BOOK 10426 PG 400

Address New Owner:	Map-Parcel Numbers:	Send Tax Bills To:
Country Music Foundation, Inc. Four Music Square East Nashville, TN 37203	Map 93-10 Parcel 472	Same
This instrument prepared by: Boult, Cummings, Conners & Berry, PLC (JGC,Jr.) 414 Union Street, Suite 1600, P.O. Box 198062, Nashville, TN 37219		

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of TEN and NO/100 DOLLARS ($10.00) cash in hand paid, and other good and valuable consideration, the receipt and sufficiency of all of which are hereby acknowledged, **METROPOLITAN DEVELOPMENT AND HOUSING AGENCY,** a public body and a body corporate and politic organized under the Tennessee Housing Authorities Law, T.C.A. §§ 13-20-101, et seq. (the "Grantor"), has bargained and sold, and by these presents does transfer and convey to **COUNTRY MUSIC FOUNDATION, INC.**, a Tennessee corporation (the "Grantee"), Grantee's successors and assigns, certain land in Davidson County, State of Tennessee, being more particularly described in Exhibit A, which is attached hereto and incorporated herein by reference, together with all improvements, buildings, and structures located thereon and all right, title and interest of Grantor in and to any easements or rights-of-way adjoining or abutting such land and any covenants and other rights appurtenant thereto (the "Property").

This conveyance of the Property, and all covenants and warranties contained herein, are made expressly subject to the matters set forth on Exhibit B, which is attached hereto and incorporated herein by reference; provided, however, that Grantor makes no covenants or warranties whatsoever with respect to the amount of acreage or square footage contained in the Property.

This is (un)improved property, known as Lot Four, Phase II Nashville Arena Resub., Nashville, Tennessee 37203.

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

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PICK-UP

IDENTIF. & REFERENCE

02972 17

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $824,000.00.

Affiant

Subscribed and sworn to before me this 23rd day of April, 1997.

Barbara S. Williams
Notary Public
My Commission Expires: BARBARA S. WILLIAMS Notary Public, Davidson Co. TN My Comm. Expires May 30, 1999

0406072.01
063258-009 04/10/97

Grantor covenants with the Grantee that the Property is free from all encumbrances made or suffered by Grantor, except to the extent otherwise set forth herein.

Grantor further covenants and binds itself, its successors and representatives, to warrant and forever defend the title to the Property to the Grantee, Grantee's successors and assigns, against the lawful claims of all persons whomsoever claiming by, through or under Grantor, except that no warranty is made as to the amount of acreage or square footage contained in the Property.

By its acceptance of this conveyance of the Property, Grantee covenants and agrees, for itself, its successors and assigns to or of the Property or any part thereof, that Grantee and such successors and assigns shall not discriminate upon the basis of race, color, creed, sex or national origin in the sale, lease or rental, or in the use or occupancy of the Property or any improvements erected or to be erected thereon.

IN WITNESS WHEREOF, the Grantor has caused this Deed to be executed on this 23 day of April, 1997.

METROPOLITAN DEVELOPMENT AND HOUSING AGENCY

By: _____
Gerald F. Nicely, Executive Director

Attested By: _____
James L. Thiltgen, Deputy Executive Director

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, Doris F Davis, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared **Gerald F. Nicely** and **James L. Thiltgen**, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged themselves to be Executive Director and Deputy Executive Director, respectively, of Metropolitan Development and Housing Agency, a public body and a body corporate and politic organized under the Tennessee Housing Authorities Law, T.C.A. §§ 13-20-101, et seq., the within named bargainor, and that they as such Executive Director and Deputy Executive Director, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the Agency by themselves as such Executive Director and Deputy Executive Director.

Witness my hand and seal, at office in Nashville, Tennessee, this the 11th day of April, 1997.

_____
NOTARY PUBLIC
My Commission Expires: 11-22-97

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EXHIBIT A

Being Lot 4 on the Plan of Re-subdivision of Lot Four, Phase II Nashville Arena, of record in Book 9700, page 382, Register's Office for Davidson County, Tennessee, being a parcel of land (Tax Parcel 93-10-472) in the First Civil District of Metropolitan Nashville and Davidson County lying south of Demonbreun Street between Fourth and Fifth Avenue South, and being more particularly described as follows:

BEGINNING at a point in the southwestern return of Fourth Avenue South and Demonbreun Street;

THENCE, with the westerly margin of Fourth Avenue South, S 27° 25' 41" E, 231.88 feet to the common corner with Lot 9 of the Re-subdivision of Lot Four, Phase II Nashville Arena, as of record in Book 9700, page 382, said Register's Office;

THENCE, with said Lot, S 62° 11' 56" W, 183.31 feet to a point;

THENCE, S 27° 25' 41" E, 44.66 feet to a point;

THENCE, S 62° 11' 56" W, 176.81 feet to a point in the easterly margin of Fifth Avenue South;

THENCE, with said easterly margin, N 27° 29' 50" W, 276.83 feet to a point;

THENCE, with a curve to the right having a radius of 25.00 feet and a central angle of 89° 41' 46", a distance of 39.14 feet (chord N 17° 21' 03" E, 35.26 feet) to a point in the southerly margin of Demonbreun Street;

THENCE, with said southerly margin, N 62° 11' 56" E, 310.45 feet to a point;

THENCE, with a curve to the right having a radius of 25.00 feet and a central angle of 90° 22' 24", a distance of 39.43 feet (chord S 72° 36' 53" E, 35.47 feet) to the point of beginning.

Being the same property conveyed to Metropolitan Development and Housing Agency by instruments of record in Book 9211, page 303, Book 9245, page 94, Book 9251, page 113, Book 9251, page 115, Book 9260, page 584, Book 9294, page 826, Book 9298, page 493, and Book 9977, page 176, Register's Office for Davidson County, Tennessee, and by Metro Council Bill No. 95-1343.

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063258-009 04/21/97

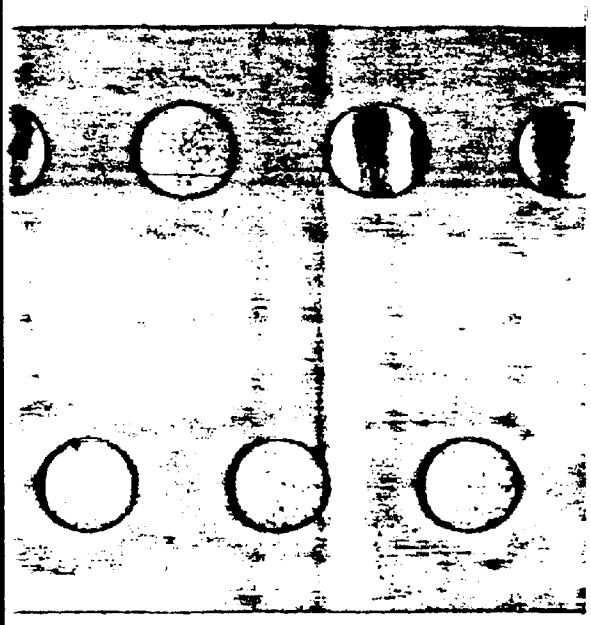
EXHIBIT B

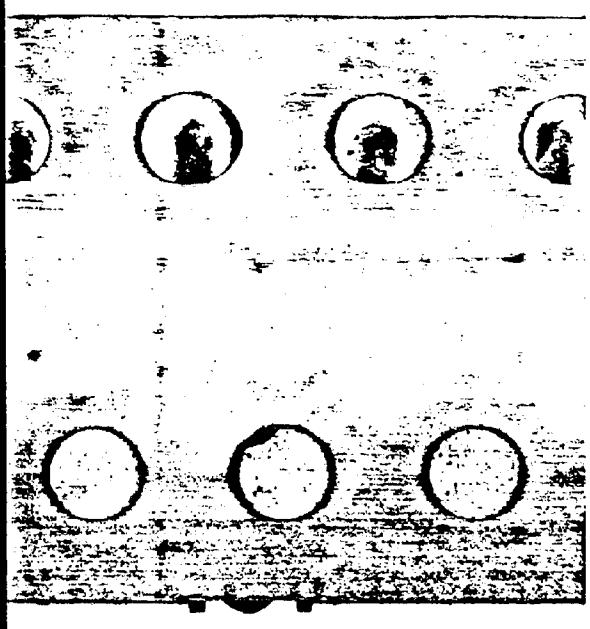
1. Real property taxes for 1997 and subsequent years;

2. All matters shown on the Plan of record in Book 9700, page 382, Register's Office for Davidson County, Tennessee, and on the surveyor's report by Mark E. Sawyer of Barge, Waggoner, Sumner and Cannon, Inc., Tennessee License No. 1649, dated April 14, 1997, and prepared in conjunction with said Plan;

3. Restrictive covenants contained in instrument of record in Book 9208, page 613, said Register's Office; and

4. Rights of Central Parking System of Tennessee, Inc., as tenant in possession pursuant to an unrecorded lease, as now or hereafter amended.





OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY

NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 10426 PG 404

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
824000.00
CON TX 3048.00
PRFEE 1.00
WDEED 16.00
TOTAL 3065.80
CHECK 3065.80

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0297217
IDENTIF. REFERENCE

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No. 1142689