BOOK 10201 PG 425

STATE OF Tennessee)
COUNTY OF Davidson)

The actual consideration for this transfer or value of property (whichever is greater) is $1,250,000.00. This is equal to or greater than the property would bring at a fair and voluntary sale.

N. Courtney Hollins
Affiant

Sworn to and subscribed before me this 24 day of September, 1996.

Notary Public
My Commission Expires: 7-22-00

THIS INSTRUMENT PREPARED BY:
N. COURTNEY HOLLINS
ATTORNEY AT LAW
315 DEADERICK STREET, SUITE 1905
NASHVILLE, TENNESSEE 37238

PICK-UP

96 SEP 24 PM 2:16

FELIX ... REGISTER
DAVIDSON COUNTY, TN.

IDENTIF. & REFERENCE

0228727

ADDRESS NEW OWNER:
2000 Powell Street, Suite 1240
Emeryville, California 94608

SEND TAX BILL TO:
SAME

Map: 51-11
Parcel: 100

WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of Ten Dollars ($10.00), cash in hand paid by the hereinafter named GRANTEES, and other good and valuable considerations, the receipt and sufficiency of which are hereby acknowledged, Douglas B. Kays, a married, hereinafter the GRANTOR, has bargained and sold, and by these presents do transfer and convey unto Devon/Nashville, L.P., a California limited partnership, hereinafter the GRANTEE, its successors and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, more particularly described as follows: 4642.00

SEE ATTACHED EXHIBIT A, WHICH IS INCORPORATED HEREIN BY THIS REFERENCE.

This is improved property known as 1210 Gallatin Road, Nashville, Tennessee 372__.

This conveyance is made subject to such limitations, restrictions and encumbrances of record as may affect the premises.

TO HAVE AND TO HOLD the said tract or parcel of land with the appurtenances, estate, title and interest thereto belonging to said GRANTEE, its successors and assigns, forever; GRANTOR does further covenant with said GRANTEE that GRANTOR is lawfully seized and possessed of said land in fee simple, has a good right to convey it, and the same is unencumbered except as otherwise herein set out; and it does further covenant and bind itself, its successors and representatives, to warrant and forever defend the title to the said land to the said GRANTEE, its successors and assigns, against the lawful claims of all persons whomsoever.

Whenever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

WITNESS my hand this 20th day of September, 1996.

BOOK 10201 PG 426

GRANTOR:

Douglas B Kays

DOUGLAS B. KAYS

STATE OF CALIFORNIA)
COUNTY OF Los Angeles)

Personally appeared before me, Cindy Sharp, a Notary Public of said County and State, Douglas B. Kays, the within named bargainor, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that he executed the within instrument for the purposes therein contained.

WITNESS my hand, at office, this 20th day of September, 1996.

Cindy Sharp

Notary Public

My Commission Expires: 3-9-2000

CINDY SHARP
Commission # 1086468
Notary Public — California
Los Angeles County
My Comm. Expires Mar 9, 2000

EXHIBIT A
Property Description

Land in Davidson County, Tennessee, being Lot No. 1 on the plan of Douglas B. Kays Subdivision recorded in Book 9700, page 237, Register's Office for Davidson County, Tennessee, and more particularly described as follows:

Beginning at an iron rod in the westerly right-of-way margin of Gallatin Pike, said point being the northeast corner of Lot No. 2; thence leaving said right-of-way N 63 deg. 55' 28" W 279.02 feet to an iron rod; thence S 26 deg. 06' 17" W 305.94 feet to an iron rod; thence N 69 deg. 14' 02" W 310.89 feet to an iron rod; thence N 21 deg. 42' 25" E 29.44 feet to a point; thence S 68 deg. 17' 35" E 15.00 feet to an iron rod; thence N 21 deg. 42' 25" E 402.80 feet to an iron rod; thence N 68 deg. 17' 35" W 15.00 feet to an iron rod; thence N 21 deg 42' 25" E 251.90 feet to an iron rod; thence S 64 deg. 06' 17" E 639.75 feet to an iron rod in the westerly right-of-way margin of Gallatin Pike; thence with said right-of-way S 25 deg. 53' 43" W 349.45 feet to the point of beginning, containing 315,918 square feet (7.25 acres, more or less).

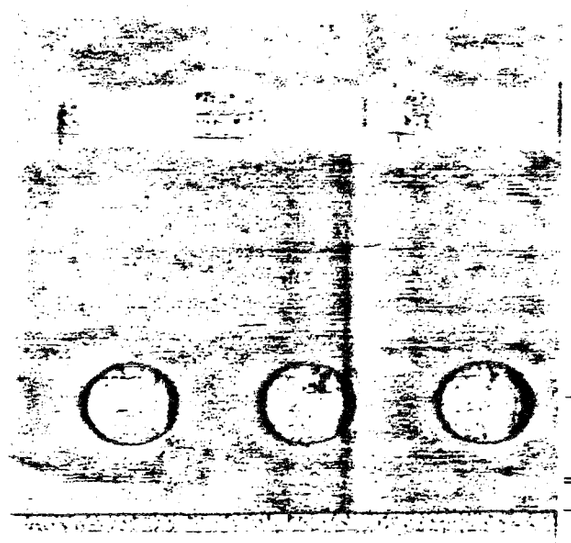
Together with Appurtenant Easements for Sidewalk Exit of record in Book 9904, page 95, and Perpetual Mutual Non-Exclusive Ingress and Egress of record in Book 9904, page 98, Register's Office for Davidson County, Tennessee.

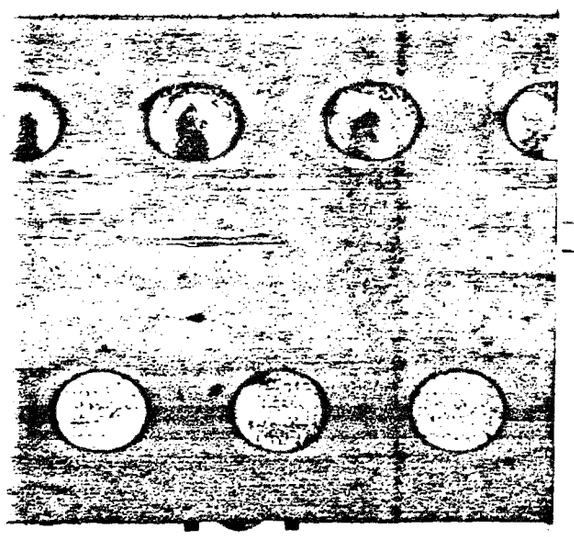
Being part of the same property conveyed to Douglas B. Kays by deed from Sears, Roebuck and Co., a New York corporation, of record in Book 8738, page 727, Register's Office of Davidson County, Tennessee.

EXHIBIT B
Permitted Exceptions

BOOK 10201 PG 428

1. Real Estate Taxes for 1996, a lien not yet due and payable.
2. Sidewalk Exit Easement of record in Book 9904, page 95, Register of Deeds for Davidson County, Tennessee.
3. Perpetual Mutual Non-Exclusive Ingress and Egress Easement of record in Book 9904, page 98, said Register's Office.
4. Easements for sanitary sewers and/or storm drainage by instrument of record in Book 3508, page 102, Book 3508, page 114, Book 3508, page 118, Book 3508, page 194, and in Book 4073, page 580, said Register's Office.
5. Easement of record in Book 4166, page 239, said Register's Office.
6. Plan of Douglas B. Kays Subdivision recorded in Book 9700, page 237, said Register's Office.





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

RECEIVED OF _____

FOR _____

BOOK 10201 PG 429

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	1250000.00
			CON TX	4625.00
			PRFEE	1.00
			WDEED	16.00
			TOTAL	4642.00
			CHECK	4642.00
09/24/96	01		14:22 0001	2206

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

02287727
IDENTIF. ↑ REFERENCE

96 SEP 24 PM 2:16
FELIX Z. WILSON, II REGISTER
DAVIDSON COUNTY, TN.

No. 1034612