37

BOOK 10474 PG 310

Address New Owner:	Map-Parcel Number:	Send Tax Bills to:
Cornerstone Suburban Office, L.P., c/o Cornerstone Real Estate Advisers, Inc., One Financial Plaza, Suite 1700, Hartford, CT 06103	Tax Parcel ID No.: 07DA 91506 Map Number: 131-6A	Cornerstone Suburban Office, L.P., c/o Cornerstone Real Estate Advisers, Inc., One Financial Plaza, Suite 1700, Hartford, CT 06103
This instrument prepared by: William A. Herzberger, Esq. Jones, Day, Reavis, & Pogue, North Point 901 Lakeside Avenue, Cleveland, OH 44114		

SPECIAL WARRANTY DEED

FOR AND IN THE CONSIDERATION of the sum of ELEVEN MILLION THREE HUNDRED FIFTY THOUSAND and 00/100 DOLLARS ($11,350,000.00) cash in hand paid, and other good and valuable consideration, the receipt and sufficiency of all of which are hereby acknowledged, MASSACHUSETTS MUTUAL LIFE INSURANCE COMPANY, a Massachusetts corporation, (the "Grantor") has bargained and sold, and by these presents transfers and conveys to CORNERSTONE SUBURBAN OFFICE, L.P., a Delaware limited partnership, (the "Grantee"), Grantee's heirs, 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 located thereon and all right, title and interest of Grantor to and under adjoining streets, rights of way and easements (the "Property").

This conveyance of the Property, and all covenants and warranties contained herein, are made expressly subject to all matters set forth on Exhibit B attached hereto and incorporated herein by reference.

This is improved property, commonly known as One Burton Hills Boulevard, Nashville, Tennessee.

TO HAVE AND TO HOLD the Property, with all appurtenances, estate, title and interest thereunto belonging to the Grantee, Grantee's heirs, successors and assigns, against the lawful claims of all persons whomsoever claiming by, through, or under Grantor, forever.

RECORDER'S MEMO
LEGIBILITY OF WRITING, TYPING OR PRINTING IN
THIS DOCUMENT UNSATISFACTORY WHEN RECEIVED

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $11,350,000.00.

Affiant

Subscribed and sworn to before me this 7th day of May, 1997.

Notary Public
My Commission Expires: September 30, 2000

IN WITNESS WHEREOF, the Grantor has executed this deed this 28 day of May, 1997.

MASSACHUSETTS MUTUAL LIFE INSURANCE COMPANY

By:
Print Name: DAVID L. BRASSARD
Title: Senior Managing Director

97 JUN -2 PM 12:09
FELIX Z. WILSON, REGISTER
DAVIDSON COUNTY, TN.

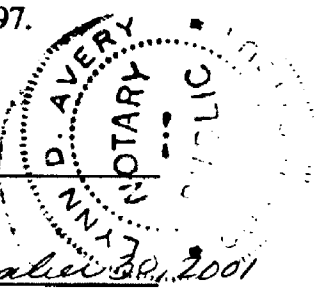
03110654
IDENTIF. & REFERENCE

STATE OF CONNECTICUT)
) SS
COUNTY OF HARTFORD-NEW BRITAIN)

Personally appeared before me, Lynn D. Avery, Notary Public, David L. Brassard, with whom I am personally acquainted, and who acknowledged that he executed the foregoing instrument for the purposes therein contained and who further acknowledged that he is Senior Managing Director of MASSACHUSETTS MUTUAL LIFE INSURANCE COMPANY, a Massachusetts corporation, and is authorized to execute this instrument on behalf of said corporation.

WITNESS my hand, at office, this 7th day of May, 1997.

Lynn D Avery
Notary Public



My Commission Expires: September 30, 2001

7383 06/02 0101 03CHECK 42016.00

Exhibit A

Legal Description

Land lying in the Thirty-Third (33rd) Councilmanic District of Nashville, Davidson County, Tennessee, and being Parcel 1, Tract 1 as shown on the plan of the Resubdivision of Tracts 1, 2 and 11, of Burton Hills as of record in Book 6250, Page 978, as amended in Book 6900, Page 304, Register's Office, Davidson County, Tennessee ("R.O.D.C."), and being more particularly described as follows:

Beginning at an iron rod on the easterly right-of-way of Hillsboro Pike, said iron rod being South 66 degrees 32 minutes 05 seconds East 6.49 feet from a concrete monument, said monument being at the northwesterly corner of the property conveyed to Burton Hills, of record in Book 6326, Page 580, R.O.D.C., and the southwesterly corner of Overton Hills, of record in Book 843, Page 66, R.O.D.C., Tennessee; thence with the newly dedicated right-of-way of Hillsboro Pike, said dedicated right-of-way being 52.00 feet from the centerline of said road, South 51 degrees 09 minutes 12 seconds West 204.85 feet to an iron rod; thence South 45 degrees 37 minutes 20 seconds West 51.80 feet to an iron rod, said iron rod being the true point of beginning; thence leaving said right-of-way South 44 degrees 22 minutes 40 seconds East 33.00 feet to an iron rod; thence South 89 degrees 17 minutes 20 seconds East 61.24 feet to an iron rod; thence North 48 degrees 58 minutes 59 seconds East 33.00 feet to an iron rod in the southerly right-of-way of Burton Hills Boulevard, said dedicated right-of-way being 92.00 feet; thence with said right-of-way and with a curve to the left, said curve having a radius of 281.53 feet, an arc length of 205.47 feet, a chord of South 61 degrees 55 minutes 30 seconds East 200.94 feet to an iron rod; thence South 82 degrees 50 minutes 00 seconds East 149.60 feet to an iron rod; thence with a curve to the right, said curve having a radius of 616.90 feet, an arc length of 599.36 feet, a chord of South 55 degrees 00 minutes 00 seconds East 576.06 feet to an iron rod; thence with a curve to the right, said curve having a radius of 330.57 feet, an arc length of 392.33 feet, a chord of South 06 degrees 50 minutes 00 seconds West 369.71 feet to an iron rod; thence South 40 degrees 50 minutes 00 seconds West 48.00 feet to an iron rod; thence with a curve to the left, said curve having a radius of 601.31 feet, an arc length of 129.27 feet, a chord of South 34 degrees 40 minutes 29 seconds West 129.02 feet to an iron rod; thence leaving said right-of-way North 45 degrees 00 minutes 00 seconds West 254.01 feet to an iron rod; thence North 45 degrees 00 minutes 00 seconds East 100.00 feet to an iron rod; thence North 45 degrees 00 minutes 00 seconds West 475.00 feet to an iron rod; thence South 45 degrees 00 minutes 00 seconds West 100.00 feet to an iron rod; thence North 45 degrees 00 minutes 00 seconds West 484.41 feet to an iron rod in the easterly right-of-way of Hillsboro Pike; thence with said right-of-way North 45 degrees 37 minutes 20 seconds East 139.87 feet to the point of beginning, containing 9.17 acres or 399,445.2 square feet, more or less.

Being the same property conveyed to Massachusetts Mutual Life Insurance Company, a Massachusetts corporation by deed from Burton Hills Properties Phase I, a Kentucky general partnership, of record in Book 8304, Page 966, Register's Office for Davidson County, Tennessee.

Tax Parcel ID No.: 07DA 91506 Map Number: 131-6A

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

1. Taxes and assessments not yet due and payable.

2. 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.

3. Pedestrian open space easements set forth in said Declaration recorded in Book 6470, pages 381 and 382, said Register's Office, as shown on survey of Gresham, Smith and Partners, Jimmy W. Springer, Registered Land Surveyor, dated November 27, 1990.

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

5. 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.

6. 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

7. Zoning Ordinances

8. The Survey prepared by Ogden Invironmental & Energy Services dated December 10, 1996, shows the following:

1. Minimum building setback lines, as shown.
2. Storm sewer lines, storm inlets and manholes located throughout the property as shown on the survey.
3. 20' Sanitary Sewer line and easement as shown on survey and identified as Easement of record in Book 7519, page 978, said Register's Office.
4. Undergound cables, underground electric lines, underground telephone lines, water lines, well, manholes, electric transformers and pads as shown on the survey.

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

RECEIVED OF _____

FOR _____

BOOK 10474 PG 315

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

Con. Amt #11,359,000.00

CON TX	41995.00
PRFEE	1.00
WDEED	20.00
TOTAL	42016.00
CHECK	42016.00

06/02/97 01 12:13 0001 7383

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

03110654
IDENTIF. ↑ REFERENCE

97 JUN -2 PM 12:09
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 1157329