This Instrument Prepared By:
Stokes & Bartholomew, P.A.
424 Church Street, Suite 2800
Nashville, Tennessee 37219

Map 134
Parcel 237

Address New Owner/
Send Tax Bills to:

BOOK 11147 PAGE 513

Carlyle/FR Investors, L.L.C.
c/o First Industrial, L.P.
311 South Wacker Drive, Suite 4000
Chicago, Illinois 60606

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of Ten Dollars ($10.00), cash in hand paid by the hereinafter named Grantee, and other good and valuable considerations, the receipt and sufficiency of which are hereby acknowledged, **AFPC METROPLEX INVESTORS 1984, LTD., L.P.**, a Tennessee limited partnership ("Grantor"), has bargained and sold, and by these presents does hereby transfer, assign and convey unto **CARLYLE/FR INVESTORS, L.L.C.**, a Delaware limited liability company ("Grantee"), its successors and assigns, that certain tract or parcel of land in Davidson County, Tennessee, described on Exhibit A, attached hereto and incorporated herein by reference.

This is improved property known as 556 Metroplex Drive, Nashville, Tennessee 37211.

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

TO HAVE AND TO HOLD said property, with the appurtenances, estate, title and interest thereto belonging to the said Grantee, and Grantee's successors and assigns, forever. Grantor covenants and binds itself, and its successors and assigns, to warrant specially and forever defend the title to said property to the said Grantee, its successors and assigns, against the lawful claims of all persons claiming by, through or under Grantor, but not further or otherwise.

049440
IDENTIF. + REFERENCE

98 OCT -7 PM 12:24
BILL GARNETT REGISTER
DAVIDSON COUNTY, TN.

IN WITNESS WHEREOF, the Grantor has caused this Special Warranty Deed to be executed as of the 6th day of October, 1998.

AFPC METROPLEX INVESTORS 1984, LTD., L.P.

By: AFPC Equity Investors, Ltd., General Partner

By: W. Gerald Ezell
W. Gerald Ezell, General Partner

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public of the State and County aforesaid, personally appeared W. Gerald Ezell, 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 AFPC Equity Investors, Ltd., a Tennessee limited partnership, which is the general partner of **AFPC METROPLEX INVESTORS 1984, LTD., L.P.**, a Tennessee limited partnership, the within named bargainor, a Tennessee limited partnership, and that he, as such general partner, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of AFPC Equity Investors, Ltd., by himself as a general partner, as the general partner of AFPC Metroplex Investors 1984, Ltd., L.P.

WITNESS my hand and official seal at Nashville, Tennessee, this 5th day of October, 1998.

Carole M. Mason
NOTARY PUBLIC

CAROLE MASON NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

My Commission Expires:
9/23/2000

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $1,220,000.00.

AFFIANT

Subscribed and sworn to before me
this 6th day of October, 1998.

Brenda L. Lane
Notary Public

BRENDA L. LANE NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENNESSEE

My Commission Expires:
7-23-2001

T:\RE\01000\1883\1\special warranty deed.wpd

EXHIBIT A

Being a parcel of land in the First Civil District of Nashville, Davidson County, Tennessee located on the northeasterly margin of Metroplex Drive being Lot No. 4 as shown on the plat of Metroplex of record in Plat Book 5200, page 308, R.O.D.C. and being more particularly described as follows:

Beginning at a point in the northerly margin of a cul-de-sac at the terminus of Metroplex Drive, said point being the southwestern corner of herein described tract and the southeasterly corner of Lot No. 5 of previously referenced plat;

Thence, leaving said cul-de-sac with the easterly line of Lot No. 5 belonging to Metroplex 1984 Warehouse, Ltd. of record in Deed Book 6461, page 351, R.O.D.C., N 12°18'00" E, 285.51 feet to a point in the southerly margin of CSX Railroad;

Thence, with said margin, S 77°42'00" E, 427.00 feet to an iron pin;

Thence, leaving said margin, with the west line of Laszlo N. Tauber, M.D. of record in Deed Book 7739, page 40, R.O.D.C., being Lot No. 11 of Section Eleven, Metroplex, of record in Plat Book 6900, page 362, R.O.D.C., S 12°18'00" W, 325.00 feet to a point;

Thence, S 57°05'09" W, 177.83 feet to a point in the easterly margin of Metroplex Drive;

Thence, with said margin and a curve concave to the west having a central angle of 14°03'14", a radius of 402.50 feet and a chord of N 47°33'23" W, 98.48 feet for an arc length of 98.73 feet to a point;

Thence, N 54°35'00" W, 129.86 feet to a point;

Thence, with a curve concave to the east having a central angle of 41°24'21", a radius of 60.00 feet and a chord of N 33°52'50" W, 42.42 feet for an arc length of 43.36 feet to a point;

Thence, with a curve concave to the west having a central angle of 78°05'05", a radius of 60.00 feet and a chord of N 49°20'59" W, 75.59 feet for an arc length of 81.77 feet to the point of beginning, containing 159,573 square feet or 3.66 acres, more or less, described according to the ALTA/ACSM Site Improvement Location Survey, dated June 29, 1998, as revised September 25, 1998, prepared by William C. Cockrill, Tennessee No. 1401, Crawford Land Surveyors P.C., 1929 21st Avenue, South, Nashville, Tennessee 37212.

Being the same property conveyed to AFPC Metroplex Investors 1984, Ltd., a Tennessee limited partnership, by deed from MC I, a Georgia general partnership, of record in Book 6323, page 362, Register's Office for Davidson County, Tennessee. AFPC Metroplex Investors 1984, Ltd., being now known as AFPC Metroplex Investors 1984, Ltd., L.P.

EXHIBIT B

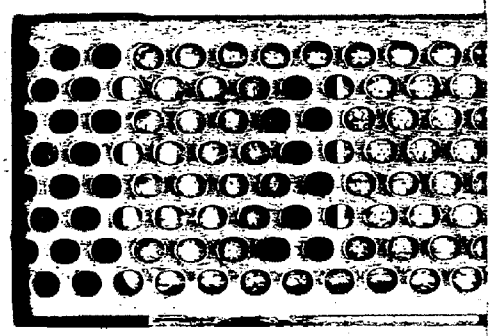
1. Real estate taxes for 1998, a lien, but not yet due and payable, which have been prorated between the parties and assumed by Grantee.

2. Restrictive Covenants contained in an instrument of record in Book 5653, page 11, Register's Office for Davidson County, Tennessee.

3. Subject to all matters shown on the Plan of record in Book 5200, page 308, said Register's Office.

4. Memorandum of Lease of record in Book 9059, page 393, as amended in Book 9573, page 632, and further amended in Book 10337, page 591, said Register's Office.

5. All matters shown on the ALTA/ACSM Site Improvement Location Survey, dated June 29, 1998, as revised September 25, 1998, prepared by William C. Cockrill, Tennessee No. 1401, Crawford Land Surveyors P.C., 1929 21st Avenue, South, Nashville, Tennessee 37212.



OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY

NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 11147 PAGE 517

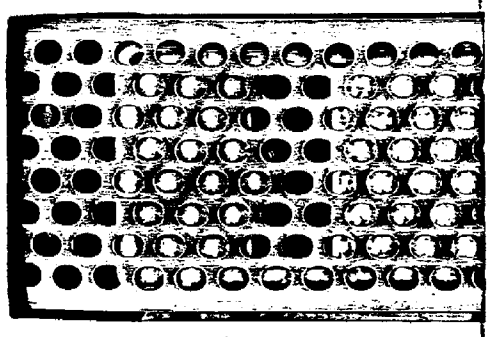
CO - CONVEYANCE
MO - MORTGAGE
WD - WARRANTY DEED
TD - TRUST DEED

CC - CERTIFIED COPY
REL - RELEASE
UCC - UNIFORM COMMERCIAL CODE

MISC - MISCELLANEOUS
CO TX - STATE TAX CONVEY
MO TX - STATE TAX MORT
PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID
			CAMT 1220000.00	
			CON TX 4514.00	
			PRFEE 1.00	
			WDEED 16.00	
			CFEE 2.00	
			TOTAL 4533.00	
			CHECK 4533.00	
10/07/98	01		12:26 0001 0909	

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK



0497405

IDENTIF. ↑ REFERENCE

98 OCT -7 PM 12:24

BILL GARRETT REGISTER
DAVIDSON COUNTY, TN.

No. 1356163