9998-456

QUITCLAIM DEED

FROM: Lakeview Ridge, L.P., a Tennessee limited partnership, Grantor

TO: Highwoods/Forsyth Limited Partnership, a North Carolina limited partnership, Grantee

This instrument was prepared by:
W. Fred Williams
Farris, Warfield & Kanaday
Third National Financial Center
Suite 1900
424 Church Street
Nashville, Tennessee 37219

Address New Owner(s) as Follows:	Name and Address of the Person or Entity Responsible for the Payment of Real Property Taxes	Map-Parcel Numbers
3100 Smoketree Court Raleigh, North Carolina 27604 Attn: Ronald P. Gibson	Same	95-16-36.00

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration for this transfer is Zero Dollars ($-0-).

Ronald P. Gibson
Affiant

Sworn to and subscribed before me, this 29th day of March, 1996.

Carolyn H. Pruitt
Notary Public

NOTARY PUBLIC AT LARGE STATE OF TN

My Commission Expires: 3/22/97

R E C I T A L S:

WHEREAS, prior to the date hereof, all of the partners of LAKEVIEW RIDGE, L.P., a Tennessee limited partnership (the "Grantor"), have assigned their partnership interest in Grantor to HIGHWOODS/FORSYTH LIMITED PARTNERSHIP, a North Carolina limited partnership (the "Grantee"), in exchange for a partnership interest in Grantee; and

WHEREAS, the sole remaining owner of the general and limited partnership interest in Grantor is Grantee, and Grantee desires that Grantor be dissolved and its assets distributed in liquidation thereof;

WHEREAS, under Tennessee law, a partnership must consist of two or more persons, and as set forth above, Grantee is the only

owner of the general and limited partnership interest in Grantor, and therefore, by law, Grantor is unable to exist as a partnership and must dissolve; and

WHEREAS, by operation of law, and further at the election of Grantee to dissolve and liquidate Grantor, Grantor has dissolved and has commenced to wind up its business and liquidate, and this Quitclaim Deed is made as a liquidating distribution to the sole owner of the general and limited partnership interest in Grantor, and Grantee (as the sole remaining owner of the general and limited partnership interest in Grantor) executes this Quitclaim Deed to effectuate such liquidating distribution.

NOW, THEREFORE, in full liquidation of the Grantor, and for and in consideration of the sum of Zero Dollars ($-0-), the receipt and sufficiency of which are hereby acknowledged, Grantor does quitclaim unto Grantee, its successors and assigns, all of Grantor's rights, title and interest in and to a certain tract or parcel of land in Davidson County, State of Tennessee, more particularly described on Exhibit A attached hereto and incorporated herein by this reference (the "Property").

The Property is improved property known as a part of the "Lakeview Ridge Office Park" located at 2620 Elm Hill Pike in Nashville, Davidson County, Tennessee.

The Property is conveyed subject to such limitations, restrictions and encumbrances as may affect the Property.

Witness my hand as of the 1st day of April, 1996.

LAKEVIEW RIDGE, L.P.

By: Highwoods/Forsyth Limited Partnership, its sole general and sole limited partner

By: Highwoods Properties, Inc., its general partner

By: _____

Title: _____

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, Cathy H. Pruitt, a Notary Public of said County and State, personally appeared Ronald P. Gibson, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged him self to be President of Highwoods Properties, Inc., a corporation, the general partner of Highwoods/Forsyth Limited Partnership, sole limited and general partner of LAKEVIEW RIDGE, L.P., the within named bargainor, a limited partnership, and that he as such President executed the foregoing instrument for the purposes therein contained, by signing the name of him self as President of Highwoods Properties, Inc., the general partner of Highwoods/Forsyth Limited Partnership, the sole limited and general partner of LAKEVIEW RIDGE, L.P.

Witness my hand and seal, at Office, this 29th day of March, 1996.

Cathy H. Pruitt
Notary Public

My Commission Expires: 3/22/97

NOTARY PUBLIC AT LARGE STATE OF TEN

96 APR -1 PM 3:21

REGISTER
DAVIDSON COUNTY, TN.

IDENTIFICATION REFERENCE

210374.2 3/29/96

EXHIBIT A

Property Description

Being a parcel of land in Nashville, First Civil District, Fourteenth Councilmanic District, Davidson County, Tennessee, located on the northerly side of Elm Hill Pike, east of Emery Drive, being Lot No. 1 as shown on the plan of Lakeview Ridge Office Park as of record in Book 6250, page 669, R.O.D.C., as amended in Book 6200, page 707, R.O.D.C., and being more particularly described as follows:

BEGINNING at a point in the northerly right-of-way line of Elm Hill Pike, said point being easterly 266 feet, more or less, from the easterly right-of-way line of Emery Drive and said point also being the southeasterly corner of Lakeland Subdivision, as of record in Book 2133, Page 15, R.O.D.C.;

THENCE, leaving said right-of-way line with the easterly line of said Lakeland Subdivision, N 01° 30' 07" E, 165.28 feet to a point;

THENCE, continuing with said line N 02° 12' 40" E, 358.50 feet to a point;

THENCE, leaving said line with a southerly line of property conveyed to Lakeview Associates by deed of record in Book 6532, Page 314, R.O.D.C. the following calls:

S 88° 02' 07" E, 284.00 feet to a point;
S 76° 21' 47" E, 26.61 feet to a point;
S 12° 34' 53" W, 13.20 feet to a point;
S 77° 25' 07" E, 170.00 feet to a point;
S 88° 02' 07" E, 130.00 feet to a point;

THENCE, with a westerly line of said Lakeview Associates property S 10° 08' 46" W, 292.57 feet to a point;

THENCE, continuing with said line S 01° 50' 13" E, 168.68 feet to a point in the northerly right-of-way line of Elm Hill Pike;

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

With a curve to the right 186.77 feet to a point, said curve having a central angle of 03° 48' 06", a radius of 2,814.78 feet, a tangent of 93.42 feet and a chord of N 89° 56' 10" W, 186.73 feet;

N 88° 02' 07" W, 30.48 feet to a point;
S 01° 57' 53" W, 10.00 feet to a point;
N 88° 02' 07" W, 357.36 feet to the point of beginning.

Containing 289,828 square feet or 6.65 acres more or less.

Being the same property conveyed to Lakeview Ridge, L.P. by Limited Warranty Deed from Metropolitan Life Insurance Company, of record in Book 9234, page 531, Register's Office for Davidson County, Tennessee.

Together with an easement for a common driveway as described in the Declaration of Reciprocal Easements and Restrictive Covenants, of record in Book 6677, page 218, said Register's Office, as amended in Book 7070, page 707, said Register's Office.

The above description was taken from a survey prepared by Wendell H. Talley, Sr., Tennessee No. 785, Barge, Waggoner, Sumner and Cannon, 162 Third Avenue North, Nashville, Tennessee, dated October 31, 1986, last revised March 28, 1996, File No. 9040-04.