Box 3
CHU

SPECIAL WARRANTY DEED

BOOK 9837 PG 736

This Instrument Was Prepared By:

Christopher Vrana
AT&T Corp.
222 Mt. Airy Road
Basking Ridge, NJ 07920

Parcel Number 70-10-8
Send Tax Bills to: (New Owner)

Shared Hospital Services
Corporation
641 Mainstream Drive
Nashville, TN 37228
Attn: George Wade

After Recording, Return To:

John R. Haynes, Esq.
Boult, Cummings, Conners & Berry
414 Union Street, Suite 1600
P.O. Box 198062
Nashville, Tennessee 37219
STATE OF TENNESSEE

COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transaction is $675,000.00.

AFFIANT:

Subscribed and Sworn to before me this 26th day of October, 1995.

Notary Public Exp. 6/1/97

FOR AND IN CONSIDERATION of the sum of SIX HUNDRED SEVENTY-FIVE THOUSAND AND 00/100 DOLLARS ($675,000.00)and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, AT&T Corp., a New York corporation (formerly known as American Telephone and Telegraph Company, successor by merger to AT&T Information Systems Inc.), having an office at c/o AT&T Resource Management Corporation, 222 Mt. Airy Road, Basking Ridge, New Jersey 07920 ("Grantor"), hereby grants, bargains, sells, conveys and specially warrants to SHARED HOSPITAL SERVICES CORPORATION, a Tennessee corporation, having an office at 641 Mainstream Drive, Nashville, Tennessee ("Grantee"), all of Grantor's right, title and interest in and to the following

described real property located in Davidson County, Tennessee to-wit (the "Property"):

A copy of the Certificate of Amendment of the Certificate of Incorporation of American Telephone and Telegraph Company evidencing its name change to AT&T Corp., is attached hereto as Appendix 1, and copies of certificates evidencing American Telephone and Telegraph Company's succession by merger to AT&T Information Systems Inc., are attached hereto as Appendix 2.

See Exhibit A attached hereto and made a part hereof consisting of one (1) page, being the property described in the deed to the Grantor herein by deed dated December 2, 1983 and recorded in Book 6209, Page 253.

Subject to restrictions upon the use of the within described property which restrictions are set forth as Articles I through V in instrument of record in Book 4829, page 722, Register's Office for Davidson County, Tennessee and which restrictions are covenants running with the land and binding upon the Grantee, its successors and assigns until the year 2000 as said instrument was modified by Modification to Restrictive Covenants Metrocenter Properties recorded in Book 5792, page 787, said Register's Office.

The conveyance of this property is subject to the terms, provisions, covenants, conditions, easements, rights established and establishing lien for expenses of administration and of maintenance and repairs of common and joint accesses and easements as contained in the Master Deed of Metrocenter recorded in Book 5026, page 783, said Register's Office and First Amendment of Master Deed as recorded in Book 5035, page 967, said Register's Office.

The conveyance of this property is further subject to the terms, provisions, covenants, conditions, easements, rights and potential liens, all as contained in the Declaration of Agreements, Charges, Assessments and Liens for Metrocenter Business Park recorded in Book 7487, page 952, Register's Office for Davidson County, Tennessee.

The conveyance of this property is further subject to the Grant of Pad Mounted Switch Easement recorded in Book 5251, page 505, Register's Office for Davidson County, Tennessee.

Recorded plan shows a 25-foot wide easement along the Northerly line for maintenance of levee and river front by the Metropolitan Government; a 15-foot Colonial Pipeline easement for petroleum underground pipeline, the center of which is 25 feet from and parallel to the North of property line; a 10-foot wide

drainage and public utility easement along the entire East and West property lines; a 50-foot wide easement for railroad along the entire property line, the center of which is 50 feet Southerly from and parallel to the North property line; and Ordinance No. 73-608 recites an agreement between Metropolitan Government of Nashville, and Davidson County, Tennessee relative to the constructions of levees, storage lake, drainage, canals, outlets and pumping stations, as said Ordinance is amended by Ordinance No. 086-1346.

Grantor warrants to Grantee that the Property is free from encumbrances made or suffered by Grantor.

TO HAVE AND TO HOLD THE SAME, together with all and singular the tenements, hereditaments and appurtenances thereto belonging or in any wise appertaining, forever. Grantor warrants and will forever defend the interest herein conveyed to Grantee and to its successors and assigns only against any person or persons whomsoever lawfully claiming any interest therein by, through or under Grantor.

The persons executing this Deed on behalf of Grantor represent under oath that they are fully empowered pursuant to Grantor's By-Laws, resolutions of Grantor's Board of Directors, Grantor's Schedule of Authorizations, and delegations to execute and deliver this Deed.

Grantor also hereby assigns to Grantee all of its right, title and interest in leases of all or any part of the Property.

AT&T CORP.

a New York corporation

WITNESS:

Christopher Vrana

Christopher Vrana

By: A J Marano

Print Name: Anthony L. Marano
Its: Real Estate Vice President

DATED: October 13, 1995

STATE OF NEW JERSEY

BOOK 9837 PG 739

COUNTY OF SOMERSET

Before me, the undersigned, a Notary Public of the State and County aforesaid, personally appeared Anthony L. Marano, 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 Real Estate Vice President of the within named bargainor, and that he as such Real Estate Vice President, executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by himself as such Real Estate Vice President.

WITNESS may hand the seal at the office this 13TH day of October _____, 1995.

Notary Public

My Commission Expires:

LOIS L. CANSIAN
Notary Public of New Jersey
My Commission Expires May 7, 2000

EXHIBIT A BOOK 9837 PG 740

Being a tract of land in Nashville, Davidson County, Tennessee fronting on the westerly margin of Mainstream Drive and being a portion of Tract 37B on the plan of Metrocenter, Section 7, recorded in plat book 5060, page 145, Register's Office of Davidson County, Tennessee, more particularly described as follows:

Beginning at an iron pin on the westerly margin of Mainstream Drive and being a northeast corner to the Piedmont Natural Gas Company, Inc. property as of record in deed book 7352, page 838, N 86 deg. 22'00" W, 185.00 feet to a point in a concrete swale, not monumented;

Thence, continuing with said Piedmont Natural Gas Company, Inc. northerly line, N 44 deg. 37'00" W, 450.00 feet to an iron pin in the Metrocenter levee;

Thence, with said levee the following:
N 51 deg. 27'00" E, 127.10 feet to an iron pin;
N 53 deg. 36'00" E, 230.00 feet to an iron pin, the westerly corner to the Shared Hospital Services Corporation property as of record in deed book 5376, page 510;

Thence, with line common with said Shared Hospital Services Corporation property, S 44 deg. 37'00" E, 410.65 feet to an iron pin on the westerly margin of Mainstream Drive;

Thence, with the westerly margin of Mainstream Drive and a curve to the left having a central angle of 24 deg. 19'27", radius of 630.00 feet, 267.46 feet along said curve to the point of beginning.

APPENDIX 1

CERTIFICATE OF AMENDMENT OF THE
CERTIFICATE OF INCORPORATION OF
AMERICAN TELEPHONE AND TELEGRAPH COMPANY
UNDER SECTION 805 OF THE
BUSINESS CORPORATION LAW

We, the undersigned, being a Vice President and an Assistant Secretary, respectively, of American Telephone and Telegraph Company, do hereby certify as follows:

FIRST: The name of the corporation is American Telephone and Telegraph Company.

SECOND: The Certificate of Incorporation of the corporation was filed by the Department of State on March 3, 1885.

THIRD: The Certificate of Incorporation of the corporation is hereby amended by changing the name of the corporation to AT&T Corp.

FOURTH: To accomplish the foregoing amendment, Article FIRST of the Certificate of Incorporation of the corporation is amended to read as follows:

"FIRST. The name of the corporation is AT&T Corp."

FIFTH: The manner in which the foregoing amendment of said Certificate of Incorporation of the corporation was authorized was by vote of the holders of a majority of all outstanding shares of the corporation entitled to vote thereon at a meeting of shareholders, subsequent to the unanimous vote of the Board of Directors.

IN WITNESS WHEREOF, we have subscribed this document on April 20, 1994 and do hereby affirm, under the penalties of perjury, that the statements contained therein have been examined by us and are true and correct.

By Jim G. Kilpatric
Jim G. Kilpatric
Senior Vice President-Law

By Robert A. Maynes
Robert A. Maynes
Assistant Secretary

BOOK 9837 PG 742

[Endorsed:]
State of New York
Department of State
Filed April 20, 1994
Tax $ None
Filing Fee $60
Special Handling $25
Gail S. Shaffer
Secretary of State

APPENDIX 2

State of Delaware

Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP OF AMERICAN TELEPHONE AND TELEGRAPH COMPANY, A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF NEW YORK, MERGING AT&T INFORMATION SYSTEMS INC. A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, PURSUANT TO SECTION 253 OF THE GENERAL CORPORATION LAW OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF DECEMBER, A.D. 1989, AT 11:28 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION SHALL BE GOVERNED BY THE LAWS OF THE STATE OF NEW YORK.

1 1 1 1 1 1 1 1 1 1

Michael Harkins, Secretary of State

AUTHENTICATION: 12466446

DATE: 12/29/1989

0893021 65

12/29/89 15:05 T5902 874 6803 CORP TRUST CO

BOOK 9837 PG 744

89936255
FILED
11:30AM
DEC 29 1989
SECRETARY OF STATE

CERTIFICATE OF OWNERSHIP AND MERGER
MERGING
AT&T INFORMATION SYSTEMS INC.
INTO
AMERICAN TELEPHONE AND TELEGRAPH COMPANY
(PURSUANT TO SECTION 253 OF THE GENERAL
CORPORATION LAW OF DELAWARE)

AMERICAN TELEPHONE AND TELEGRAPH COMPANY, a New York corporation (the "Corporation"), does hereby certify:

FIRST: That the Corporation is incorporated pursuant to the Business Corporation Law of the State of New York.

SECOND: That the Corporation owns all of the outstanding shares of each class of the capital stock of AT&T Information Systems Inc., a Delaware corporation.

THIRD: That the Corporation, by the following resolutions of its Board of Directors, duly adopted on the 15th day of November, 1989, determined to merge into itself AT&T Information Systems Inc. on the conditions set forth in such resolutions:

FOURTH: The Certificate of Ownership and Merger shall be effective December 31, 1989.

RESOLVED: That American Telephone and Telegraph Company merge into itself its subsidiary, AT&T Information Systems Inc., and assume all of said subsidiary's liabilities and obligations.

FURTHER RESOLVED: That the Senior Vice President-Law and the Secretary of this Corporation be and they hereby are directed to make, execute and acknowledge a certificate of ownership and merger setting forth a copy of the resolution to merge said American Telephone and Telegraph Company into this corporation and to assume said subsidiary's liabilities and obligations and the date of adoption thereof and to file the same in the office of the Secretary of State of Delaware and a certified copy thereof in the Office of the Recorder of Deeds of the County of New Castle.

12/29/89 15:05 3302 574 5863 CORP TRUST CO

IN WITNESS WHEREOF, said American Telephone and Telegraph Company has caused its corporate seal to be affixed and this certificate to be signed by J. G. Kilpatric, its Senior Vice President-Law, and R. E. Scannell, its Secretary, this 29th day of December, 19 89.

AMERICAN TELEPHONE AND TELEGRAPH COMPANY

BY: J. G. Kilpatric
Senior Vice President-Law

ATTEST:

BY: R. E. Scannell
Secretary

SERVICE OF PROCESS WHEN DELAWARE COMPANY MERGES INTO FOREIGN COMPANY

The surviving corporation hereby agrees that it may be served with process in the State of Delaware in any proceeding for the enforcement of any obligation of AT&T Information Systems Inc. arising from the merger and hereby irrevocably appoints the Secretary of State of Delaware as its agent to accept service of process in any such suit or other proceedings and agrees that service of any such process may be made by personally delivering to and leaving with such Secretary of State of the State of Delaware duplicate copies of such process; and hereby authorizes the Secretary of State of the State of Delaware to send forthwith by registered mail one of such duplicate copies of such process addressed to Robert E. Scannell, Corporate Vice President-Law and Secretary, 550 Madison Avenue, New York, New York 10022, unless said surviving corporation shall hereafter designate in writing to such Secretary of State of the State of Delaware a different address for such process, in which case the duplicate copy of such process shall be mailed to the last address so designated.

12/20/89 15:08 T302 674 5653 CORP TRUST CO

Verification

State of New Jersey)
County of Somerset) ss:

Jim G. Kilpatric, being first duly sworn, deposes and says that he is the Senior Vice President-Law of American Telephone and Telegraph Company, that he has read the foregoing certificate and knows the contents thereof, and that the statements therein contained are true.

J G Kilpatric

Sworn to before me this
29th day of December 1989

Peggy C. Brown

PEGGY C. BROWN
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires August 5, 1992

Robert E. Scannell, being first duly sworn, deposes and says that he is the Secretary of American Telephone and Telegraph Company, that he has read the foregoing certificate and knows the contents thereof, and that the statements therein contained are true.

R E Scannell

Sworn to before me this
29th day of December 1989

Peggy C. Brown

PEGGY C. BROWN
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires August 5, 1992

12/28/89 15:08 8302 874 5963 CORP TRUST CO

1990 JA 25 1:01 33CHECK 2546.50

BOOK 9837 PG 747

METROCENTER IMPROVEMENTS ASSOCIATION, INC.
227 French Landing Drive
Suite 390
Nashville, TN 37228
(615) 252-4650

Shared Hospital Services Corporation
641 Mainstream Drive
Nashville, TN

Re: AT&T Corp. Property
651-653 Mainstream Drive
Nashville, Tennessee

Dear Sir/Madam:

With respect to the above-referenced property, please be advised of the following:

1. The current assessment for dues for participation in the Metrocenter Improvements Association is $380.00 per acre per annum. The subject property is almost exactly four (4) acres so the annual assessment is $1,520.00, payable in equal quarterly installments of $380.00.

2. AT&T Corp. is current in its payment of Association dues through September 30, 1995. The next payment will not be due until October 15, 1995 and will cover the period from October 1, 1995 to December 31, 1995.

3. The Association is not aware of any defaults of AT&T Corp. or the subject property under the Declaration of Agreements, Charges, Assessments and Liens for Metrocenter Business Park.

METROCENTER IMPROVEMENTS ASSOCIATION

By: _____

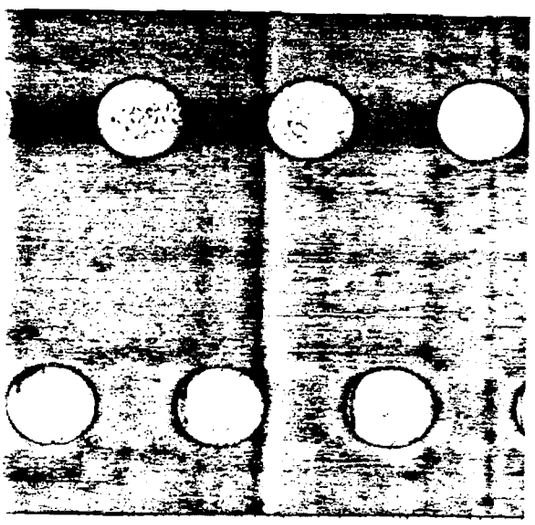
Its: President

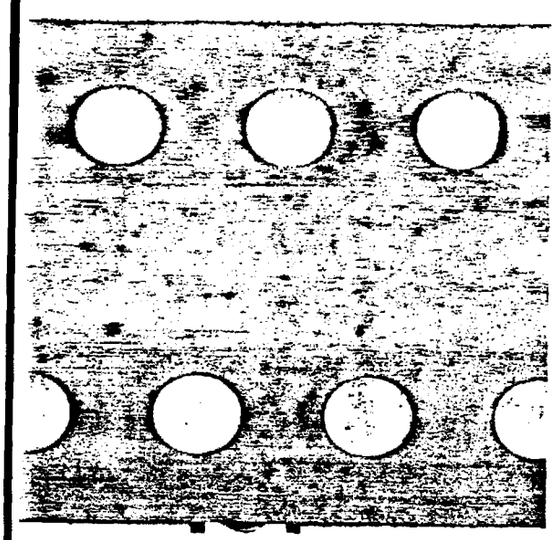
Date: October 5, 1995

95 OCT 25 PM 2:00
FELIX Z. WILSON III REGISTER
DAVIDSON COUNTY, TN.

0115738
IDENTIFICATION REFERENCE

OCT-05-95 THU 10:05 GPO/GRE LAW FAX NO. 9087686443 P.02





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

RECEIVED OF _____

FOR _____

BOOK 9837 PG 743

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

MAMT
675000.00
MOR TX 2497.50
PRFEE 1.00
TDEED 48.00
TOTAL 2546.50
CHECK 2546.50
10/25/95 01 14:03 0001 0600

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0115738
IDENTIFICATION REFERENCE

95 OCT 25 PM 2:00
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 969276