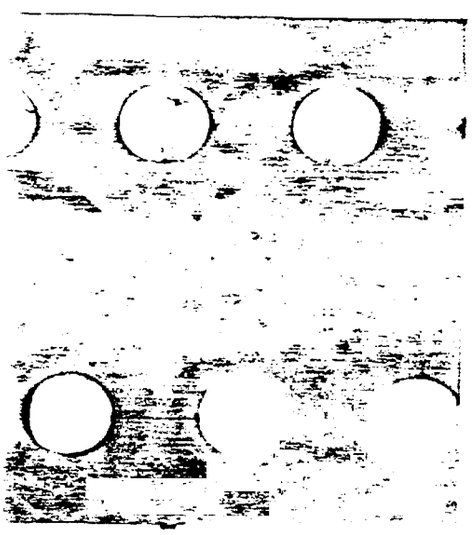
CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO - MORTGAGE	REL - RELEASE	CO TX - STATE TAX CONVEY
WD - WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MO TX - STATE TAX MORT
TD - TRUST DEED		PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID

CAMT
9542510.00
CON TX 35307.25
PRFEE 1.00
WDEED 20.00
TOTAL 35328.25
CHECK 35328.25

08/04/94 01 13:33 0001 4740

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK



78300

IDENTIFICATION REFERENCE

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REGISTER
DAVIDSON COUNTY, TN.

No. 821250