0514977

IDENTIF. # REFERENCE

(1)

PREPARED BY AND RETURN TO:

Eugene F. Segrest, Esq.
Locke Purnell Rain Harrell
(A Professional Corporation)
2200 Ross Avenue, Suite 2200
Dallas, Texas 75201-6776

98 NOV 19 PM 4:11

BILL GARNETT REGISTER
DAVIDSON COUNTY, TN.

SPECIAL WARRANTY DEED

STATE OF GEORGIA §
§
COUNTY OF FULTON §

BOOK 11213 PAGE 363

MASSACHUSETTS MUTUAL LIFE INSURANCE COMPANY, a Massachusetts corporation, by and through its agent, Cornerstone Real Estate Advisers, Inc. ("**Grantor**"), for and in consideration of the sum of TEN AND NO/100 DOLLARS ($10.00) cash in hand paid to Grantor by **GAEDEKE HOLDINGS, LTD.**, a Texas limited partnership ("**Grantee**") and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged has BARGAINED and SOLD and does hereby BARGAIN, SELL, CONVEY and CONFIRM unto Grantee that certain land located in Davidson County, Tennessee, and being more particularly described in **Exhibit A** attached hereto and incorporated herein by reference, together with all and singular the right, title and interest of Grantor (if any) in and to adjacent streets, alleys or rights-of-way, and together with all buildings, structures, fixtures and other improvements located on such land (such land and improvements being collectively referred to as the "**Property**").

This conveyance is made and accepted subject to all matters (the "**Permitted Encumbrances**") set forth in **Exhibit B**, attached hereto and incorporated herein by reference.

TO HAVE AND TO HOLD the Property, together with all and singular the rights and appurtenances pertaining thereto, including all of Grantor's right, title and interest in and to adjacent streets, alleys and rights-of-way, subject to the Permitted Encumbrances, unto Grantee and Grantee's heirs, successors and assigns in fee simple forever; and Grantor does hereby bind itself and its successors to warrant and forever defend the Property unto Grantee and Grantee's successors and assigns, against every person whomsoever lawfully claiming or to claim the same or any part thereof, by, through or under Grantor (except under or by virtue of the Permitted Encumbrances), but not further or otherwise.

EXECUTED as of the 19th day of November, 1998.

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GRANTOR:

MASSACHUSETTS MUTUAL LIFE INSURANCE COMPANY, a Massachusetts corporation

By: Cornerstone Real Estate Advisers, Inc., a Massachusetts corporation, Its Authorized Agent

By: _____
William F. Runge,
Vice President

STATE OF GEORGIA)
)
COUNTY OF FULTON)

Personally appeared before me, the undersigned, a Notary Public having authority within the State and County aforesaid, William F. Runge, 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 Cornerstone Real Estate Advisers, Inc., a Massachusetts corporation (the "Company"), the authorized agent of Massachusetts Mutual Life Insurance Company, a Massachusetts corporation, and is authorized by the Company to execute this instrument on behalf of the Company as a Vice President of the Company.

WITNESS my hand, at office, this 19th day of November, 1998.

_____
Notary Public
My Commission Expires:
NOTARY PUBLIC, GWINNETT COUNTY, GEORGIA
MY COMMISSION EXPIRES APRIL 4, 1999
[NOTARIAL SEAL]

AT: 1009568v1

I, or we, hereby swear or affirm that, to the best of affiant's knowledge, information, and belief, the actual consideration for this transfer or value of the property transferred, whichever is greater, is $7,500,000, which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

w/ Wm. F. Rue
AFFIANT

Subscribed and sworn to before me this 19th day of November, 1998.

Kimberly L Johnson
Notary Public

KIMBERLY L. JOHNSON NOTARY PUBLIC GWINNETT

My Commission Expires:
NOTARY PUBLIC, GWINNETT COUNTY, GEORGIA
MY COMMISSION EXPIRES APRIL 4, 1999

TAX PARCEL ID: 107/121

Property Address:

State Tax	$ 27,750.00
Register's Fee	1.00
Recording Fee	$ ~~50.00~~ 23.00
Total	$ 27,801.00

Highland Ridge
616 Marriott Drive
Nashville, Tennessee

Address of Owner of Property:

Gaedeke Holdings, Ltd.
565 Marriott Drive, #275
Nashville, Tennessee 37214

Mail Tax Bills To:

Gaedeke Holdings, Ltd.
565 Marriott Drive, #275
Nashville, Tennessee 37214

AT: 1009568v1

EXHIBIT A

LEGAL DESCRIPTION

A tract of land in the First Civil District Metropolitan Nashville-Davidson County, Tennessee, and being Lot No. 6 on the plan of Section Three, Highland Ridge, as of record in Book 6250, page 138, Register's Office, Davidson County, Tennessee being Parcel (121) on Tax Map 107 and being more particularly described as follows:

Beginning at an existing concrete monument on the northerly right-of-way line of Interstate 40 at the southeasterly corner of Lot No. 1 Section One Marriott Hotel and Office Park as of record in Book 5200, page 375, R.O.D.C., Tennessee; thence with the common line between the herein described Lot No. 6 and the easterly line of Lot No. 1, Marriott Hotel, N 1 deg. 44 min. 20 sec. W 418.40 feet to a railroad spike on the southwesterly right-of-way line of Marriott Drive; thence with the southwesterly right-of-way line of Marriott Drive with a curve to the left (Radius 300.0') southeasterly a distance of 170.00 feet to an iron pin set at the original end of Marriott Drive and having a chord bearing and distance of S 21 deg. 49 min. 06 sec. E 167.735 feet; thence continuing with the southerly right-of-way line of Marriott Drive, with a curve to the left (Radius 213.02') southeasterly a distance of 153.16 feet to a concrete monument at the end of said curve and having a chord bearing and distance of S 58 deg. 39 min. 03 sec. E 149.884 feet; thence continuing with the south right-of-way line of Marriott Drive, S 79 deg. 14 min. 57 sec. E 286.03 feet to an iron pin at the beginning of a curve; thence with the southerly right-of-way line of Marriott Drive, with a curve to the right (radius 252.61'), southeasterly a distance of 93.40 feet to the end of said curve and having a chord bearing and distance of S 68 deg. 39 min. 25 sec. E, 92.870 feet to an iron rod; thence, continuing with the southerly right-of-way line of Marriott Drive, S 58 deg. 03 min. 52 sec. E 300.54 feet to concrete monument in the line between the herein described Lot 6 and Highland Ridge Properties as of record in Deed Book 5972, page 384, R.O.D.C., Tennessee; thence with the common line between herein described Lot 6 and Highland Ridge Properties, S 8 deg. 08 min. 34 sec. W 88.81 feet to an existing concrete monument on the northerly right-of-way line of Interstate 40; thence with the northerly right-of-way line of Interstate 40, a controlled access right-of-way, N 79 deg. 14 min. 57 sec. W. 801.45 feet to the point of beginning.

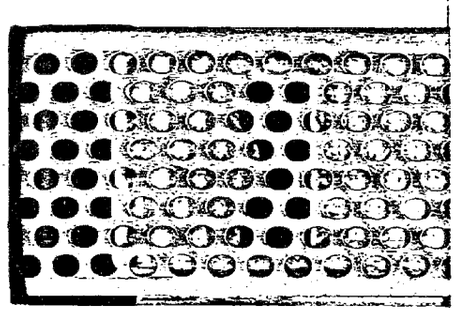
Being the same property conveyed to Massachusetts Mutual Life Insurance Company, a Massachusetts corporation, by Deed of record in Book 8931, page 430, said Register's Office.

EXHIBIT B

TITLE EXCEPTIONS

1. Restrictions as contained in Book 5762, page 691.
2. Terms and Conditions of Development Agreement in Book 5762, page 677.
3. Tennessee Valley Authority Easement in Book 1298, page 301, and Book 3314, page 339.
4. All matters shown on Plat recorded in Book 6250, page 138.
5. Terms and Conditions of Agreement in Book 4890, page 358.
6. Easements retained by Metropolitan Government in Council Ordinance Bill No. 084-230.
7. Limited access due to the fact that the Land is adjacent to Interstate 40, a controlled access highway.
8. Rights of tenants in possession as "Tenants Only" under unrecorded leases.
9. All matters shown on that certain ALTA/ACSM Land Title Survey prepared by Cherry Land Surveying dated October 21, 1998.
10. 1998 taxes payable October 1, 1998, but not delinquent until March 1, 1999.

9615 11/19 0101 03CHECK 27773.00



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

RECEIVED OF _____

FOR _____

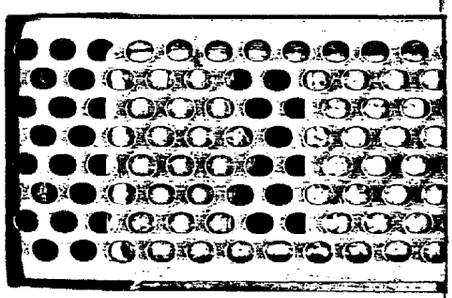
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CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO - MORTGAGE	REL - RELEASE	CO TX - STATE TAX CONVEY
WD - WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MO TX - STATE TAX MORT
TD - TRUST DEED		PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID
				CAMT 7500000.00
				CON TX 27750.00
				PRFEE 1.00
				WDEED 20.00
				CFEE 2.00
				TOTAL 27773.00
				CHECK 27773.00
			11/19/98 01	16:12 0001 9615

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0514977
IDENTIF. & REFERENCE
98 NOV 19 PM 4:
BILL GARNETT REGISTER
DAVIDSON COUNTY



No. 1374676