BOOK 10141 PG 673

3724

THIS INSTRUMENT PREPARED BY: **Sara Hansen Wilson** **PILLSBURY MADISON & SUTRO** P. O. Box 7880 San Francisco, CA 94120-7880 (415) 983-1000	STATE OF Colorado COUNTY OF Arapahoe The actual consideration or value, whichever is greater, for this transfer is $2,354,400. AFFIANT Subscribed and sworn to before me, this 31st day of July, 1996. Notary Public My Commission Expires: 3/14/98

Address new owner as follows:
Intermedia Partners East
235 Montgomery St., Suite 400
San Francisco, CA 94104

Send Tax Bills to:
Intermedia Partners East
235 Montgomery St., Suite 400
San Francisco, CA 94104

Map-Parcel Numbers
70-14-6

NOTARY PUBLIC STATE OF COLORADO

SPECIAL WARRANTY DEED

For and in consideration of the sum of Ten Dollars, cash in hand paid by the hereinafter named Grantee, and other good and valuable consideration, the receipt of which is hereby acknowledged, TELE-VUE SYSTEMS, INC., a Washington corporation, hereinafter called the Grantor, has bargained and sold, and by these presents does transfer and convey unto INTERMEDIA PARTNERS SOUTHEAST, a California general partnership, hereinafter called the Grantee, its heirs and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described as follows:

See Exhibit A attached hereto and incorporated herein.

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

See Exhibit B attached hereto and incorporated herein.

This is improved property, known as 660 Mainstream Drive, Nashville, Tennessee.

BOOK 10141 PG 674

TO HAVE AND TO HOLD this said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said Grantee, its heirs and assigns, forever; and it does covenant with the said Grantee that the property is free from all encumbrances as made or suffered by the said Grantor, except to the extent otherwise set forth herein; and it does further covenant and bind itself, to warrant and defend title to the property to the said Grantee, its successors and assigns, against the lawful claims of all persons claiming by, through or under said Grantor, but not otherwise, except that no warranty is made as to the amount of acreage in the property, and the use of any gender shall be applicable to all genders.

IN WITNESS WHEREOF, Grantor has executed this deed to be effective as of the 1st day of August, 1996.

TELE-VUE SYSTEMS, INC., a Washington corporation

By _____

Its VP

STATE OF Colorado)
COUNTY OF Arapahoe)

The foregoing instrument was acknowledged before me this 31st day of July, 1996 by William R. Fitzgerald, as Vice-President of Tele-Vue Systems, Inc., a Washington corporation.

_____
Notary Public

My Commission Expires: 3/14/98

12291514

Exhibit A

Legal Description

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. Also being the same property conveyed by deed from TCI Pacific Communications, Inc., a Delaware corporation, successor by name change to Viacom International Inc., to Tele-Vue Systems, Inc., a Washington corporation, of record in Book 10141 page 667, said Register's Office.

Exhibit B

1. 1996 State and County taxes, a lien not yet payable.

2. Matters shown on the Plan of record in Book 5190, Page 324, said Register's Office.

3. Restrictive Covenants contained in instrument of record in Book 4829, page 722, as amended of record in Book 5792, page 787, said Register's Office.

4. Restrictive Covenants contained in instrument of record in Book 5474, page 662, said Register's Office.

5. Declaration of Covenants, Conditions, Liens, Easements and Restrictions, including, but not limited to, easements, assessments, special assessments, charges and liens, contained in an instrument of record in Book 7487, page 952, said Register's Office.

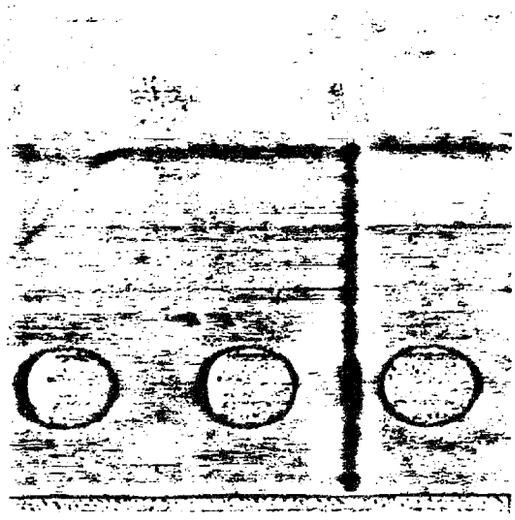
6. Rights of tenants, as tenants only, under existing leases, whether of record or not.

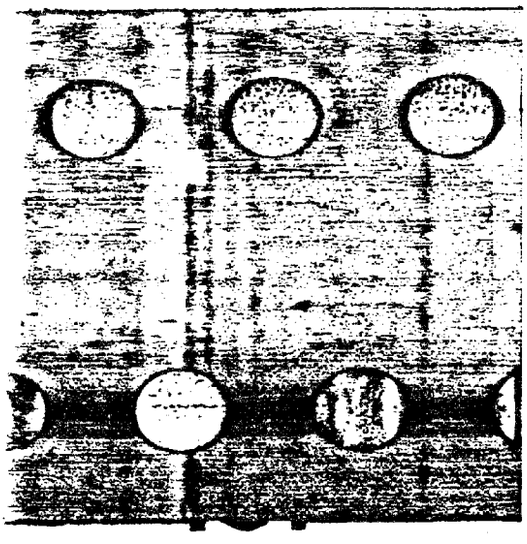
7. General or special taxes and assessments required to be paid in the year 1996 and subsequent years.

8. Rights of others in and to the common elements.

0209887
IDENTIF. ↑ REFERENCE
96 AUG -1 PM 2:13
FELIX Z. [illegible] REGISTER
DAVIDSON COUNTY, TN.

2022 08/01 0101 03CHECK 8728.28





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

RECEIVED OF _____

FOR _____

BOOK 10141 PG 677

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
				2354400.00
				CON TX 8711.28
				PRFEE 1.00
				WDEED 16.00
				TOTAL 8728.28
				CHECK 8728.28
08/01/96	01			14:16 0001 2022

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

IDENTIF. ↑ REFERENCE 0209887

96 AUG -1 PM 2:13

FELIX Z. WILSON, II REGISTER
DAVIDSON COUNTY, TN.

No. 1069605