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35

TO: **Bell Forge Corporation**

FROM: **Bell Forge Partners, L.P.**

THIS INSTRUMENT PREPARED BY:
C. MARK CARVER, ESQ.
FARRIS WARFIELD & KANADAY
424 CHURCH STREET, 18TH FLOOR
NASHVILLE, TN 37219

Address New Owner:	**Send Tax Bills To:**	**Map/Parcel No.**
Bell Forge Corporation ATTN: Scott Lorenz c/o American Realty Advisors 700 North Brand Boulevard, Suite 300 Glendale, California 91203	SAME	Map 163, Parcel 302

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $10,600,000.

Affiant

Subscribed and sworn to before me, this 16th day of September, 1996.

Notary Public

My Comm. Expires: 9/18/99

LEANNE RENEAL NOTARY PUBLIC DAVIDSON COUNTY, TN

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION OF the sum of Ten Dollars, cash in hand paid by the hereinafter named Buyer, and other good and valuable consideration, the receipt of which is hereby acknowledged, **Bell Forge Partners, L.P.** (hereinafter called the "Seller"), has bargained and sold, and by these presents does transfer and convey unto **Bell Forge Corporation**, a Delaware corporation (hereinafter called the "Buyer"), Buyer's successors and assigns, all of Seller's interest in a certain tract of land in Davidson County, Tennessee, described in Exhibit A attached hereto and incorporated herein by reference.

The above-referenced property is conveyed subject to the matters described in Exhibit B attached hereto and incorporated herein by reference.

TO HAVE AND TO HOLD the said real property together with all appurtenances and hereditaments thereunto belonging or in any wise appertaining to Buyer, its successors and assigns, forever.

Seller further covenants and binds itself, its representatives, successors and assigns to warrant specially and forever defend the title to said real estate to Buyer, Buyer's successors and assigns, against the lawful claims of all persons claiming by, through and under Seller (other than claims arising out of the matters set forth in Exhibit B), but not further or otherwise. Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

IN WITNESS WHEREOF, Seller has caused this Special Warranty Deed to be executed effective as of the 16th day of September, 1996.

SELLER: **BELL FORGE PARTNERS, L.P.,**
a Tennessee limited partnership

By: **C/M Corporation,**
a Tennessee corporation,
General Partner

By: Thomas F. Corcoran

Title: President

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me Claudine E. Williams Notary Public of said County and State, personally appeared Tom Corcoran, 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 C/M Corporation, general partner of Bell Forge Partners, L.P., the within named bargainor, and that he executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as President.

Witness my hand and seal, at Office in Nashville, Tennessee this 16th day of September, 1996.

Claudine E. Williams
Notary Public

My Commission Expires: 4-28-2000

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EXHIBIT A

PROPERTY DESCRIPTION

Land in Davidson County, Tennessee, being Lot No. 1 on the Resubdivision of Section 2, Belle Forge Commercial Park, as shown on plat of record in Plat Book 6900, page 90, in the Register's Office for Davidson County, Tennessee.

Being a parcel of land in the First Civil District, Nashville, Davidson County, Tennessee, bounded on the North by Bell Road, on the West by Mt. View Road, and on the South and East by Bell Forge Lane.

Being the same property conveyed to Bell Forge Partners, L.P., a Tennessee Limited Partnership, by deed of record in Book 9139, page 763, Register's Office for Davidson County, Tennessee.

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EXHIBIT B

PERMITTED EXCEPTIONS

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

2. Terms and provisions of the Lease to The Kroger Co. of record in Book 6636, page 979, said Register's Office.

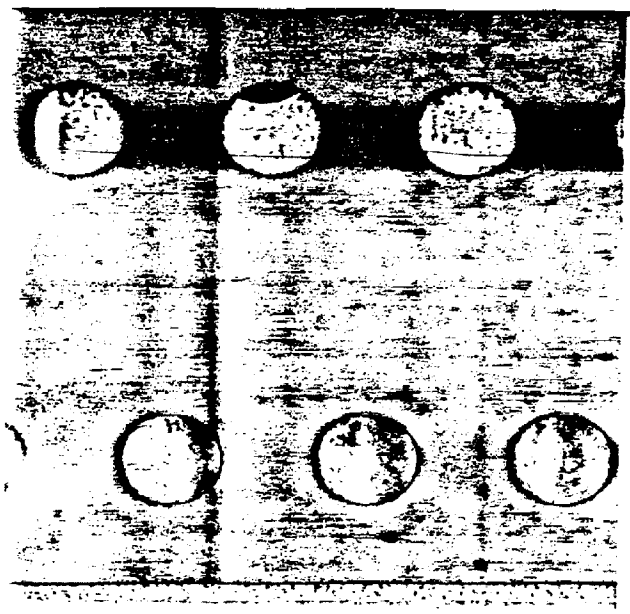
3. Covenants, conditions, restrictions, reservations, easements, liens for assessments, options, powers of attorney, and limitations on title set forth in Declaration of Protective Covenants for Bell Forge Commercial park, Section One of record in Book 5993, page 769, said Register's Office, as amended by Amendment to Declaration of Protective Covenants for Bell Forge Commercial Park, Section One of record in Book 6207, page 838, said Register's Office, as further amended by Second Amendment to Declaration of Protective Covenants for Bell Forge Commercial Park, of record in Book 6309, page 775, said Register's Office, and further amended by Third Amendment to Declaration of Protective Covenants for Bell Forge Commercial Park, of record in Book 7375, page 782, said Register's office.

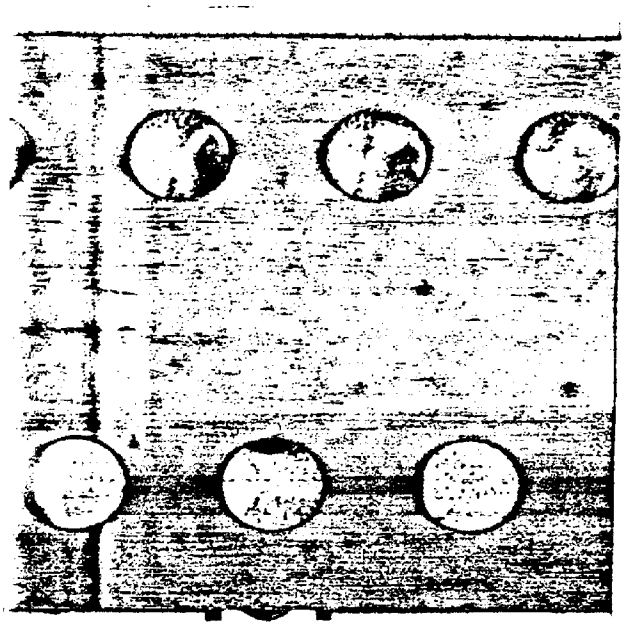
4. Plat of record in Book 6900, page 90, said Register's Office, shows an owner's certificate, a 15' setback line and public utility and drainage easement from Bell Road, Mt. View Road and Bell Forge Lane East, a 25' Nashville Electric Service easement; entrance sign easement, a 20' sanitary sewer easement and notation that no access is allowed to Bell Road.

5. Reciprocal Use and Maintenance Agreement of record in Book 6855, page 114, said Register's Office.

6. Survey of Thomas Miller & Associates, dated April 26, 1996, last revised August 14, 1996, showing the matters shown on said Plat and various encroachments.

0225653
IDENTIF. ↑ REFERENCE
96 SEP 16 PM 1:42
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.
3924 09/16 0101 03CHECK 39237.00





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
			CON TX 39220.00	
			PRFEE 1.00	
			WDEED 16.00	
			TOTAL 39237.00	
			CHECK 39237.00	
09/16/96	01	13:45	0001 8924	

CAMT 10,600,000.00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0225653 IDENTIF. ↑ REFERENCE

96 SEP 16 PM 1:42

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 1031365