Address New Owner:	Map-Parcel Numbers:	Send Tax Bills To:
Chillicothe Properties, Inc. Attn: Robinette R. Spooner 1100 Main Street, Suite 350 Kansas City, MO 64105	85-13-0-046 96-01-0-003 96-01-0-144 96-01-0-143 96-01-0-142 96-01-0-008 96-01-0-004	Chillicothe Properties, Inc. Attn: Amanda Jolley 1100 Main Street, Suite 350 Kansas City, MO 64105

10088 pg 361

GENERAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of Ten Dollars and No/100 Dollars ($10.00) cash in hand paid, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, **Bank Midwest, N.A.**, 1100 Main Street, Kansas City, Missouri 64105 ("Grantor), has bargained and sold, and by these presents does transfer and convey to **Chillicothe Properties, Inc.**, a Missouri corporation, 1100 Main Street, Suite 350, Kansas City, Missouri 64105 ("Grantee"), Grantee's successors and assigns, certain land in Davidson County, State of Tennessee, being more particularly described in Exhibit A, which is attached hereto and incorporated herein by this reference (the "Property").

Grantor is owner and holder of the Property by virtue of that certain Special Warranty Deed in Lieu of Foreclosure dated May 25, 1995, executed by Donelson Plaza, L.L.C. in favor of Grantor, recorded June 26, 1996, in Book 9712, Page 132 of the official records of Davidson County, Tennessee.

This conveyance of the Property, and all covenants and warranties contained herein, are made expressly subject to the following:

Real estate taxes for the current year which have been prorated between the parties.

Easements, roads, reservations, rights, encumbrances, and zoning ordinances, of record or appearing upon reasonable inspection, which do not materially interfere with the present uses of the Property.

TO HAVE AND TO HOLD the Property with all appurtenances, estate, title, and interest thereto belonging to the Grantee, Grantee's successors and assigns, forever.

Grantor covenants with the Grantee that Grantor is lawfully seized and possessed of the Property in fee simple; that Grantor has a good right to convey the Property, and that the Property is unencumbered except as set forth hereinabove.

Grantor further covenants and binds itself to warrant and forever defend the title to the Property to the said Grantee, Grantee's successors and assigns, against the lawful claims of all persons whomsoever.

IN WITNESS WHEREOF, the Grantor has executed this Deed this 30th day of May, 1996.

Bank Midwest, N.A.

By: James L. Thompson V.P. Attest: Michelle R. Stringer SEAL

James L. Thompson, Vice President — Michelle R. Stringer, Assistant Secretary

State of Missouri)
)ss.
County of Jackson)

On this 30th day of May, 1996, before me personally appeared James L. Thompson, to me personally known, who, being by me duly sworn did say that he is the vice president of Bank Midwest, N.A., and that the seal affixed to foregoing instrument is the seal of said Bank, and that said instrument was signed and sealed on behalf of said Bank by authority of its board of directors, and said vice president acknowledged said instrument to be the free act and deed of said Bank.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal on the day and year next written above.

My term expires: February 6, 2000 Rolonda Renee Richardson SEAL
Notary Public

STATE OF MISSOURI
COUNTY OF JACKSON

The actual consideration or value, whichever is greater, for this transfer is $4,190,263.13.

James L. Thompson V.P.
James L. Thompson, Affiant

Subscribed and sworn before me this 30th day of May, 1996

My term expires: February 6, 2000 Rolonda Renee Richardson SEAL
Notary Public

\\legalserver\c\winword\bmna\oreo\sales to chillicothe properties, inc\davidson, tn.doc

EXHIBIT A

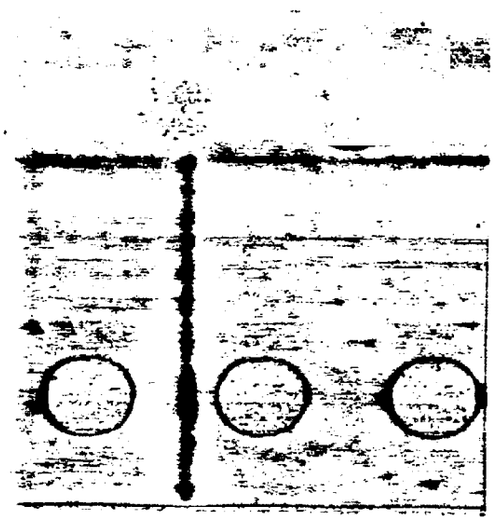
A tract of land in Davidson County, Tennessee, being composed of Lot 1 and Lot 33 on the Plan of Resubdivision of Cliffdale, as of record in Book 974, page 49, R.O.D.C., Tennessee, and being Lots 1 through 7 and part of Lot 8 on the Plan of the Subdivision of the Jere Bowen land as of record in Book 2, page 134, R.O.D.C., Tennessee and being Lots 1 through 3 on the Plan of Donelson Plaza Subdivision as of record in Book 5200, page 381, R.O.D.C., Tennessee, and being more particularly described as follows:

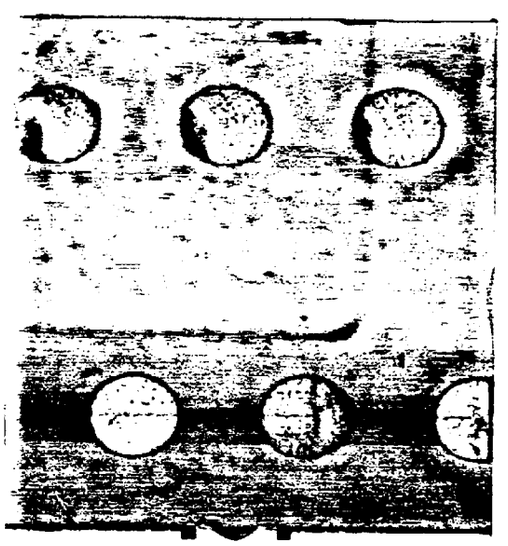
Beginning at the South West corner of Lot 3 on the Plan of Donelson Plaza Subdivision, of record in Plat Book 5200, page 381, of the Register's Office of Davidson County, Tennessee, thence North 06° 39' 29" East, 235.40 feet to a point, thence North 83° 20' 31" West, 31.62 feet to a point, thence with a curve to the left, having a radius of 2075.21 feet, a distance of 128.04 feet to a point, thence North 06° 16' 44" East, 429.38 feet to a point, thence North 89° 41' 21" East, 195.14 feet to a point, thence North 89° 39' 15" East, 172.13 feet to a point, thence North 06° 08' 04" East, 96.24 feet to a point, thence South 87° 39' 52" East, 24.95 feet to a point, thence North 83° 51' 09" East, 242.26 feet to a point, thence South 03° 13' 10" East, 119.25 feet to a point, thence South 40° 53' 05" East, 156.42 feet to a point, thence with a curve to the right, having a radius of 36.10, a distance of 33.88 feet to a point, thence South 12° 53' 09" West, 3.96 feet to a point, thence South 82° 22' 41" East, 45.27 feet to a point, thence South 82° 22' 41" East, 121.89 feet to a point, thence North 13° 23' 53" East, 25.13 feet to a point, thence South 59° 30' 35" East, 183.63 feet to a point, thence South 19° 01' 09" West, 116.43 feet to a point, thence South 17° 32' 13" West, 297.75 feet to a point, thence North 46° 59' 03" West, 33.58 feet to a point, thence North 56° 14' 06" West, 51.66 feet to a point, thence North 63° 06' 38" West, 46.11 feet to a point, thence South 10° 10' 04" West, 153.55 feet to a point, thence North 80° 04' 33" West, 195.85 feet to a point, thence South 10° 20' 26" West, 182.08 feet to a point, thence North 71° 06' 00" West, 11.76 feet to a point, thence North 21° 12' 09" East, 14.37 feet to a point, thence North 70° 58' 22" West, 70.01 feet to a point, thence North 71° 07' 01" West, 84.23 feet to a point, thence North 17° 11' 58" East, 5.00 feet to a point, thence with a curve to the left, having a radius of 2843.66, a distance of 185.27 feet to a point, thence North 14° 01' 19" East, 15.00 feet to a point, thence with a curve to the left, having a radius of 2858.66, a distance of 196.40 feet to the point of beginning, containing 694,156.12 square feet or 15.9356 acres.

0193267
IDENTIF. & REFERENCE

96 JUN 17 AM 10:33
FELIX A. [illegible] REGISTER
DAVIDSON COUNTY, TN.

4081 06/17 0101 03CHECK 15513.98





OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 10088 PG 363

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 4190263.13
				CON TX 15503.98
				PRFEE 1.00
				WDEED 8.00
				TOTAL 15512.98
				CHECK 15512.98
			06/17/96	01 10:36 0001 4081

IDENTIF. & REFERENCE 0193267

96 JUN 17 AM 10:33

FELIX Z. WILSON, REGISTER
DAVIDSON COUNTY, TN

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

No. 1051892