37

Address New Owner:	Map-Parcel Numbers:	Send Tax Bills To:
c/o TCI Communications, Inc. Post Office Box 5630 Denver, Colorado 80217-5360 Attention: Real Estate Operations	70-9-92 70-9-167 70-14-6 70-14-3	235 Montgomery Street, Suite 420 San Francisco, California 94104
This instrument prepared by: Sherman & Howard L.L.C. (303) 297-2900 633 Seventeenth Street, Suite 3000, Denver, Colorado 80202		

QUITCLAIM DEED

FOR AND IN CONSIDERATION of the sum of One Dollar ($1.00) cash in hand paid, the receipt and sufficiency of which are hereby acknowledged, TCI Pacific Communications, Inc., a Delaware corporation, formerly known as Viacom International Inc. (the "Grantor"), by these presents hereby sells, assigns, and quitclaims to Tele-Vue Systems, Inc., a Washington corporation (the "Grantee"), Grantee's heirs, successors and assigns, all of Grantor's right, title, and interest in and to certain land in Davidson County, Tennessee, being more particularly described in Exhibit A, which is attached hereto and incorporated herein by reference (the "Property").

This is improved property known as 676 and 660 Mainstream Drive and 2115 Summit Avenue, Nashville, Tennessee.

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

IN WITNESS WHEREOF, the Grantor has executed this Deed effective as of the 31st day of July, 1996.

TCI PACIFIC COMMUNICATIONS, INC.,
a Delaware corporation, formerly known as
Viacom International Inc.

By: _____
Title: VP

STATE OF COLORADO)
) ss
COUNTY OF Arapahoe)

The foregoing instrument was acknowledged before me this 31st day of July, 1996 by William R. Fitzgerald, as VP of TCI Pacific Communications, Inc. a Delaware corporation, formerly known as Viacom International Inc.

Witness my hand and official seal.
My commission expires: 3/14/98

[SEAL]

_____
(Notary Public)

STATE OF COLORADO)
COUNTY OF Arapahoe)

The actual consideration for this transfer is $ 0

_____
Affiant

Subscribed and sworn to before me this 31st day of July, 1996.

_____
Notary Public

My Commission Expires: 3/14/98

96 AUG -1 PM 2:12
CLERK & MASTER/REGISTER
DAVIDSON COUNTY, TN.

IDENTIF. & REFERENCE

0209885

EXHIBIT A

Parcel 1:

Land in Davidson County, Tennessee, being Lot No. 1 and "Reserved Tract" on the Plan of Viacom International, Inc.'s property of reocord in Plan Book 5210, page 329, Register's Office for Davidson County, Tennessee, to which reference is hereby made for a more complete and accurate legal description.

Being the same property conveyed to Viacom International Inc., a New York Corporation, by deed from Earl Hawkins, a single man, of record in Book 5428, page 299, Register's Office for Davidson County, Tennessee. Also being the same property conveyed to Viacom International Inc., a Delaware corporation by deed from Viacom International Inc., Delaware corporation, Successor by Merger to Viacom International, Inc., an Ohio corporation of record in Book 9942, page 367, Register's Office for Davidson County.

Parcel 2:

Land in Davidson County, Tennessee, being Lot No. 37R on the Plan of MetroCenter, Section 10, Tract 37-R, of record in Plan Book 5190, page 324, Register's Office for Davidson County, Tennessee, to which reference is hereby made for a more complete and accurate legal description.

Being the same property conveyed to VIACOM INTERNATIONAL INC. by deed from METROCENTER PROPERTIES of record in Book 5474, page 668, said Register's Office .

Parcel 3:

A parcel of land in the First, formally the Eighth, Civil District, Nashville, Davidson County, Tennessee bounded on the west by Mainstream Drive, on the north by Viacom, and on the east and south by Metropolitan Board of Parks and being more particularyly described as shown on a Plat entitled "Section 16, Resubdivision of Section No. 1, MetroCenter, Tract 37G", and recorded among the land records of Nashville, Davidson County, Tennessee in Plat Book 5190, pgae 594 of the Register's Office.

Being the same property conveyed to VIACOM INTERNATIONAL INC. by deed from MetroCenter Properties of record in Book 5835, page 53, Register's Office for Davidson County, Tennessee.

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