This instrument prepared by
JOE VAULX CROCKETT, III, ESQ.
Suite 1050 American Center
3100 West End Avenue
Nashville, Tennessee 37203

Address New Owner:	Send Tax Bills To:	Map/Parcel No.
NWI Warehouse Group, L.P. 1410 Donelson Pike Suite A-5 Nashville, Tennessee 37217	Same	50/8 and 21

BOOK 10204 PG 135

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of Ten Dollars and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, ROBIN G. COSTA, TRUSTEE, with full power to transfer, sell, convey, mortgage or otherwise encumber without the joinder of any beneficiary ("GRANTOR") has bargained and sold, and by these presents does transfer and convey unto NWI WAREHOUSE GROUP, L.P., a Tennessee limited partnership ("GRANTEE"), its successors and assigns, certain real estate in Nashville, Davidson County, Tennessee, being more particularly described in Exhibit A, attached hereto and incorporated herein by reference, together with all right, title and interest of GRANTOR in and to any easements and rights-of-way adjoining or abutting said real estate and any covenants and other rights appurtenant thereto (the "Property").

This is unimproved property located at Brick Church Pike and Brick Church Lane, Nashville, Tennessee.

This conveyance of the Property, and all covenants and warranties contained herein, are made expressly subject to the exceptions, limitations, restrictions, encumbrances, and other matters set forth on Exhibit B, attached hereto and incorporated herein by reference. Notwithstanding anything to the contrary contained herein or in any exhibit hereto, GRANTOR makes no warranty as to the amount of acreage contained in the Property.

TO HAVE AND TO HOLD the Property, together with all appurtenances, estate, title and interest thereto belonging to GRANTEE, its successors and assigns, forever.

GRANTOR further covenants and binds itself, its heirs, successors, representatives, and assigns to warrant specially and forever defend the title to the Property to GRANTEE, its successors and assigns, against the lawful claims of all persons claiming by, through or under GRANTOR (other than claims arising out of the matters set forth on Exhibit B), but not further or otherwise.

WITNESS my hand this 24 day of September, 1996.

Robin G. Costa
ROBIN G. COSTA, TRUSTEE

0229636
IDENTIF. ↑ REFERENCE

96 SEP 26 P1:12:36
FELIX Z. [illegible] REGISTER
DAVIDSON COUNTY, TN.

3142 09/26 0101 03CHECK 9793.

STATE OF TENNESSEE

BOOK 10204 PG 136

COUNTY OF DAVIDSON

Personally appeared before me, Connie L. Bornstein, a Notary Public in and for said County and State, the within-named ROBIN G. COSTA, the bargainor, with whom I am personally acquainted (or proved to be on the basis of satisfactory evidence), and who acknowledged that she executed the within instrument for the purposes therein contained.

WITNESS my hand and seal, at office in Nashville, Tennessee, this the 24th day of September, 1996.

Connie L. Bornstein
Notary Public

My Commission Expires: July 12, 2000

NOTARY PUBLIC AT LARGE

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STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $2,640,000.00.

Robin G. Costa
Affiant

Subscribed and sworn to before me, this the 24th day of September, 1996.

Connie L. Bornstein
Notary Public
My Commission Expires: July 12, 2000

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NOTARY PUBLIC AT LARGE

TRACT ONE

A tract of land in the Second Civil District of Metropolitan Nashville, Davidson County, Tennessee, being more particularly described according to a survey made by Ragan-Smith Associates, Inc., dated April 23, 1996 and proceeds as follows:

Beginning at an existing concrete highway monument at the southerly right-of-way line of Brick Church Lane, a 50-foot right-of-way, and the easterly right-of-way line of Interstate 24, right-of-way varies, said monument being the northwest corner of the herein described tract; thence,

1. With the southerly right-of-way of Brick Church Lane, S 87041'38" E, 564.59 feet to an iron pin set in the northwest corner of Nashville Electric Service as recorded in Deed Book 3431, Page 342, R.O.D.C., Tennessee; thence,

2. Leaving said right-of-way line of Brick Church Lane with the westerly line of the aforementioned Nashville Electric Service, S 00006'08" E, 533.42 feet to an iron pin set; thence,

3. With a new line of division, S 08024'25" W, 370.25 feet to an iron pin set; thence,

4. S 36005'30" W, 405.70 feet to an iron pin set; thence,

5. S 74003'08" W, 282.00 feet to an iron pin set, said pin being situated N 26002'43" E, 4.46 feet from an existing concrete highway monument; thence,

6.N 80008'10" W, 190.00 feet to an iron pin set in the easterly right-of-way of Interstate 24; said pin being situated N 02052'26" W, 2.77 feet from an existing concrete highway monument; thence,

7. With the easterly right-of-way of Interstate 24, N 02052'26" W, 223.58 feet to an existing concrete highway monument; thence,

8. N 09055'47" E, 499.56 feet to an existing concrete highway monument; thence,

9. N 11047'24" E, 499.52 feet to an iron pin set; thence,

10. N 05050'52" E, 92.42 feet to the point of beginning containing 795,747 square feet or 18.268 acres, more or less as calculated by the above courses which were determined within the precision requirements of an ALTA/ACSM "Urban" Land Title Survey of 1992.

TRACT TWO

A tract of land in the Second Civil District of Metropolitan Nashville, Davidson County, Tennessee, being more particularly described according to a survey made by Ragan-Smith Associates, Inc., dated April 23, 1996 and proceeds as follows:

Beginning at an existing concrete highway monument on the easterly right-of-way line of Interstate 24, right-of-way varies, said monument being situated 482.20 feet from the intersection of the northerly right-of-way line of Brick Church Lane, a 50-foot right-of-way, and the easterly right-of-way line of Interstate 24, and also being the northwest corner of Cinetas Corporation Number 1 as recorded in Deed Book 8112, Page 393, R.O.D.C., Tennessee and being Lot 1 of Section One, Briley Parkway Business Center as recorded in Plat Book 7900, Page 155, R.O.D.C., Tennessee; thence,

1. With the easterly right-of-way of Interstate 24, N 05037'14" E, 372.93 feet to an existing concrete highway monument; thence,

2. N 04046'09" E, passing an existing highway monument at 568.83 feet, a total distance of 577.85 feet to an existing concrete highway monument; thence,

EXHIBIT A

3. N 08007'46" W, 344.79 feet to an existing state highway monument at the southwest corner of Thomas Fite Cone & Martha C. Beck, Trustees as recorded in Deed Book 8057, Page 151, R.O.D.C., Tennessee; thence,

4. Leaving said easterly right-of-way line of Interstate 24 with the southerly line of the aforementioned Cone & Beck property, S 87001'30" E, 1549.89 feet to an existing iron pin; thence,

5. Continuing with said southerly line of Cone & Beck property, S 85014'13" E, 216.42 feet to an existing iron pin in the westerly right-of-way of Brick Church Pike, a 80-foot right-of-way; thence,

6. With the westerly right-of-way of Brick Church Pike and a 4650.31 foot radius curve to the right, an arc length of 106.71 feet, and a chord bearing and distance of S 26025'03" W, 106.71 feet to an existing iron pin; thence,

7. Continuing with said right-of-way line of Brick Church Pike, S 27005'20" W, passing an existing iron pin at 255.40 feet, a total distance of 265.93 feet to an iron pin set at the northeast corner of Junior C. Elder, et ux. as recorded in Deed Book 9155, Page 204, R.O.D.C., Tennessee; thence,

8. Leaving the westerly right-of-way of Brick Church Pike with the northerly line of the Elder property, N 34005'48" W, 14.80 feet to an iron pin set; thence,

9. S 56044'12" W, 154.00 feet to an iron pin set; thence,

10. S 54009'12" W, 171.80 feet to an iron pin set; thence,

11. S 31029'12" W, 244.00 feet to an iron pin set at the common corner of J.B. Lokey, et ux. as recorded in Deed Book 4187, Page 355, R.O.D.C., Tennessee and Charles S. Bass, et ux. as recorded in Deed Book 5093, Page 381, R.O.D.C., Tennessee; thence,

12. With the westerly line of the Bass property, S 49025'12" W, 73.00 feet to an iron pin set; thence,

13. S 76054'08" W, 53.43 feet to an iron pin set; thence,

14. S 55054'09" E, 239.08 feet to an existing iron pin in the westerly right-of-way line of Brick Church Pike; thence,

15. With the westerly right-of-way line of Brick Church Pike, S 32038'17" W, 50.00 feet to an existing iron pin at the northeast corner of James Parks, et ux. as recorded in Deed Book 6266, Page 438, R.O.D.C., Tennessee; thence,

16. Leaving the westerly right-of-way line with the northerly line of the Parks property, N 55058'53" W, 240.46 feet to an existing iron pin; thence,

17. With the westerly line of the Parks property, S 34003'26" W, 303.55 feet to an iron pin set along the northerly line of James I. Parks as recorded in Deed Book 7720, Page 375, R.O.D.C., Tennessee; thence,

18. With the northerly line of the James I. Parks property, S 86032'42" W, 149.80 feet to an existing iron pin; thence,

19. S 12049'53" W, 294.20 feet to an iron pin set in the northerly line of Lorene W. Lee & Joe F. Kerr, Jr. as recorded in Deed Book 2016, Page 517, R.O.D.C., Tennessee and also being the southwest corner of Clifton H. & Barbara A. South as recorded in Deed 9415, Page 851 R.O.D.C., Tennessee; thence,

20. With the northerly line of the Lee & Kerr property, S 81032'53" W, 57.10 feet to a point in the easterly line of the North Fork of Ewing Creek; thence,

EXHIBIT A

21. S 23°24'27" W, 348.49 feet to an existing steel post in the northerly right-of-way line of Brick Church Lane; thence,

22. With the northerly right-of-way of Brick Church Lane, N 87°35'11" W, 101.74 feet to an iron pin set in the easterly right-of-way line of Briley Park Boulevard North, a 60-foot right-of-way, as dedicated by plat of record in Book 7900, Page 155, R.O.D.C., Tennessee; thence,

23. Leaving the northerly right-of-way of Brick Church Lane with the easterly right-of-way of Briley Park Boulevard North, N 02°25'31" E, 4.74 feet to an iron pin set; thence,

24. In a northerly direction with a curve to the right having a radius of 25.00 feet, an arc length of 41.56 feet, and a chord bearing and distance of N 39°56'24" W, 36.94 feet to an iron pin set; thence,

25. Continuing with a curve to the right having a radius of 270.00 feet, an arc length of 116.54 feet, and a chord bearing and distance of N 20°03'36" E, 115.64 feet to an iron pin set; thence,

26. N 32°25'31" E, 140.00 feet to an iron pin set; thence,

27. Continuing with said right-of-way line and a curve to the left having a radius of 330.00 feet, an arc length of 233.67 feet, and a chord bearing and distance of N 12°08'24" E, 228.82 feet to an iron pin set in the northerly terminus of Briley Park Boulevard North; thence,

28. With the northerly terminus of Briley Park Boulevard North, S 81°51'16" W,60.00 feet to an iron pin set at the northeast corner of Cinetas Corporation Number 1 as recorded in Deed Book 8112, Page 393, R.O.D.C., Tennessee; thence,

29. With the westerly line of the aforementioned Cinetas Corporation, N 87°34'29" W, 490.12 feet to the point of beginning containing 1,685,147 square feet or 38.686 acres, more or less as calculated by the above courses which were determined within the precision requirements of an ALTA/ACSM "Urban" Land Title Survey of 1992.

The said Tracts One and Two being a portion of the property conveyed to Joe Vaulx Crockett, III, Trustee, by deed of record in Book 7336, page 292, Register's Office for Davidson County, Tennessee, Robin G. Costa having been appointed Successor Trustee by instrument of record in Book 10153, page 988, said Register's Office.

The foregoing descriptions are pursuant to a survey by Ragan-Smith Associates, Inc., 315 Woodland Street, Nashville, Tennessee, Job No. 87-146, Dated April 23, 1996, and updated September 20, 1996.

GRANTOR also quitclaims and conveys to GRANTEE, any and all right, title, and interest of GRANTOR in and to the property on which is situated Briley Park Boulevard North as shown on the plat of Section One, Briley Parkway Business Center, of record in Book 7900, page 155, said Register's Office.

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EXHIBIT A
(3 of 3)

EXCEPTIONS TO TITLE BOOK 10204 PG 140

The Property is conveyed subject to the following matters:

1. Taxes for the current year which have been prorated and will be paid by GRANTEE.

2. Easements set forth in instrument recorded in Book 5593, page 471.

3. Easements set forth in instrument recorded in Book 5219, page 135, and Book 3177, page 327.

4. Easements set forth in instrument recorded in Book 5631, page 266.

5. Easements set forth in instrument recorded in Book 5750, page 91.

6. Deeds of conveyance and other matters set forth in instrument recorded in Book 8377, page 882.

7. Restrictions and other matters set forth in instrument recorded in Book 7931, page 72.

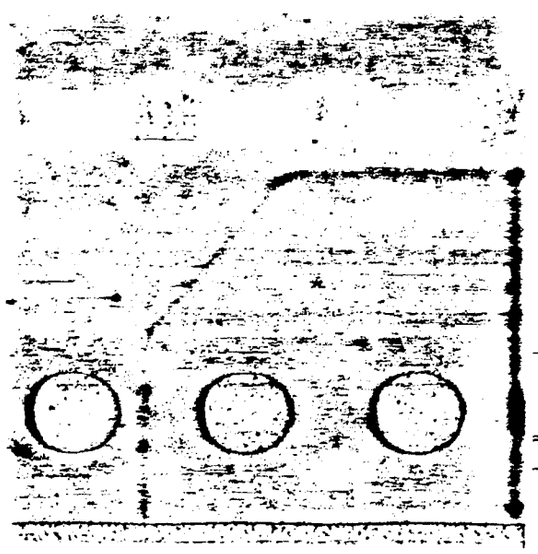
8. Temporary cul-de-sac and other matters set shown on the plat of record in Book 7900, page 155.

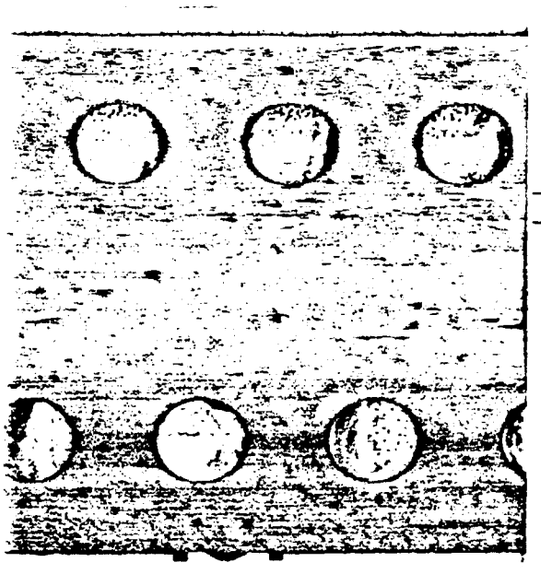
9. Easement for the flow of North Fork of Ewing Creek.

10. Encroachments and other matters shown on the survey of Ragan-Smith Associates, Inc., dated April 23, 1996, and revised September 20, 1996, Job No. 87-146.

As a part of this conveyance, GRANTOR does also transfer and assign to GRANTEE all of GRANTOR'S right, title and interest as "Declarant" or "Declarants" under those Restrictive Covenants for Briley Parkway Business Center referred to above, of record in Book 7931, page 72.

EXHIBIT B





OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 10204 PG 141

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 2640000.00
CON TX 9768.00
PRFEE 1.00
WDEED 24.00
TOTAL 9793.00
CHECK 9793.00

09/26/96 01 12:39 0001 3142

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0229636
IDENTIF. ↑ REFERENCE

96 SEP 26 P 1:12: 36

FELIX Z. WILSON, REGISTER
DAVIDSON COUNTY, TN.

No. 1035542