BOOK 10142 PG 218

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 $50,000. AFFIANT Subscribed and sworn to before me, this 31st day of July, 1996. Notary Public My Commission Expires: 3/14/98

JULIE M. SATO NOTARY PUBLIC STATE OF COLORADO

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 Number: Map A part of 149-8-207; Field Book 2DX 08740

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, successor by merger to VSC CABLE, INC., a Delaware corporation, d/b/a Viacom Cable, 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:

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

2. Matters shown on the Plan of Record in Book 9700, page 107, Register's Office for said County.

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Exhibit A

Legal Description

Land in Davidson County, Tennessee, being Lot No. 1B on the plan of Resubdivision of Lot #1 of Whitworth Commercial Subdivision, Phase 1, of record in Book 9700, page 107, Register's Office for Davidson County, Tennessee, to which plan reference is hereby made for a more complete description.

Being the same property conveyed to VSC Cable, Inc., d/b/a Viacom Cable, by deed from Sue P. Whitworth, a widow, of record in Book 9957, page 597, register's Office for Davidson County, Tennessee. VSC Cable, Inc., d/b/a Viacom Cable, subsequently merged into Tele-Vue Systems, Inc., a Washington corporation, on July 31, 1996.

02100014
IDENTIF. & REFERENCE

96 AUG -1 PM 3:53
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

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3. Subject to an easement for sanitary sewer line of record in Book 4647, page 209, Register's Office for said County.

4. Subject to a deed of conveyance to the Metropolitan Government of Nashville and Davidson County, Department of Water and Sewerage Services of record in Book 8541, page 206, Register's Office for said County.

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

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

This is improved property, known as Rural Hill Road, Nashville, Tennessee.

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, successor by merger to VSC Cable, Inc. d/b/a Viacom Cable

By _____

Its VP

STATE OF Colorado
COUNTY OF Arapahoe

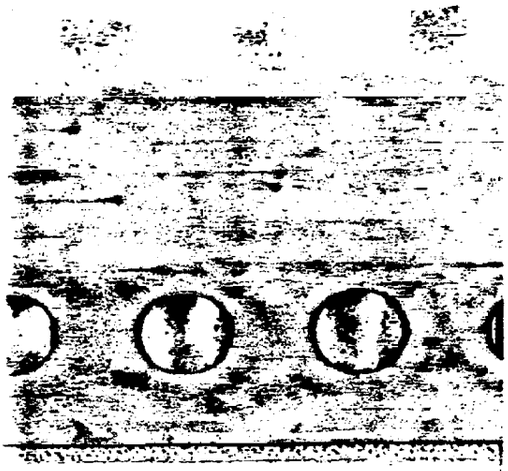
The foregoing instrument was acknowledged before me this 31st day of July, 1996 by William R. Fitzgerald, as Vice-President of Tele-Vue Systems, Inc., a Washington corporation, successor by merger to VSC Cable, Inc. d/b/a Viacom Cable.

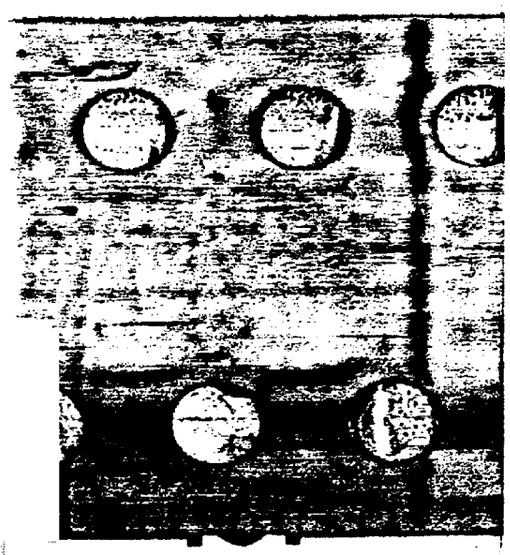
_____
Notary Public

My Commission Expires: 3/14/98

JAMIE A. SOTO NOTARY PUBLIC STATE OF COLORADO

12291540





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

RECEIVED OF _____

FOR _____

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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 50000.00
CON TX 185.00
PRFEE 1.00
WDEED 12.00
TOTAL 198.00
CHECK 198.00

08/01/96 01 15:57 0001 2151

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

02100014
IDENTIF. ↑ REFERENCE

96 AUG -1 PM 3:53
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 1069734