0456710

BOOK 10997 PAGE 849 IDENTIF. & REFERENCE

This instrument prepared by:
Timothy J. Kincaid
Purcell & Scott
6035 Memorial Drive
Dublin, Ohio 43017

98 JUN 30 AM 9:33

REGISTER
DAVIDSON COUNTY, TN.

SPECIAL

WARRANTY DEED

ADDRESS NEW OWNER (S) AS FOLLOWS:	SEND TAX BILLS TO:	MAP PARCEL NUMBERS
K.C. Investors, LLC.	(NAME) same	Map 26
(STREET ADDRESS OR ROUTE NUMBER) 3 Dunford Circle	(STREET ADDRESS)	Parcels 86, 87,
(CITY) (STATE) (ZIP) Kansas City, MO 64112	(CITY) (STATE) (ZIP)	98, 99

FOR AND IN CONSIDERATION of the sum of Ten dollars and no/100 ($10.00), cash in hand paid by the Grantee (s) and other good and valuable considerations accepted as cash, the receipt and sufficiency of which is hereby acknowledged, 1975 Northgate Realty Investors, a Tennessee limited partnership, has this day bargained and sold, and does hereby transfer and convey unto the said K.C. Investors, LLC., the Grantee herein, their successors and assigns, certain real estate in Davidson County, Tennessee as follows:

Parcel 1

A tract of land in the City of Goodlettsville, 10th Civil District of Davidson County, Tennessee, and being Lot No. 1 on the Plan of Northgate Industrial Park, Section 1, as of record in Plat Book 4660, Page 111, Register's Office, Davidson County, Tennessee, and being more particularly described as follows:

BEGINNING at a concrete monument at the northwest corner of the herein described property and being in the easterly right-of-way of the Louisville and Nashville Railroad Company;

Thence leaving said right-of-way, N77°30′E, 750.00 feet to an iron pin;

Thence N12°30′W, 275.00 feet to an iron pin in the southerly margin of South Cartwright Street (shown on record plat as 60 ft. private road);

Thence with said street in a southeasterly direction and with a curve to the right having a radius of 295.00 feet and a central angle of 80°44′38" and a chord of S61°46′09"E, 382.17 feet and an arc length of 415.73 feet to an iron pin;

Thence continuing with said street, S21°23′50"E, 1,031.54 feet to a concrete monument;

Thence leaving said street, S77°30′W, 1,199.14 feet to a concrete monument in the easterly right-of-way of said L&N Railroad;

Thence with said right-of-way, N12°30'W, 993.50 feet to the POINT OF BEGINNING.

Parcel 2

An unrestricted easement for ingress and egress over a private road shown on plan of record in Book 4660, Page 111, in the Register's Office for Davidson County, Tennessee.

Parcel 3

A railroad easement from Northgate Industrial Park to 1975 Northgate Realty Investors as set forth in Book 5011, Page 291, in the Register's Office for Davidson County, Tennessee.

Parcel 4

A certain tract or parcel of land in Davidson County, Tennessee, and being shown as Parcel 87 on the Revised Plan of Northgate Industrial Park, Section 1, of record in Book 4955, page 109, Register's Office for Davidson County, Tennessee, described as follows:

Beginning at a concrete monument located at the southwest corner of Lot No. 1 on the Plan of Northgate Industrial Park, Section 1, of record in Book 4660, page 111, Register's Office for Davidson County, Tennessee, said point being located North 77 deg. 30 min. East 50 feet from the centerline of Louisville and Nashville Railroad Company's main tract; thence

1. North 77 deg. 30 min. East, 1199.14 feet with the southerly line of said lot No. 1 to a concrete monument in the westerly margin of proposed South Cartwright Street; thence,

2. Southwardly with the said margin of said proposed street along a curve having a radius of 600 feet, a distance of 335.13 feet, thence

3. South 77 deg. 30 min. West 1,158.23 feet to a concrete monument, said monument being located North 77 deg. 30 min. East 50 feet from the centerline of said Louisville and Nashville Railroad Company's main track; thence,

4. North 12 deg. 30 min. West, 328.25 feet parallel with and 50 feet easterly from said centerline of said tract to the point of beginning.

Parcel 5

A tract of land in the Second Civil District, Metropolitan Nashville, Davidson County, City of Goodlettsville, Tennessee, more particularly described as follows:

Beginning at an iron pin found on the westerly right-of-way line of South Cartwright Street at the southeasterly corner of Lot No. 1, Section 10, Northgate Park, of record in Book 6200, page 82, Register's Office for Davidson County, Tennessee; thence, with a curve to the left having a central angle of 83 deg. 54 min. 39 sec. and a radius of 305.00 feet, an arc distance of 446.68 feet to a P.K. nail found; thence North 77 deg. 54 min. 52 sec. East 133.35 feet to an iron pin found; thence leaving said right-of-way, South 12 deg. 26 min. 40 sec. East 275.00 feet to a point; thence South 77 deg. 33 min. 20 sec. West 750.00 feet to a concrete monument

found in the easterly right-of-way line of Seaboard Systems Railroad; thence with said right-of-way, North 12 deg. 26 min. 40 sec. West 531.65 feet to an iron pin found; thence North 74 deg. 09 min. 16 sec. East 315.64 feet to the point of beginning.

*see below for derivation

STATE OF CALFORNIA
COUNTY OF Los Angeles

The actual consideration or value whichever is greater, for this transfer is $5,150,000.00

Subscribed and sworn to before me this the 25 day of June, 1998

Paul Bayley
Affiant

ABRAHAM YESAYAN
COMM. #1068707
Notary Public — California
LOS ANGELES COUNTY
My Comm. Expires MAR 1, 1999

My commission expires: March 25, 98
(Affix Seal)

Notary Public

TO HAVE AND TO HOLD said real estate, with the appearance, estate, title and interest thereto belonging, to the Grantee their successors and assigns forever the Grantor covenants that the Grantor is lawfully seized and possessed of said real estate in fee simple, has a good right to convey it, and that the same is encumbered as set forth below:

1. Deed of Trust executed by 1975 Northgate Realty Investors to Roger L. Ellison, Trustee, dated May 13, 1976, and recorded in Book 5028, page 478, Register's Office of Davidson County, Tennessee, in favor of Shelby Funding Corporation, as beneficiary, and Shawmut Bank of Boston, N. A. and W. B. Wadland, as trustees, which states that it secures a debt in the principal sum of $ 7, 782, 000. 00, payable as therein specified, together with any terms, conditions, restrictions or limitations recited therein. The present amount due should be determined by contacting the owner of the debt.

   Said Deed of Trust was assigned to Shawmut Bank of Boston, N. A. and W. B. Wadland, as Trustees, by Assignment of record in Book 5028, page 553, in said Register's Office.

   Said Deed of Trust was amended by Amendment to Deed of Trust of ~~record~~ in Book 9108, page 446, in said Register's Office.

   Said Amendment to Deed of Trust was assigned to Shawmut Bank, N. A. and Lee E. MacDonald , as Trustees, by Assignment of record in Book 9108, page 474, in said Register's Office.

2. UCC- 1 Financing Statement naming 1975 Northgate Realty Investors, as Debtor, and Shelby Funding Corporation, as Secured Party, and assigned to Shawmut Bank, N. A. and Lee E. MacDonald, Trustees, recorded in File No. E15000, Register's Office for Davidson County, Tennessee.

3. UCC- 1 Financing Statement naming Shelby Funding Corporation as Debtor, and Shawmut Bank, N. A. and Lee E. MacDonald, Trustees, as Secured Party, recorded as File No. E 15001, Register's Office for Davidson County, Tennessee.

4. Taxes for 1998: A lien, but not yet due or payable.

5. Restrictive covenants contained in instrument executed by Northgate Industrial Park, a Joint Venture, recorded in Book 4836, page 43, in said Register's Office.

*Being the same property conveyed to 1975 Northgate Realty Investors, a Tennessee limited partnership, by deeds of record in Book 5028, page 463, and Book 9108, page 408, Register's Office for Davidson County, Tennessee.

6. Rights of the railroad company servicing the railroad spur tracks located on the subject property in and to the ties, rails and other properties constituting said railroad spur tracks or in and to the use thereof.

7. Subject to the rights of others in and to the use of the appurtenant easement for ingress and egress over and across the " private road" shown on the plan of record in Book 4660, page 111, in said Register's Office and on said survey.

8. Lease Agreement dated as of May 13, 1976, between 1975 Northgate Realty Investors, as Lessor, and Malone & Hyde, Inc., as Lessee, recorded in Book 5028, page 471, Register's Office for said County.

9. Memorandum of Amended and Restated Lease of record in Book 9108, page 416, said Register's Office.

10. Assignment of Lease dated as of May 13, 1976, from 1975 Northgate Realty Investors to Shelby Funding Corporation, recorded in Book 5028, page 530, in said Register's Office.

11. Consent and Agreement to Assignment of Lease of record in Book 5028, page 540, said Register's Office.

12. Reassignment of Lease and Related Documents in Book 5028, page 560, said Register's Office.

13. Consent to Reassignment of Lease and Related Documents in Book 5028, page 567, said Register Office.

14. Said Assignment of Lease was amended by Amendment to Assignment of Lease of record in Book 9108, page 428, said Register's Office.

15. Sewer Easement of record in book 4403, page 103, said Register's Office.

16. Easement to Postal Telegraph Cable Co. (Western Union) of record in Book 722, page 40, in said Register's Office.

17. Sixty (60) foot public utility and drainage easement shown on Revised Plan of Northgate Industrial Park, Section One, of record in Book 4955, page 109, in said Register's Office.

18. Restrictions of record in Book 5069, page 633, in said Register's Office.

19. A 60 foot wide public utilities and drainage easement reserved in Book 5168, page 924, said Register's Office, along the west boundary line.

20. Storm Drainage Facilities and/or Sanitary Sewer Easement of record in Book 5010, page 350, in said Register's Office.

21. Subject to all matters shown on the Plan of record in Book 4660, page 111, as revised in Book 4955, page 109, in said Register's Office.

22. Reservation of easement of record in Book 8241, page 836, in said Register's Office.

23. Railroad easement of record in Book 5011, page 291, in said Register's Office.

24. Short form of Agreement and Lien on Real Property dated September 1, 1993, between 1975 Northgate Realty Investors and John H. O. LaGatta, of record in Book 9108, page 510, in said Register's Office, as assigned in Book 9171, page 441, said Register's Office.

25. Subject to reservation of fee interest for Malone & Hyde, Inc. in the buildings, improvements and building fixtures and building equipment on that portion of the premises described as Parcel 4 herein, for the term described in, and pursuant to the provisions of, the deed of record in Book 9108, page 408, Register's Office for Davidson County, Tennessee.

    Said interest of Malone & Hyde, Inc. is subject to the Deed of Trust executed by Malone & Hyde, Inc. to Roger L. Ellison, Trustee, dated September 1, 1993, and recorded in Book 9108, page 484, Register's Office of Davidson County, Tennessee, in favor of 1975 Northgate Realty Investors, payable as therein specified, together with any terms, conditions, restrictions, or limitations recited therein. The present amount due should be determined by contacting the owner of the debt.

26. Survey of H & H Land Surveying, dated March 12, 1998, last revised April 29, 1998, shows the following: 50- foot setback line from South Cartwright Street, 20- foot setback line from the north and south lines, 30- foot setback line from the west line, encroachments of 0.27- feet and 0.38- feet of building into easement, and encroachment of building into railroad charter right of way.

Grantor further covenants and binds itself, to warrant and forever defend the title to said real estate to said Grantees, their successors and assigns, against the lawful claims of all persons, claiming by, through or under the Grantor.

Witness the Grantor's hand this 25th day of June, 1998, having caused its name to be signed hereto by its duly authorized general partners on said day and date.

1975 Northgate Realty Investors
By: 1975 Northgate Realty Manager, Inc.
General Partner

By: Paul Bagley
Name: Paul Bagley
Title: President

1975 Northgate Realty Investors

By: Paul Bagley
Name: Paul Bagley, as General Partner

STATE OF CALIFORNIA
COUNTY OF Los Angeles

Before me, ABRAHAM YERMIAN, a Notary Public of the State and County aforesaid, personally appeared Paul Bagley with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be a general partner of 1975 Northgate Realty Investors and the president of 1975 Northgate Realty Manager, Inc., the corporate general partner of 1975 Northgate Realty Investors, the within named bargainor, a Tennessee limited partnership, and that he as such vice president and general partner being authorized so to do, executed the foregoing instrument for the purpose therein contained, by signing the name of the limited partnership by himself as a general partner and as vice president of 1975 Northgate Realty Manager, Inc., the corporate general partner.

Witness my hand and official seal, at office in Los Angeles, CA this 25 day of June, 1998.

Notary Public

My Commission Expires: 3/1/99

ABRAHAM YERMIAN
COMM. #1052087
Notary Public — California
LOS ANGELES COUNTY
My Comm. Expires MAR 1, 1999

TAX CHECK 19076-00

OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY

NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 10997 PAGE 854

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
5150000.00
CON TX 19055.00
PRFEE 1.00
WDEED 20.00
TOTAL 19076.00
CHECK 19076.00

06/30/98 01 09:33 0001 7428

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0456710
IDENTIF. # REFERENCE

98 JUN 30 AM 9:33

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 1313218