BOOK 10253 PG 671

B435

THIS INSTRUMENT PREPARED BY AND RETURNABLE TO:
MORRIS J. KRIGER
STORAGE USA, INC.
CRESCENT CENTER, SUITE 229
6075 POPLAR AVENUE
MEMPHIS, TENNESSEE 38119

**WARRANTY DEED**

THIS INDENTURE, made and entered into this 14TH day of OCTOBER, 1996, by and between HAYWOOD LANE JOINT VENTURE, a Texas limited partnership the general partners of which is Volunteer Investment Properties, Inc., a California corporation (herein "Grantor"), and SUSA NASHVILLE, L. P., a Tennessee limited partnership, the general partner of which is SUSA Tennessee, Inc., a Tennessee corporation with offices at 6075 Poplar Avenue, Suite 229, Memphis, Tennessee 38119 (herein "Grantee"),

WITNESSETH: That for and in consideration of Ten Dollars ($10.00), cash in hand paid, and other good and valuable considerations, the receipt of all of which is hereby acknowledged, Grantor has bargained and sold and hereby bargains, sells, conveys and confirms unto Grantee the following described real estate, situated and being in the County of Davidson, State of Tennessee:

Beginning at an iron rod situated in the westerly margin of Antioch Pike, said point being the southeast corner of James L. Rifkin property of record in Deed Book 9529, page 776 in the Register's Office of Davidson County, Tennessee, said point also being the northeast corner of the herein described tract; thence along said road S 37° 47' 45" E, a distance of 209.35 feet to an iron rod; thence leaving said road S 50° 21' 46" W, a distance of 290.74 feet to an iron rod; thence S 69° 43' 20" W, a distance of 47.18 feet to an iron rod; thence S 23° 58' 42" E, a distance of 30.44 feet to an iron rod; thence S 69° 05' 50" W, a distance of 614.38 feet to a point; thence N 30° 49' 44" W, a distance of 110.00 feet to a point; thence N 11° 58' 11" W, a distance of 125.00 feet to a point; thence N 68° 25' 50" E, a distance of 590.00 feet to an iron rod; thence N 52° 27' 30" E, a distance of 296.43 feet to the point of beginning and containing 213,080 square feet or 4.892 acres, more or less.

0244710
IDENTIF. ↑ REFERENCE

96 NOV -7 PM 1:58
REGISTER
DAVIDSON COUNTY, TN.



RECORDERS MEMO
LEGIBILITY OF WRITING, TYPING OR PRINTING IN THIS DOCUMENT UNSATISFACTORY WHEN RECEIVED

This is the same property conveyed to Grantor by Quit Claim Deed recorded in Book 6861, page 227 in the Register's Office of Davidson County, Tennessee.

TO HAVE AND TO HOLD the aforedescribed real estate together with all the appurtenances and hereditaments thereunto belonging or in any wise appertaining unto Grantee, their heirs, successors and assigns in fee simple forever.

Grantor hereby covenants with Grantee that it is lawfully seized in fee of the aforedescribed real estate; that it has a good right to sell and convey the same; that the title and quiet possession thereto it will warrant and forever defend against the lawful claims of all persons; and that the same is unencumbered, except for the lien of 1996 Metropolitan Nashville taxes; easements on plan recorded in Book 6250, page 931 in the Register's Office of Davidson County, Tennessee; sewer and drainage easement recorded in Book 6548, page 110 in said Register's Office; and the balance of the indebtedness secured by the Deed of Trust, Assignment of Leases and Rents, Security Agreement and Fixture Filing recorded in Book 9947, page 515 in said Register's Office, as assigned by General Assignment of Loan Documents recorded in Book 9948, page 184 in said Register's Office, Assignment of Leases and Rents recorded in Book 9947, page 590 in said Register's Office, UCC-1 Financing Statement recorded in Book 9947, page 601 in said Register's Office, as assigned by General Assignment of Loan Documents recorded in Book 9948, page 184 in said Register's Office.

The words Grantor and Grantee as used herein shall mean "Grantors" and Grantees", respectively, if more than one person or entity be referred to, and pronouns shall be construed according to their gender and number according to the context hereof.

IN WITNESS WHEREOF, Grantor has caused this instrument to be executed by and through its duly authorized general partner the day and year first above written.

HAYWOOD LANE JOINT VENTURE, a Texas limited partnership

By: Volunteer Investment Properties, Inc., a California corporation, General Partner

By: Frank De Marco, Jr.
Name: FRANK DE MARCO, JR.
Title: PRESIDENT

STATE OF CALIFORNIA

COUNTY OF LOS ANGELES

Before me, a Notary Public in and for said State and County, duly commissioned and qualified, personally appeared Frank De Marco, JR., with whom I am personally acquainted (or who proved on the basis of satisfactory evidence to be the person) and who, upon oath, acknowledged himself to be the President of Volunteer Investment Properties, Inc., a California corporation; that the corporation is the general partner of HAYWOOD LANE JOINT VENTURE, the within named bargainor, a Texas limited partnership, and that he as such officer of the corporation, executed the foregoing instrument for the purposes therein contained by subscribing the name of the limited partnership by the corporation as the general partner by himself as such officer of the corporation.

WITNESS my hand and Notarial Seal at office this 14th day of October, 1996.

Francine Wallner Smith
Notary Public

My commission expires

NOV. 14, 1997

FRANCINE WALLNER SMITH
COMM. # 1009308
Notary Public — California
LOS ANGELES COUNTY
My Comm. Expires NOV 14 1997

I, or we, hereby swear or affirm that, to the best of affiant's knowledge, information and belief, the actual consideration for this transfer or value of the property transferred whichever is greater, is $1,525,000.00, which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

Affiant

Subscribed and sworn to before me this 3rd day of October, 1996.

Notary Public

My commission expires:

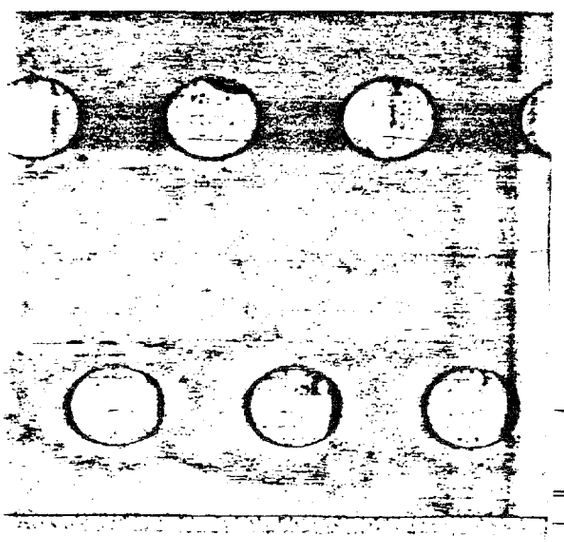
MELINDA CALABRESE
NOTARY PUBLIC AT LARGE
SHELBY COUNTY, TENNESSEE
MY COMMISSION EXPIRES MARCH 16, 1999

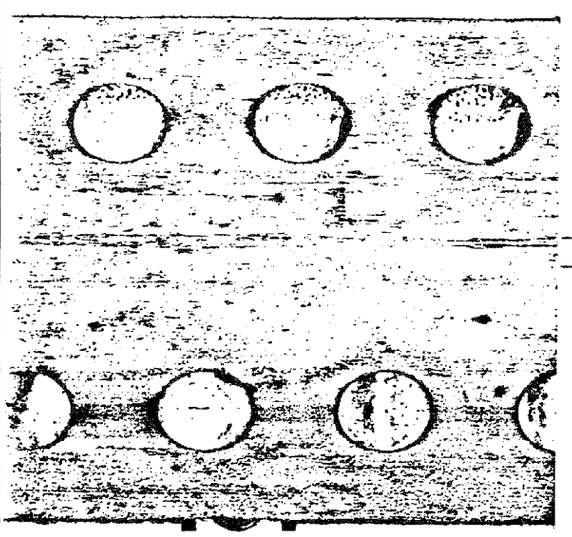
Property address: 2101 Antioch Pike

7093 11/07 0101 03CHECK 5659.50

Tax Parcel No. 148-00-0 48.00

Mail tax bills to:
SUSA Nashville, L. P.
c/o Storage USA, Inc.
10440 Little Patuxent Parkway, Suite 1100
Columbia, Maryland 21044





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

RECEIVED OF _____

FOR _____

BOOK 10253 PG 675

| | | |
|---|---|---|
| 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 1525000.00 |
| | | | | CON TX 5642.50 |
| | | | | PRFEE 1.00 |
| | | | | WDEED 16.00 |
| | | | | TOTAL 5659.50 |
| | | | | CHECK 5659.50 |
| 11/07/96 | 01 | | | 14:02 0001 9293 |

**RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK**

0244710
IDENTIF. ↑ REFERENCE

96 NOV -7 PM 1:58

CLERK & MASTER REGISTER
DAVIDSON COUNTY, TN.

**No.** 1086211