49 (1)

This instrument was prepared by:
W. Fred Williams
Farris, Warfield & Kanaday, PLC
SunTrust Center, Suite 1900
424 Church Street
Nashville, TN 37219

BOOK 10404 PG 698

SPECIAL WARRANTY DEED

FROM: GREEN HILLS COMMONS, LLC, Grantor

TO: BATTLESHIP, LLC, Grantee

Address New Owner(s) as Follows:	Name and Address of the Person or Entity Responsible for the Payment of Real Property Taxes	Map 117-14, Parcel 50
Battleship, LLC c/o Newton Oldacre McDonald, LLC 200 31st Avenue North Suite 200 Nashville, TN 37203 Attn: Mark McDonald	Same	

97 APR -3 PM 1:31
FELIX A. ... REGISTER
DAVIDSON COUNTY, TN.

IDENTIFICATION REFERENCE
0290642

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is SEVEN MILLION AND NO/100 DOLLARS ($7,000,000.00).

Affiant

SUBSCRIBED AND SWORN TO before me, this the 2nd day of April, 1997.

Kay Fuller
Notary Public

My Commission Expires: 9-23-2000

NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

250617.4 4/1/97
34272 ETK

FOR AND IN CONSIDERATION OF the sum of SEVEN MILLION AND NO/100 DOLLARS ($7,000,000.00), the receipt and sufficiency of which are hereby acknowledged, GREEN HILLS COMMONS, LLC, a Tennessee limited liability company (the "Grantor"), has bargained and sold, and by these presents does transfer and convey unto BATTLESHIP, LLC, a Tennessee limited liability company (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 (collectively, the "Land"), together with all plants, shrubs and trees located thereon, and together with all rights, ways and easements appurtenant thereto, including, without limitation, all of Grantor's right, title and interest (if any) in and to the air space overlying and any public or private ways or streets crossing or abutting the Land and all buildings, structures and other improvements of any and every nature located on the Land and all fixtures attached or affixed to the Land or to any such buildings, structures or other improvements, including without limitation the portion of the existing office building that is located on the Land (collectively, the "Improvements") (the Land and Improvements are herein referred to as the "Property").

The Property is improved property located in Nashville, Tennessee.

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 further covenant and bind Grantor, its 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. Without limiting the foregoing, this conveyance is expressly made subject to those matters set forth on Exhibit B hereto.

Witness my hand this 2nd day of April, 1997.

GREEN HILLS COMMONS, LLC, a Tennessee limited liability company

By: _____
John T. Rochford, Chief Manager

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, Kay Fuller, a Notary Public of said County and State, personally appeared John T. Rochford, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be Chief Manager of GREEN HILLS COMMONS, LLC, the within named bargainor, a Tennessee limited liability company, and that he as such Chief Manager executed the foregoing instrument for the purposes therein contained, by signing the name of the limited liability company by himself as Chief Manager.

Witness my hand and seal, at Office in Nashville, this 2nd day of April, 1997.

Kay Fuller
Notary Public

My Commission Expires: 9-23-2000

NOTARY PUBLIC AT LARGE DAVIDSON COUNTY

EXHIBIT A

Property Description

That certain real property located in Davidson County, Tennessee, more particularly described as Lot 1 on the Final Plat of Green Hills Commons, of record in Book 8250, page 720, Register's Office for Davidson County, Tennessee.

TOGETHER with easements appurtenant thereto as described in Book 4315, page 556, and Book 5786, page 809, Register's Office for Davidson County, Tennessee, as they relate to the above-described Lot 1.

Being a portion of the same property conveyed to Green Hills Commons, LLC by BellSouth Telecommunications, Inc. by deed of record in Book 10216, page 69, Register's Office for Davidson County, Tennessee.

The above description was taken from a plat prepared by Steven K. Spears, Tennessee No. 1651, I D E Associates, Inc., 215 Centerview Drive, Suite 100, Brentwood, Tennessee 37027.

5213 04/03 0101 03CHECK 25921.00

EXHIBIT B

Encumbrances

1. 1997 Taxes, a lien, not yet due, and/or any assessments levied or assessed subsequent to the date hereof.

2. Terms and provisions of Agreement dated 8/13/81 between South Central Bell Telephone Company and Intereal Company of record in Book 5786, page 809.

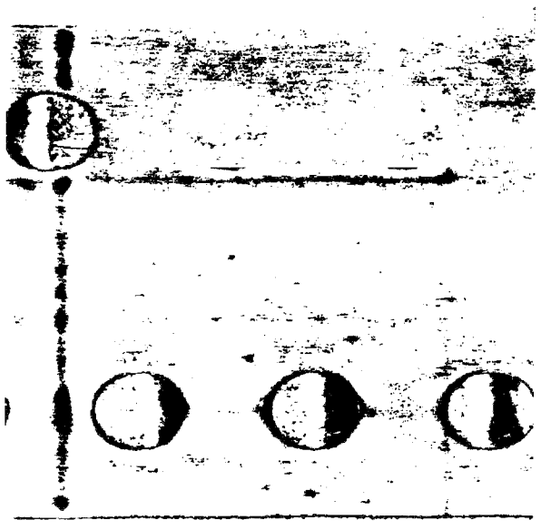
3. Easement(s) given to Metropolitan Government of Nashville and Davidson County Electric Power Board, as set forth in instrument recorded in Book 5902, page 95.

4. Easements and agreements provided in Reciprocal Easement Agreement of record in Book 5939, page 755, Register's Office for Davidson County, Tennessee, as the same may affect the Developer's Easement Area and the Permanent Utility Easement Area as identified in Book 5786, page 809, said Register's Office.

5. Water Line Easement(s) given to Nashville Suburban Utility District, as set forth in instrument recorded in Book 3124, page 270.

6. Rights of Others in reservations and easements of record in Book 4315, page 556, for uses not inconsistent with such reservations and easements.

7. Rights of tenants in possession under unrecorded leases as TENANTS ONLY.



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

RECEIVED OF _____

FOR _____

BOOK 10404 PG 703

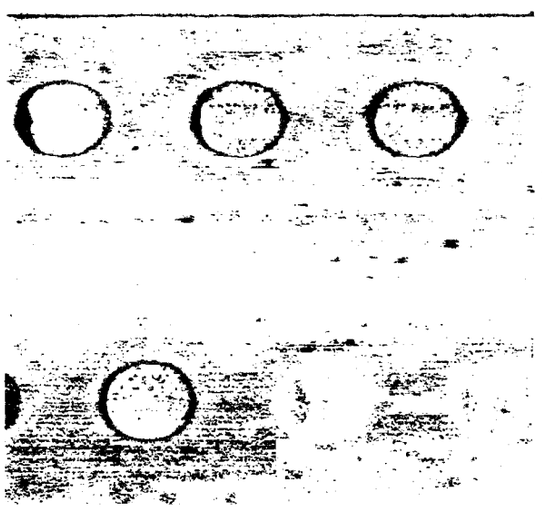
CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO - MORTGAGE	REL - RELEASE	CO TX - STATE TAX CONVEY
WD - WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MO TX - STATE TAX MORT
TD - TRUST DEED		PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID

CAMT 7000000.00
CON TX 25900.00
PRFEE 1.00
WDEED 20.00
TOTAL 25921.00
CHECK 25921.00

04/03/97 01 13:33 0001 5213

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK



0290642
IDENTIF. & REFERENCE

97 APR -3 PM 1:31
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No.1135465