ADDRESS NEW OWNER AS FOLLOWS:	PREPARED BY:	MAP-PARCEL NUMBER:
THE STATE OF TENNESSEE 511 UNION STREET, SUITE 730 NASHVILLE, TN 37243-0299 (TAX EXEMPT)	WELDON B. WHITE, JR. 631 SECOND AVENUE SOUTH SUITE 3F NASHVILLE, TN 37210	MAP 82-14 PARCELS 6.00, 90.00

WARRANTY DEED

BOOK 9561 PG 368

FOR AND IN CONSIDERATION OF THE SUM OF FIVE MILLION DOLLARS ($5,000,000.00) CASH IN HAND PAID BY THE HEREINAFTER NAMED GRANTEE, THE RECEIPT OF WHICH IS HEREBY ACKNOWLEDGED, THE DOWNTOWN BUSINESS CENTER, A JOINT VENTURE, HEREINAFTER CALLED THE GRANTOR, HAS BARGAINED AND SOLD, AND BY THESE PRESENTS DOES TRANSFER AND CONVEY UNTO THE STATE OF TENNESSEE, HEREINAFTER CALLED THE GRANTEE, ITS SUCCESSORS AND ASSIGNS, A CERTAIN TRACT OR PARCEL OF LAND IN DAVIDSON COUNTY, STATE OF TENNESSEE, DESCRIBED AS FOLLOWS:

Land in Davidson County, Tennessee, being Lots 1 and 2 on the Plan of the Stockyards Business Center of record in Plat Book 6900, page 232, Register's Office for Davidson County, Tennessee, to which plan reference is made for a more complete description.

Together with an easement for internal flow of traffic over an existing driveway of record in Book 8687, page 429, said Register's Office.

Included in the above described property but excluded herein is that 0.126 acre tract conveyed to Metropolitan Government of Nashville and Davidson County, Tennessee, by deed from Downtown Business Center of record in Book 8687, page 429, said Register's Office.

Being part of the property conveyed to Grantor by deed of record in Book 7234, page 250, said Register's Office.

This property is subject to the following:

1. Matters shown on the Plan of record in Book 6900, page 232, said Register's Office.
2. Easement to Metropolitan Government for Lick Branch Sewer as mentioned in Book 7234, page 266, said Register's Office.
3. Easement for railroad purposes to Illinois Central Gulf Railroad Company of record in Book 4961, page 373, said Register's Office.

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 SUCCESSOR AND ASSIGNS, FOREVER; AND WE DO COVENANT WITH THE SAID GRANTEE THAT WE ARE LAWFULLY SEIZED AND POSSESSED OF SAID LAND IN FEE SIMPLE, HAVE A GOOD RIGHT TO CONVEY IT, AND THE SAME IS UNENCUMBERED, UNLESS OTHERWISE HEREIN SET OUT; AND WE DO FURTHER COVENANT AND BIND OURSELVES, OUR 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 WHOMSOEVER. WHEREVER USED, THE SINGULAR NUMBER SHALL INCLUDE THE PLURAL, THE PLURAL THE SINGULAR, AND THE USE OF ANY GENDER SHALL BE APPLICABLE TO ALL GENDERS.

BOOK 9561 PG 369

WITNESS OUR HANDS AS OF THE 27th DAY OF December, 1994.

DOWNTOWN BUSINESS CENTER

By: RCM Interests

By: R. C. H. Mathews
R. C. H. Mathews
General Partner

Arthur W. Fields

22056

IDENTIFICATION REFERENCE

PICK-UP

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Personally appeared before me, the undersigned, a Notary Public in and for said state and county, R. C. H. Mathews, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), who acknowledged himself to be a general partner of R. C. M. Interests, a joint venture of the within named bargainor, Downtown Business Center, a Tennessee joint venture, and that he, as such general partner, executed the within instrument for the purposes therein contained, by signing the name of the limited partnership by himself as general partner on behalf of the joint venture.

Witness my hand and seal at office, this 27th day of December, 1994.

Notary Public

My Commission Expires: 11/28/98

STATE OF NORTH CAROLINA
COUNTY OF Mecklenburg

Personally appeared before me, the undersigned, a Notary Public in and for said state and county, Arthur W. Fields, a joint venturer of the within named bargainor, Downtown Business Center, a Tennessee joint venture, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), who acknowledged that he executed the within instrument for the purposes therein contained, by signing his name by himself as a joint venturer of the joint venture.

Witness my hand and seal at office, this 28th day of December, 1994.

Notary Public

My Commission Expires: 9-10-96

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