ADDRESS NEW OWNER(S) AS FOLLOWS:	SEND TAX BILLS TO:	MAP PARCEL NUMBERS
SCI-NORTH CAROLINA LIMITED PARTNERSHIP	SAME	MAP 107
(NAME) 14100 East 35th Place	(NAME)	PARCEL 91
(STREET ADDRESS OR ROUTE NUMBER) Aurora, Colorado 80011	(STREET ADDRESS)	
(CITY) (STATE) (ZIP)	(CITY) (STATE) (ZIP)	

PREPARED BY AND
After Recording, return to:

Lane W. Vanderslice
Mayer, Brown & Platt
190 South LaSalle Street
Chicago, Illinois 60626

BOOK 9913 PG 43

PICK-UP

95 JAN -9 PM 3:19
DAVIDSON COUNTY, TN.

IDENTIFICATION REFERENCE
0139333

SPECIAL WARRANTY DEED

THE STATE OF TENNESSEE §
§ KNOW ALL PERSONS BY THESE PRESENTS:
COUNTY OF DAVIDSON §

THAT DEPOSIT GUARANTY NATIONAL BANK, a national banking association, as trustee of the Deposit Guaranty National Bank Employee Benefits Real Estate Fund ("Grantor"), whose mailing address is One Deposit Guaranty Plaza, 7th Floor, Trust-Real Estate, Post Office Box 23100, Jackson, Mississippi 39225-3100, for and in consideration of the sum of One Million One Hundred Thousand and 00/100 Dollars ($1,100,000.00) and other good and valuable consideration to it in hand paid by SCI-NORTH CAROLINA LIMITED PARTNERSHIP, a Delaware limited partnership ("Grantee"), whose mailing address is 14100 East 35th Place, Aurora, Colorado 80011, the receipt and sufficiency of which consideration are hereby acknowledged, has GRANTED, BARGAINED, SOLD, and CONVEYED, and by these presents does hereby GRANT, BARGAIN, SELL, and CONVEY, unto Grantee all of the real property described in Exhibit A attached hereto and made a part hereof for all purposes together with (i) all improvements located thereon, (ii) all and singular the rights, benefits, privileges, easements, tenements, hereditaments, and appurtenances thereon or in anywise appertaining to such real property, and (iii) all right, title, and interest of Grantor in and to all strips and gores and any land lying in the bed of any street, road or alley, open or proposed, adjoining such real

STATE OF Colorado
COUNTY OF Arapahoe
Subscribed and sworn to before me this the 9 day of January, 1996
My commission expires: 12/1/98
(Affiant Seal)

The actual consideration or value whichever is greater, for this transfer is $1,100,000.00
Affiant
Notary Public

NOTARY PUBLIC STATE OF COLORADO

92108 01080 1638C 95213492

property, (said land, improvements, rights, benefits, privileges, easements, tenements, hereditaments, and appurtenances, rights, titles, and interests being hereinafter referred to collectively as the "Property"). Notwithstanding anything contained herein to the contrary, however, with respect to the rights and interests described in (iii) above, Grantor is granting, selling, and conveying Grantor's right, title, and interest in same without warranty (whether statutory, express, or implied). Contemporaneously herewith, Grantor has conveyed to Grantee by separate instrument all of Grantor's right, title and interest in and to the leases covering the real property described in Exhibit A.

BOOK 9913 PG 41

This conveyance is made subject and subordinate to those encumbrances and exceptions (hereinafter referred to collectively as the "Permitted Exceptions") set forth on Exhibit B attached hereto and made a part hereof for all purposes, but only to the extent that the same are valid and existing and affect the Property.

TO HAVE AND TO HOLD the Property, as aforesaid, unto Grantee, its successors and assigns, forever; and Grantor does hereby bind itself and its successors and assigns to warrant title to Grantee against any lawful claim and demand of the Grantor and any person claiming by, through or under Grantor.

IN WITNESS WHEREOF, Grantor has executed this Special Warranty Deed on this 9TH day of JANUARY, 1996

DEPOSIT GUARANTY NATIONAL BANK, A NATIONAL BANKING ASSOCIATION, AS TRUSTEE OF THE DEPOSIT GUARANTY NATIONAL BANK EMPLOYEE BENEFITS REAL ESTATE FUND

By: _____
Name: C MICHAEL WOMACK
Title: SENIOR VICE PRESIDENT & TRUST OFFICER

"GRANTOR"

STATE OF)
) ss
COUNTY OF)

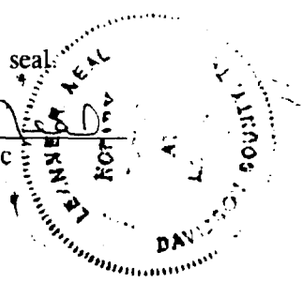
BOOK 9913 PG 45

On this 9th day of January, 1996, before me, the undersigned officer C. Michael Womack personally appeared, who acknowledged himself to be a Sr. Vice Pres. + Trust Officer of DEPOSIT GUARANTY NATIONAL BANK, a national banking association, acting as trustee of the Deposit Guaranty National Bank Employee Benefits Real Estate Fund, and that he, as such Sr. Vice Pres. + Trust Officer, being authorized so to do, acknowledged the execution of the foregoing instrument for the purposes therein contained as such officer of such banking association acting as trustee of such Deposit Guaranty National Bank Employee Benefits Real Estate Fund.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

My Commission Expires: 9/18/99

Leanne R. McLeod
Notary Public



9201681.1 010896 1638C 95213492

EXHIBIT A

Legal Description BOOK 9913 PG 46

Being a parcel of land in Nashville, First Civil District, Fifteenth Councilmanic District, Davidson County, Tennessee, located on the southerly side of Air Lane Drive east of Elm Hill Pike, being Lot No. 3 as shown on the plan of Metropolitan Industrial Park, Phase Two, Section Thirteen as of record in Book 5190, Page 470, R.O.D.C., and being more particularly described as follows:

BEGINNING at a concrete monument in the southerly right-of-way line of Air Line Drive, said point being easterly 1,302.62 feet from the northerly terminus of a curve return to the southerly right-of-way line of Elm Hill Pike;

THENCE; with said southerly right-of-way line of Air Line Drive, N 62 deg. 22' E, 270.63 feet to an iron pin;

THENCE, leaving said right-of-way line with the westerly line of Lot No. 4 as shown on the plan of Metropolitan Industrial Park, Phase II, Section 13 as of record in Book 5190, Page 470, R.O.D.C., S 17 deg. 59' E, 509.01 feet to an iron pin in the northerly right-of-way line of Interstate 40;

THENCE, with said right-of-way line S 75 deg. 08' W, 240.35 feet to an iron pin;

THENCE, leaving said right-of-way line with the easterly line of Metropolitan Industrial Park, Phase II, Section 12, as of record in Book 5190, Page 464, R.O.D.C., N 21 deg. 23' W, 451.38 feet to the point of beginning;

Containing 112,794 square feet or 2.80 acres more or less.

EXHIBIT B

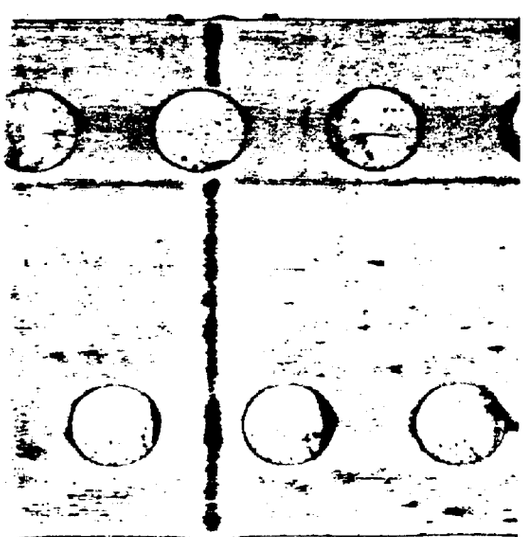
Permitted Exceptions BOOK 9913 PG 47

1. Plan of record recorded in Book 5190, page 470, Registers Office for Davidson County, Tennessee.

2. Access control fence along the line adjoining Interstate Highway 40, a controlled access highway as shown by a survey prepared by Barge, Waggoner, Sumner & Cannon, dated July 22, 1983, revised August 1, 1993 and December 18, 1995, Job No. 6067-54.

3. Taxes for 1996.

5136 01/09 0101 03:CHECK 4091.00



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

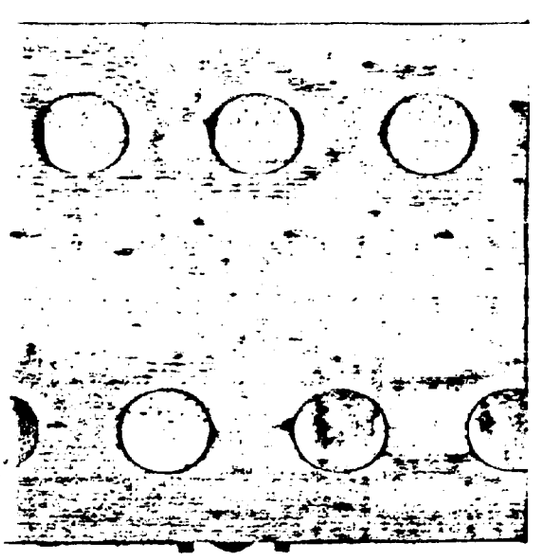
RECEIVED OF _____

FOR _____

BOOK 9913 PG 48

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 1100000.00
CON TX 4070.00
PRFEE 1.00
WDEED 20.00
TOTAL 4091.00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK 4091.00

01/09/96 01 15:22 0001 6136

0139333
IDENTIFICATION REFERENCE

95 JAN -9 PM 3:20

FELIX Z. WILSON, II
REGISTER
DAVIDSON COUNTY, TN

No. 994475