THIS INSTRUMENT PREPARED BY:
BASS, BERRY & SIMS PLC (JST)
First American Center
Nashville, TN 37238-2700

SPECIAL WARRANTY DEED BOOK 11179 PAGE 5

Address New Owner(s)	Send Tax Bills To	Map-Parcel Number(s)
2000 PBL Venture, Ltd. Suite 801 2090 Palm Beach Lakes Boulevard West Palm Beach, FL 33409	SAME	093-02-3 081.00

FOR AND IN CONSIDERATION of the sum of TEN AND NO/100 DOLLARS ($10.00) cash in hand paid and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, THE WESTERN AND SOUTHERN LIFE INSURANCE COMPANY, an Ohio corporation ("Grantor") has bargained and sold, and hereby transfers and conveys, to 2000 PBL VENTURE, LTD., a Florida limited partnership ("Grantee"), and its successors and assigns, certain real property in Davidson County, Tennessee, described as follows:

BEING a parcel of land in Nashville, First Civil District, Nineteenth Councilmanic District, Davidson County, Tennessee, being bounded on the north by Deaderick Street, on the east by Third Avenue North, on the south by Union Street, and on the west by Fourth Avenue North, being Block "G", part of Project One Central Loop, General Neighborhood Renewal Area, Project No. Tenn. R-72, and being more particularly described as follows:

BEGINNING at the point of intersection of the westerly right-of-way line of Third Avenue North and the northerly right-of-way line of Union Street, said point being the southeasterly corner of the herein-described parcel;

THENCE with said northerly right-of-way line of Union Street, S 62° 26' 49" W, 351.09 feet to a point at the intersection with the easterly right-of-way line of Fourth Avenue North;

THENCE with said easterly right-of-way line of Fourth Avenue North N 27° 37' 02" W, 226.74 feet to a point at the intersection with the southerly right-of-way line of Deaderick Street;

THENCE with said southerly right-of-way line of Deaderick Street, N 62° 48' 35" E, 353.05 feet to a point at the intersection with the westerly right-of-way line of Third Avenue North;

THENCE with said westerly right-of-way line of Third Avenue North, S 27° 07' 09" E, 224.52 feet to the point of beginning.

Containing 79,435 square feet or 1.82 acres, more or less.

The surveyor who prepared the boundary survey from which the foregoing description was prepared is Wendell H. Talley, Sr., Tenn. RLS No. 785, Barge, Waggoner, Sumner and Cannon, Inc., 162 Third Avenue North, Nashville, Tennessee 37201.

BEING THE SAME property conveyed to The Western and Southern Life Insurance Company by deed from First American Center Partners, of record in Book 8145, page 171, Register's Office for Davidson County, Tennessee.

TO HAVE AND TO HOLD said property, together with the appurtenances, hereditaments, estate, title and interest thereto belonging, to Grantee and its successors and assigns, forever.

This is improved property known as 300 Union Street, Nashville, Tennessee.

Without limitation of any other provision hereof, said property is conveyed specifically subject to the following matters:

(1) Taxes and assessments for 1998, which have been prorated and assumed by Grantee; and

(2) Restrictions of record in Book 4464, page 522 and in Book 4499, page 168, Register's Office for Davidson County, Tennessee.

Grantor covenants and binds itself and its successors to warrant specially and defend forever the title to said property to Grantee and its successors and assigns against the lawful claims of all persons claiming through or under Grantor (excluding claims arising out of the matters set forth above), but no further or otherwise.

IN WITNESS WHEREOF, Grantor has caused this instrument to be executed by its duly authorized officers as of October 29, 1998.

THE WESTERN AND SOUTHERN
LIFE INSURANCE COMPANY

By: Mario San Marco
Name: Mario San Marco
Title: Vice President

By: Edward W. Grout
Name: Edward W. Grout
Title: Assistant Treasurer

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

The actual consideration for this transfer or value of property conveyed (whichever is greater) is $ 54,000,000.00.

Affiant

Sworn to and subscribed before me this 30th day of October, 1998.

Notary Public

My Commission Expires:

29 January 2000

0619236.02

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public having authority within the State and County aforesaid, Mario San Marco, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is a Vice President of The Western and Southern Life Insurance Company, a corporation, and is authorized by the corporation to execute this instrument on behalf of the corporation.

WITNESS my hand, at office, this 29th day of October, 1998.

James S. Tuttle
Notary Public

My Commission Expires:

29 January 2000

0506108
IDENTIF. ↑ REFERENCE

98 OCT 30 PM 3:22
BILL GARRETT REGISTER
DAVIDSON COUNTY, TN.

PICK-UP

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public having authority within the State and County aforesaid, Edward W. Grout, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is an Assistant Treasurer of The Western and Southern Life Insurance Company, a corporation, and is authorized by the corporation to execute this instrument on behalf of the corporation.

WITNESS my hand, at office, this 29th day of October, 1998.

James S. Ketch
Notary Public

My Commission Expires:

29 January 2000

0151 10/30 0101 03CHECK 199823.00

OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 11179 PAGE 10

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
		CA 1T $54,000,000.00		

CON TX 199800.00
PRFEE 1.00
WDEED 20.00
CFEE 2.00
TOTAL 199823.00
CHECK 199823.00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

10/30/98 01 15:22 0001 0151

0506108
IDENTIF. ↑ REFERENCE

98 OCT 30 PM 3:22
BILL GARNETT REGISTER
DAVIDSON COUNTY, TN.

No. 1365313