BOOK 10336 PG 955

37

SPECIAL WARRANTY DEED

FROM: Joseph N. Barker, Trustee
Grantor

TO: Cornerstone Suburban Office, L.P.
Grantee

This instrument was prepared by:
Joseph N. Barker
Farris, Warfield & Kanaday
Suite 1900, 424 Church Street
Third National Financial Center
Nashville, Tennessee 37219

Address New Owner(s) as Follows:	Name and Address of the Person or Entity Responsible for the Payment of Real Property Taxes	Map-Parcel Numbers
Cornerstone Suburban Office, L.P. One Financial Plaza, Suite 1700 Hartfort, Connecticut 06103	(same)	Map 131-6A, Parcel 17

97 FEB -3 AM 11:25
FELIX Z. MESSINA, REGISTER
DAVIDSON COUNTY, TN

0269357
IDENTIFICATION REFERENCE

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $2,636,689.28 and ~~___/100 Dollars ($_____)~~.

Affiant

SUBSCRIBED AND SWORN TO before me, this the 31st day of January, 1997.

Notary Public

My Commission Expires: 7/26/97

FOR AND IN CONSIDERATION OF the sum of Ten and No/100 Dollars ($10.00), and other valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Joseph N. Barker, Trustee, pursuant to Trust Agreement dated October 25, 1996, with full

power to mortgage, sell, transfer, and convey without the joinder of any beneficiary (the "Grantor") has bargained and sold, and by these presents does transfer and convey unto Cornerstone Suburban Office, L.P., a Delaware limited partnership, (the "Grantee"), its successors and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, more particularly described on Exhibit A attached hereto and incorporated herein by this reference (the "Property").

This conveyance is expressly made subject to those matters more specifically set forth on Exhibit B attached hereto and incorporated herein by this reference.

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

And Grantor does covenant with the Grantee that Grantor is lawfully seized and possessed of the Property in fee simple and Grantor has a good right to convey the Property.

And Grantor does further covenant and bind Grantor, his successors and assigns to warrant and forever defend the title to the Property to the Grantee, its successors and assigns against the lawful claims of all persons whomsoever claiming by, through or under Grantor, but not further or otherwise, except as to those matters set forth on Exhibit B, to which this conveyance is expressly made subject.

Witness my hand this 31st day of January, 1997.

BY: _____
Joseph N. Barker, Trustee

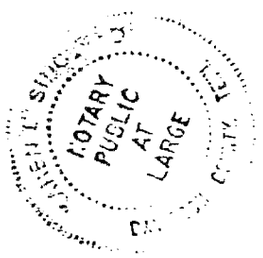
BOOK 10336 PG 957

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, Karen L Simpson, a Notary Public of said County and State, Joseph N. Barker, 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 31 day of January, 1997.

Karen L Simpson
Notary Public



My Commission Expires: 11/25/00

EXHIBIT A

BOOK 10338 PG 958

Property Description

Land in Davidson County, Tennessee, being Parcel 17, Tract 17 on the Plan of the Resubdivision of Tracts 1, 2 and 11, of Burton Hills, of record in Book 6250, page 978, as amended in Book 6900, page 304, Register's Office for Davidson County, Tennessee, to which plans reference is hereby made for a more complete description.

Being the same property conveyed to Joseph N. Barker, Trustee by Quitclaim Deed from Tennessee Real Estate Investments, L.P., a Tennessee limited partnership, of record in Book 10237, page 827, and re-recorded in Book 10244, page 907, Register's Office for Davidson County, Tennessee.

EXHIBIT B

BOOK 10338 PG 959

Encumbrances

1. 1997 Metropolitan Government Davidson County Taxes as to Map 131-6A, Parcel 17.

2. All matters as shown on the plan of record in Book 6250, page 978, said Register's Office as amended in Book 6900, page 604, said Register's Office.

3. Declaration of Covenants, Conditions, and Restrictions for Burton Hills Office Park dated December 14, 1984, of record in Book 6470, page 366, said Register's Office.

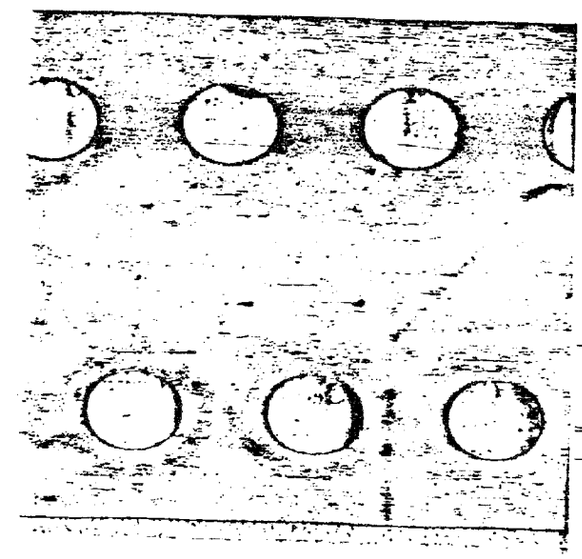
4. Charter of Burton Hills Office Association, Inc. of record in Book 6468, page 202, as amended in Book 6921, page 222, said Register's Office.

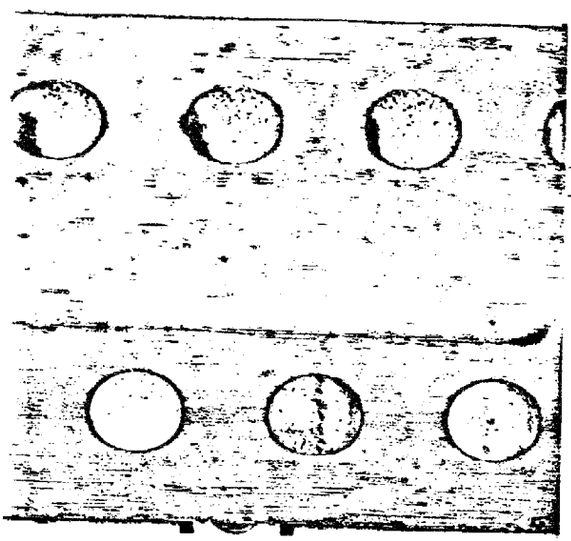
5. Sanitary sewers and/or storm drainage easement contained in instrument of record in Book 7519, page 978, said Register's Office.

6. Deeds of Conveyance to Metropolitan Government of Nashville and Davidson County, Department of Water and Sewerage Services for water and/or sewer distribution system of record in Book 7240, pages 543, 547, 551, 555, 559, 563, 567, 571, 575, 580, 585, 590, 595, 600, 605, 610 and 615, Book 7275, page 826, Book 7306, pages 127 and 150, Book 7461, pages 880, 884, 888, 929, 934 and 939, and in Book 7593, pages 508, 531, 535 and 570, all of record in said Register's Office.

7. Rights of others in and to the use and enjoyment of the easements to the extent permitted under the Declaration of Reciprocal Rights and Easements of record in Book 7703, page 301, said Register's Office.

2343 02/03 0101 03CHECK 9776-75





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

RECEIVED OF _____

FOR _____

BOOK 10336 PG 960

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
2636689.28
CON TX 9755.75
PRFEE 1.00
WDEED 20.00
TOTAL 9776.75
CHECK 9776.75

02/03/97 01 11:26 0001 2343

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0269357
IDENTIFICATION REFERENCE

97 FEB -3 AM 11:25
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 1112865