Box 29

GENERAL WARRANTY DEED

BOOK 10933 PG 809

FROM: MetroCenter Holdings, Inc., Grantor

TO: Tennessee Football, L.P. a Tennessee limited partnership, Grantee

This instrument was prepared by:
Linda C. Elam, Esq.
Farris, Warfield & Kanaday, PLC
Suite 1800, SunTrust Center
Nashville, Tennessee 37219

Address New Owner as Follows:

4400 Post Oak Pkwy
Suite 2800
Houston, TX 77027

Name and Address of the Person or Entity Responsible for the Payment of Real Property Taxes:

SAME

Map-Parcel Numbers:

70-11-4

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is Two Million Three Hundred Eighty-four Thousand Twenty-five and 30/100 Dollars ($2,384,025.30)

Affiant

SUBSCRIBED AND SWORN TO before me, this the 14 day of May, 1998.

Notary Public

My Commission Expires: 5/27/01

FOR AND IN CONSIDERATION OF the sum of Ten and 00/100 Dollars ($10.00), the receipt and sufficiency of which are hereby acknowledged, MetroCenter Holdings, Inc., Grantor, a Tennessee corporation, has bargained and sold, and by these presents does transfer and convey unto the said Tennessee Football, L.P., a Tennessee limited partnership, herein the Grantee, its successors, and assigns, a certain tract or parcel of land (the "Property") in Davidson County, State of Tennessee, described as follows, to wit:

SURVEYOR'S DESCRIPTION by Barge Waggoner Sumner & Cannon (file #11469-69) dated March 17, 1998, last revised April 29, 1998.

Being a parcel of land in Nashville, First Civil District, Twentieth Councilmanic District, Davidson County, Tennessee, located on the southerly side of Great Circle Road, west of Athens Way, being Lot 36 as shown on the plan of Section Two, Metrocenter as of record in Book 5200, Page 237, R.O.D.C., and being more particularly described as follows:

BEGINNING, at a point in the southerly right-of-way lines of Great Circle Road, said point being N 77° 05' 19" W, 529.72 feet from the westerly terminus of a curve return to the westerly right-of-way line of Athens Way;

THENCE, leaving said right-of-way line with the westerly line of Tract 18, Metrocenter as of record in Book 5200, Page 50, R.O.D.C. the following calls:

With a curve to the left 427.26 feet to a point, said curve having a central angle of 60° 00' 00", a radius of 408.00 feet, a tangent of 235.56 feet and a chord of S 72° 54' 41" W, 408.00 feet;

S 42° 54' 41" W, 185.00 feet to a point;

With a curve to the right 224.00 feet to a point, said curve having a central angle of 32° 44' 26" a radius of 392.00 feet, a tangent of 115.15 feet and a chord of S 59° 16' 54" W, 220.97 feet;

S 19° 30' 00" W, 999.15 feet to a point in the northerly line of Lot 28, as shown on the plan of Third Revision, Resubdivision of Tract 28, Section II, Metrocenter as of record in Book 7900, Page 409, R.O.D.C.;

THENCE, with said line and the northeasterly line of Lot 31 as shown on the plan of Resubdivision of Tracts 28 and 31, Section II, Metrocenter, as of record in Book 7900, Page 366, R.O.D.C., N 37° 13' 44" W, 1,634.90 feet to a point in the southerly right-of-way line of Great Circle Road;

THENCE, with said right-of-way line the following calls:

N 61° 28' 00" E, 311.97 feet to a point;

With a curve to the right, 736.37 feet to a point, said curve having a central angle of 41° 26' 41", a radius of 1,018.00 feet, a tangent of 385.12 feet, and a chord of N 82° 11' 21" E, 720.42 feet;

S 77° 05' 19" E, 1067.74 feet to the point of beginning;

Containing 1,334,919 square feet or 30.65 acres more or less.

Being a portion of the property conveyed to MetroCenter Holdings, Inc. by deed of record in Book 8321, page 668, R.O.D.C.

This is unimproved property at Great Circle Road, Nashville, Tennessee.

This conveyance is expressly made subject to those title exceptions set out on Exhibit A attached hereto.

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said Grantee, its successors, and assigns, forever.

Grantor covenants with the Grantee that Grantor is lawfully seized and possessed of said land in fee simple and has a good right to convey it, and the same is unencumbered and unrestricted except as to those matters set forth above to which this conveyance is expressly made subject.

Grantor does further covenant and bind Grantor, its successors, and assigns, to warrant and forever defend the title to the said land to the said Grantee, its successors, and/or assigns against the lawful claims of all persons from matters except as to those matters set forth above to which this conveyance is expressly made subject.

Witness my hand this 14th day of May, 1998.

METROCENTER HOLDINGS, INC.

By: _____
Randall W. Parham, President

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, Allison Greer, a Notary Public of said County and State, personally appeared Randall W. Parham, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be President (or other officer authorized to execute the instrument) of METROCENTER HOLDINGS, INC., the within named bargainor, a Tennessee corporation, and that he as such President executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as President.

Witness my hand and seal, at Office in Nashville, this 14 day of May, 1998.

_____
Notary Public

My Commission Expires:

5/27/01

EXHIBIT A

PWB

1. A lien for ~~1997~~ 1998 real estate taxes which are being and will be prorated between Grantor and Grantee.

2. Restrictive Covenants in favor of Mat-Nel Company, recorded in Book 4784, page 659, as amended in Book 5792, page 787; Book 7012, page 61 and made applicable in Book 7012, page 62, said Register's Office.

3. Restrictive Covenants in favor of MetroCenter Properties, recorded in Book 5242, page 389, as amended in Book 7012, page 61, said Register's Office.

4. Restrictive Covenants in favor of Arby's Inc., recorded in Book 9382, page 56, said Register's office.

5. Restrictive Covenants in favor of Taco Bell Corp., recorded in Book 9420, page 176, said Register's Office.

6. Terms, conditions, easements, rights and liens as set forth in The Declaration of Covenants, Conditions and Restrictions recorded in Book 7487, page 952 as amended in Book 10602, page 499 said Register's Office in favor of MetroCenter Improvements Association.

7. All matters shown on plan of record in Book 5200, page 237, said Register's Office.

8. Title to that portion of the Property contained within MetroCenter Lake.

9. Permanent easements for operation and maintenance of lakes and canals needed for flood control and recreational use as set out in Council Bill No. 73-608, Metropolitan Government of Nashville and Davidson County.

043854.3
IDENTIF. & REFERENCE
98 MAY 15 PM 1:02
FELIX Z. WILSON REGISTER
DAVIDSON COUNTY, TN.
7960 05/15 0101 03CHECK 8

OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY

NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

DOC 1093813

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
2384025.30
CON TX 8820.89
PRFEE 1.00
WDEED 16.00
TOTAL 8837.89
CHECK 8837.89
05/15/98 01 13:03 0001 7960

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0438543
IDENTIF. # REFERENCE

98 MAY 15 PM 1:02
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 1293961