9998-490

QUITCLAIM DEED

FROM: Ridge Development, LLC, a Tennessee limited liability company, 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		95-16-18.00 95-16-37.00
Attn: Ronald P. Gibson	Same	

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

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

Affiant

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

Notary Public

My Commission Expires: 3/22/97

NOTARY PUBLIC AT LARGE STATE OF TN

R E C I T A L S:

WHEREAS, prior to the date hereof, all of the members of RIDGE DEVELOPMENT, LLC, a Tennessee limited liability company (the "Grantor"), have assigned their membership 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 membership interest in Grantor is Grantee, and Grantee desires that Grantor be dissolved and its assets distributed in liquidation thereof;

WHEREAS, under Tennessee law, a limited liability company must consist of two or more members, and as set forth above, Grantee is the only owner of the membership interest in Grantor, and

therefore, by law, Grantor is unable to exist as a limited liability company 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 membership interest in Grantor, and Grantee (as the sole remaining owner of the membership 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 unimproved property located at 2626 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.

RIDGE DEVELOPMENT, LLC

By: Highwoods/Forsyth Limited Partnership, its sole member

By: Highwoods Properties, Inc., its general partner

By: Leonard P. Gibbs

Title: Asst.

STATE OF TENNESSEE
COUNTY OF DAVIDSON

9996-492

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 himself to be President of Highwoods Properties, Inc., a corporation, the general partner of Highwoods/Forsyth Limited Partnership, sole member of RIDGE DEVELOPMENT, LLC, the within named bargainor, a limited liability company, and that he as such President executed the foregoing instrument for the purposes therein contained, by signing the name of himself as President of Highwoods Properties, Inc., the general partner of Highwoods/Forsyth Limited Partnership, the sole member of RIDGE DEVELOPMENT, LLC.

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 TE

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EXHIBIT A

Property Description 9998:493

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, being the Future Development Parcel as shown on the Plan of Phase I, Lakeview Ridge Office Park as of record in Book 6250, Page 669, as amended in Book 6200, page 707, R.O.D.C. and being more particularly described as follows:

BEGINNING at an iron pin in the northerly right-of-way line of Elm Hill Pike, said iron pin being westerly 80 feet, more or less, from the centerline of Heney Drive;

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

with a curve to the left 274.77 feet to a point, said curve having a central angle of 15° 49' 24", a radius of 994.93 feet, a tangent of 138.26 feet and a chord of N 86° 50' 25" W, 273.90 feet;

S 85° 14' 53" W, 52.56 feet to a point;

N 04° 45' 07" W, 10.00 feet to a point;

S 85° 14' 53" W, 274.55 feet to a point;

with a curve to the right 143.21 feet to a point, said curve having a central angle of 02° 54' 54", a radius of 2,814.78 feet, a tangent of 71.62 feet and a chord of S 86° 42' 20" W, 143.19 feet;

THENCE, leaving said right-of-way line with the easterly line of Lot No. 1 as shown on said Plan, N 01° 50' 13" W, 168.68 feet to a point;

THENCE, continuing with said line N 10° 08' 46" E, 292.57 feet to a point;

THENCE, with the northerly line of said Lot No. 1 the following calls:

N 88° 02' 07" W, 130.00 feet to a point;

N 77° 25' 07" W, 170.00 feet to a point;

N 12° 34' 53" E, 13.20 feet to a point;

N 76° 21' 47" W, 26.61 feet to a point;

N 88° 02' 07" W, 284.00 feet to a point in the easterly line of Lakeland Subdivision as of record in Book 2133, Page 15, R.O.D.C.;

THENCE, with said easterly line N 02° 12' 40" E, 148.35 feet to an iron pin;

THENCE, leaving said line with the southerly line of property conveyed to Paul M. Dillingham by deed of record in Book 4315, Page 742, R.O.D.C.; S 89° 35' 40" E, 200.00 feet to an iron pin;

THENCE, with the easterly line of said Dillingham property N 00° 11' 03" E, 158.00 feet to an iron pin in

the southerly line of Allen Thomas, et. ux. as of record in Book 2591, Page 325, R.O.D.C.;

THENCE, S 87° 54' 38" E, 71.00 feet to an iron pin being the southeast corner of Thomas;

THENCE, with the easterly line of said Thomas the following calls:

N 28° 46' 57" W, 119.54 feet to an iron pin;

N 34° 57' 00" W, 150.00 feet to an iron pin in the southerly right-of-way line of Lakeland Drive;

THENCE, with said right-of-way line with a curve to the left 50.44 feet to a concrete monument, said curve having a central angle of 12° 40' 33", a radius of 228.00 feet, a tangent of 25.32 feet and a chord of N 61° 41' 54" E, 50.34 feet;

THENCE, leaving said right-of-way line with the westerly line of Martinwood Heights Subdivision as of record in Book 2133, Page 63, R.O.D.C.; S 34° 57' 00" E, 150.24 feet to a concrete monument;

THENCE, with the southerly line of said Martinwood Heights Subdivision the following calls:

N 86° 08' 17" E, 26.35 feet to a concrete monument;

N 57° 33' 49" E, 426.59 feet to a concrete monument;

S 76° 34' 33" E, 90.37 feet to a concrete monument;

THENCE, leaving said line with the westerly line of Perry Heights as of record in Book 2900, Page 18, R.O.D.C. the following calls:

S 19° 03' 20" E, 635.86 feet to an iron pin;

N 68° 28' 55" E, 252.30 feet to an iron pin;

S 10° 03' 56" E, 660.60 feet to the point of beginning.

Containing 781,976 square feet or 17.95 acres, more or less.

Being the same property conveyed to Ridge Development, LLC by General Warranty Deed from Lakeview Associates, of record in Book 9713, page 33, Register's Office for Davidson County, Tennessee.

The above description was taken from a survey prepared by Mark E. Sawyer, Tennessee No. 1649, Barge, Waggoner, Sumner and Cannon, 162 Third Avenue North, Nashville, Tennessee, dated May 8, 1995, last revised March 28, 1996, File No. 9040-04.