0330376

IDENTIF. # REFERENCE

File 35
CTIC

THIS INSTRUMENT PREPARED BY:
John L. Van Cleave, Esq.
Watkins, McGugin, McNeilly
& Rowan, P.L.L.C.
214 2nd Avenue, North, Suite 300
Nashville, TN 37201-1638

97 JUL 25 PM 3:08
REGISTER
DAVIDSON COUNTY, TN.

BOOK 10542 PG 840

GENERAL WARRANTY DEED

ADDRESS NEW OWNER(S) AS FOLLOWS:	SEND TAX BILLS TO:	MAP-PARCEL NUMBERS
Bellevue Properties, L.P. c/o Bellevue Valley Co., Inc. 3309 Fairmont Drive Nashville, TN 37203	SAME	Map: 142-00-0 Pars: 268, 269 & 271

STATE OF TENNESSEE) The actual consideration
COUNTY OF DAVIDSON) for this transfer is $ 6,970,000.00.

Affiant

SUBSCRIBED AND SWORN to before me this 24th day of July, 1997.

Notary Public
My Commission Expires: Jan 27, 2001

LISA LANHAM NOTARY PUBLIC DAVIDSON CO. TENN. AT LARGE

FOR AND IN CONSIDERATION of the sum of Ten Dollars ($10.00), cash in hand paid and other good and valuable consideration, the receipt of which is hereby acknowledged, BELLEVUE VALLEY PLAZA, L.P., a Tennessee limited partnership, hereinafter "GRANTOR", has this day bargained and sold and does hereby transfer and convey unto BELLEVUE PROPERTIES, L.P., a Tennessee limited partnership, hereinafter "GRANTEE", its successors and assigns, certain real estate in Davidson County, Tennessee, more particularly described on Exhibit "A" attached hereto and incorporated herein by reference.

TO HAVE AND TO HOLD said real estate, with the appurtenances, estate, title and interest thereto belonging, to the said GRANTEE, its successors and assigns forever. GRANTOR covenants that it is lawfully seized and possessed of said real estate in fee simple, has a good right to convey it, and that the same is unencumbered except for those matters shown on Exhibit "A" hereto and the lien for real property taxes for the current year, which taxes have been prorated and assumed by GRANTEE.

GRANTOR further covenants and bind itself, its successors and assigns, to warrant and forever defend the title to said real estate to said GRANTEE, its successors and assigns, against the lawful claims of all persons except as herein stated.

WITNESS its hand this 24th day of July, 1997, the corporate party having executed this instrument by its duly authorized representative.

BELLEVUE VALLEY PLAZA, L.P.
By: Coble Huddleston, Inc.
General Partner

By: G. William Coble

Title: President

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, Connie Tomlinson, of the State and County aforesaid, personally appeared William Coble, with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the President of COBLE HUDDLESTON, INC., the general partner of BELLEVUE VALLEY PLAZA, L.P., the within named bargainor, a limited partnership, and that he as such President executed the foregoing instrument for the purposes therein contained, by signing the name of the limited partnership by COBLE HUDDLESTON, INC. as general partner.

WITNESS my hand and seal, this 23rd day of July, 1997.

Connie Tomlinson
NOTARY PUBLIC

CONNIE TOMLINSON NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TN

My Commission Expires:
11-22-97

EXHIBIT "A"

PARCEL ONE:

Being a parcel of land in Nashville, First Civil District, Thirty-fifth Councilmanic District, Davidson County, Tennessee located on the southerly side of U.S. Highway 70 S, east of Old Hickory Boulevard, being Lot No. 2 as shown on the plan of Bellevue Valley Plaza as of record in book 6250, Page 271, R.O.D.C. and being more particularly described as follows:

BEGINNING at a point on the southerly right-of-way line of U.S. Highway 70 S, said point being easterly 685.33 feet from the easterly terminus of a curve return to the easterly right-of-way line of Old Hickory Boulevard, said point also being S 64° 47′ 00" W, 153.96 feet from the northwesterly corner of property conveyed to W. W. Hicks, et. ux. by deed of record in Book 2247, Page 337, R.O.D.C.;

THENCE, leaving said right-of-way with the westerly line of Lot No. 4, as shown on said plan, S 25° 13" 00" E, 361.00 feet to a point;

THENCE, with the southerly line of said Lot No> 4, N 87° 47′ 00" E, 149.75 feet to a point in the westerly line of the aforementioned W. W. Hicks property;

THENCE, with said line S 23° 01′ 00" E, 317.15 feet to a point;

THENCE, leaving said line with the southerly line of Lot Nos. 1 and 2 as shown on the plan of Resubdivision of Reserved Parcel, Bellevue Valley Plaza as of record in Book 7900, Page 439, R.O.D.C., the following calls:

S 64° 47′ 00" W, 381.00 feet to a point;
S 71° 22′ 00" W, 113.42 feet to a point;
S 64° 47′ 00" W, 45.00 feet to a point;

THENCE, leaving said line with the easterly line of Lot No. 1 as shown on the plan of Bellevue Valley Plaza as of record in book 6250, Page 271, R.O.D.C., the following calls:

N 25° 13′ 00" W, 310.32 feet to a point;
N 64° 47′ 00" E, 18.00 feet to a point;
N 25° 13′ 00" W, 413.00 feet to a point in the southerly right-of-way line of U.S. Highway 70 S;

THENCE, with said right-of-way line N 64° 47′ 00" E, 103.50 feet to a point;

THENCE, leaving said right-of-way line with the westerly line of Lot No. 5, as shown on said plan, S 25° 13′ 00" E, 163.00 feet to a point;

THENCE, with the southerly line of said lot, N 64° 47′ 00" E, 255.50 feet to a point;

THENCE, with the easterly line of said lot, N 25° 13′ 00" W, 163.00 feet to a point in the southerly right-of-way line of U.S. Highway 70 S;

THENCE, with said right-of-way line N 64° 47′ 00" E, 36.00 feet to the point of beginning.

Containing 299,693 square feet or 6.88 acres, more or less.

PARCEL TWO:

Being a parcel of land in Nashville, First Civil District, Thirty-fifth Councilmanic District, Davidson County, Tennessee located on the easterly side of Old Hickory Boulevard south of U.S. Highway 70 S being Lot No. 3 as shown on the plan of Bellevue Valley Plaza as of record in book 6250, Page 271, R.O.D.C. and being more particularly described as follows:

BEGINNING at a point in the easterly right-of-way line of Old Hickory Boulevard, said point being southerly 544.08 feet from the southerly terminus of a curve return to the southerly right-of-way line of U.S. Highway 70 S; said point also being N 02° 40′ 00" E, 43.95 feet from the southwesterly corner of Lot No. 1 as shown on said plan;

THENCE, with said right-of-way line N 02° 40′ 00" E, 70.85 feet to a point;

THENCE, continuing with said right-of-way line with a curve to the left 69.46 feet to a point; said curve having a central angle of 03° 44′ 56", a radius of 1,061.66 feet, a tangent of 34.74 feet and a chord of N 00° 47′ 32" E, 69.45 feet;

THENCE, leaving said right-of-way line with a common line to Lot No. 1 as shown on said plan N 64° 47′ 00" E, 124.36 feet to a point;

THENCE, continuing with said common line S 25° 13′ 00" E, 234.00 feet to a point;

THENCE, continuing with said common line N 85° 07′ 00" W, 217.24 feet to the point of beginning.

Containing 29,658 square feet or 0.68 acres, more or less.

PARCEL THREE:

Being a parcel of land in Nashville, First Civil District, Thirty-fifth Councilmanic District, Davidson County, Tennessee located on the southerly side of U.S. Highway 70 S, east of Old Hickory Boulevard, being Lot No. 4 as shown on the plan of Bellevue Valley Plaza as of record in Book 6250, Page 271, R.O.D.C. and being more particularly described as follows:

BEGINNING at a concrete monument in the southerly right-of-way line of U.S. Highway 70 S, said monument being easterly 838.29 feet from the easterly terminus of a curve return to the easterly right-of-way line of Old Hickory Boulevard, said point also being the northwesterly corner of property conveyed to W. W. Hicks et ux by deed of record in Book 2247, Page 337, R.O.D.C.;

THENCE, with the westerly line of said Hicks property S 23° 01′ 00" E, 419.83 feet to a point;

THENCE, with a northerly line of Lot No. 1 as shown on said plan S 87° 47′ 00" W, 149.75 feet to a point;

THENCE, with an easterly line of said Lot No. 1, N 25° 13′ 00" W, 361.00 feet to a point in the southerly right-of-way line of U.S. Highway 70 S;

THENCE, with said right-of-way line N 64° 47′ 00" E, 153.96 feet to the point of beginning.

Containing 57,177 square feet or 1.31 Acres more or less.

Being the same property conveyed to Bellevue Valley Plaza, L.P, a Tennessee limited partnership, by deed from Mike Clark Development Company, a Tennessee general partnership, of record in Book 8061, page 803, Register Office for Davidson County, Tennessee.

EXCEPTIONS

The foregoing property is conveyed subject to the following:

1. Real estate taxes for 1997 and subsequent years, a lien but not yet due and payable.

2. Grant of Overhead Line Easement granted to The Metropolitan Government of Nashville and Davidson County, Tennessee, of record in Book 7173, page 325, Register's Office for Davidson County, Tennessee.

3. Sanitary Sewer Easement granted to Harpeth Valley Utility District, of record in Book 4774, page 526, Register's Office for Davidson County, Tennessee.

4. Sanitary Sewer Easement granted to Harpeth Valley Utility District, of record in Book 4774, page 520, Register's Office for Davidson County, Tennessee.

5. Sanitary Sewer Easement granted to Harpeth Valley Utility District, of record in Book 4774, page 517, Register's Office for Davidson County, Tennessee.

6. Sanitary Sewer Easement granted to Harpeth Valley Utility District, of record in Book 4774, page 523, Register's Office for Davidson County, Tennessee.

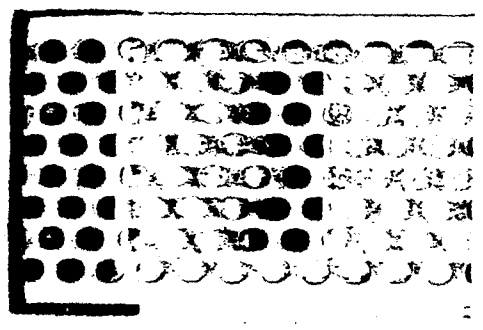
7. All matters as shown on the Plan of Bellevue Valley Plaza, of record in Book 6250, page 271, Register's Office for Davidson County, Tennessee.

8. Storm Water Detention Agreement, of record in Book 6445, page 124, Register's Office for Davidson County, Tennessee.

9. Declaration of Easements and Restrictions, of record in Book 6457, page 802, as amended in Book 6577, page 224, and in Book 6845, page 138, Register's Office for Davidson County, Tennessee.

10. All matters as shown on Survey of Barge, Waggoner, Sumner and Cannon, dated April 7, 1997, last revised June 12, 1997.

8975 07/25 0101 03CHECK 25810-00



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

RECEIVED OF _____

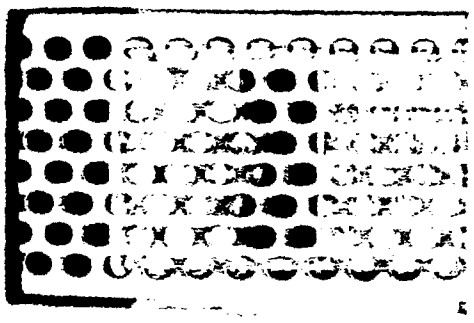
FOR _____

BOOK 10542 PG 845

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	
			6970000.00	
			CON TX 25789.00	
			PRFEE 1.00	
			WDEED 20.00	
			TOTAL 25810.00	
			CHECK 25810.00	
07/25/97	01	15:09	0001 8975	

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK



0330376
IDENTIF. ↑ REFERENCE

97 JUL 25 PM 3:09

FELIX Z. WILSON, II REGISTER
DAVIDSON COUNTY, TN.

No. 1178631