Box 47

BOOK 11273 PAGE 706

THIS INSTRUMENT PREPARED BY:
BAKER, DONELSON, BEARMAN & CALDWELL (JSK)
A Professional Corporation
511 Union Street, Suite 1700
Nashville, Tennessee 37219

Address New Owner as follows: Send Tax Bills To:
Sealy Space Park, LLC,
a Delaware limited liability company
333 Texas Street, Suite 1050
Shreveport, LA 71101-5320

Map-Parcel No.
Map 72; Parcel 12
Map 72; Parcel 18

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $7,079,601.00

Affiant

Subscribed and sworn to before me this the 29th day of December, 1998.

Notary Public

MARILYN HYDE NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

My Commission Expires: 1-27-2001

My Commission Expires JAN 27, 2001

WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of Ten and No/100 Dollars ($10.00) cash in hand paid by the hereinafter named Grantee, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, **Space Park East, Ltd.**, a Tennessee limited partnership, hereinafter called "Grantor", has bargained and sold, and by these presents does transfer and convey unto **Sealy Space Park, LLC**, a Delaware limited liability company, hereinafter called "Grantee", its successors and assigns, a certain tract or parcel of land in Davidson County, Tennessee, described as follows, to-wit:

(SEE EXHIBIT "A" ATTACHED HERETO AND INCORPORATED BY REFERENCE AS FULLY AS THOUGH COPIED HEREIN)

Said property is transferred subject to the limitations, restrictions and encumbrances set forth on Exhibit "B".

This is improved property located at 3201; 3301; 3311 thru 3427; 3300; 3312-3418; 3500; and 3520 Ambrose Avenue, Nashville, Tennessee 37207.

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.

And Grantor does covenant with the said Grantee that it is lawfully seized and possessed of said land in fee simple, has a good right to convey it, and the same is unencumbered, unless otherwise herein set out.

And Grantor does further covenant and bind itself, its successors, assigns, and representatives, to warrant and forever defend the title to the said land to the said Grantee, its successors and assigns, against the lawful claims of all persons whomsoever. Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

WITNESS this 29th day of December, 1998.

Space Park East, Ltd., a Tennessee limited partnership

By: Space Park East, Inc., a Tennessee corporation, General Partner

By: _____
J. Anthony Ham

Its: President

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared J. Anthony Ham 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 of Space Park East, Inc., a Tennessee corporation, which is the General Partner of Space Park East, Ltd., the within named bargainor, a Tennessee limited partnership, and that he as such President, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation as General Partner.

Witness my hand and seal, at office in Nashville, Tennessee, this the 29th day of December, 1998.

_____
Notary Public

My Commission Expires:

1-27-2001

MARILYN HYDE
NOTARY PUBLIC AT LARGE
DAVIDSON COUNTY, TENN.
My Commission Expires JAN 27, 2001

EXHIBIT "A"

PROPERTY DESCRIPTION

BEING a parcel of land in the 1st Civil District, Nashville, Davidson County, Tennessee, located at the terminus of Ambrose Avenue, being Lot No. 1 as shown on the plan of First Addition, Space Park East as of record in Book 4470, page 53, R.O.D.C. and a part of property shown on the plan of Space Park as of record in Book 3700, page 137, R.O.D.C. also being the property conveyed to Ervin M. Entrekin, Trustee by deed of record in Book 5239, page 64, R.O.D.C. and being more particularly described as follows:

BEGINNING at a point in the northerly margin of Ambrose Avenue, said point being northeasterly 1,998 feet, more or less, from Trinity Lane, said point also being the southeasterly corner of the property conveyed to AAA Industries by deed of record in Book 6539, page 287, R.O.D.C. and the southwesterly corner of Lot No. 1, First Addition, Space Park East, of record in Book 4470, page 53, R.O.D.C.;

THENCE, leaving said northerly margin with the easterly line of said AAA Industries property, N 04 deg. 47 min. E. 257.33 feet to a point;

THENCE, S 85 deg. 15 min. E, 270.0 feet to a point;

THENCE, S 85 deg. 20 min. E, 54.0 feet to a point;

THENCE, S 03 deg. 17 min. W, 180.0 feet to a point;

THENCE, S 85 deg. 20 min. E, 784.5 feet to a point;

THENCE, N 02 deg. 41 min. E, 26.1 feet to a point;

THENCE, S 85 deg. 16 min. E, 1,015.2 feet to a point in the westerly margin of the C.S.X. Transportation Railroad;

THENCE, with said westerly margin the following calls:

With a curve to the right 86.42 feet to a point, said curve having a central angle of 02 deg. 39 min., a radius of 1,872.08 feet, and a tangent of 43.22 feet;

S 56 deg. 20 min. W, 413.1 feet to a point;

With a curve to the left, 368.23 feet to a point, said curve having a central angle of 07 deg. 16 min., a radius of 2,902.93 feet and a tangent of 184.36 feet;

THENCE, N 78 deg. 20 min. W, 350.1 feet to a point;

THENCE, S 05 deg. 50 min. W, 79.0 feet to a point at the northeasterly corner of the property conveyed to Metropolitan Government of Nashville, Davidson County, by deed of record in Book 3316, page 633, R.O.D.C.;

THENCE, with the northerly line of said Metropolitan Government property N 85 deg. 08 min. W, 845.45 feet to a point;

THENCE, N 04 deg. 47 min. E, 358.90 feet to a point in the southerly margin of Ambrose Avenue;

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THENCE, with said southerly margin with a curve to the right 76.10 feet to a point, said curve having a central angle of 36 deg. 20 min., a radius of 120.00 feet, and a tangent of 39.38 feet;

THENCE, with a curve to the left 264.60 feet to a point in the northerly margin of Ambrose Avenue said curve having a central angle of 252 deg. 40 min. 21 sec., and a radius of 60.00 feet;

THENCE, with said northerly margin with a curve to the right 76.10 feet to a point said curve having a central angle of 36 deg. 20 min., a radius of 120.00 feet and a tangent of 39.38 feet;

THENCE, continuing with said northerly margin N 63 deg. 35 min. W, 218.9 feet to a curve to the left;

THENCE, along said curve with a radius of 125.00 feet and a tangent of 45.17 feet a distance of 86.69 feet to the point of beginning.

CONTAINING 21.42 acres, more or less, and being according to a survey made by Barge Waggoner Sumner and Cannon, Wendell H. Talley, Sr., Registered Land Surveyor, Tennessee License No. 785, 162 Third Avenue North, Nashville, Tennessee 37201, dated July 1, 1987, last revised December 14, 1998, bearing File No. 2023-03.

BEING the same property conveyed to Space Park East, Ltd., a Tennessee Limited Partnership, by Deed of Record in Book 7314, page 231, Register's Office for Davidson County, Tennessee.

EXHIBIT "B"

THE ABOVE DESCRIBED PROPERTY IS CONVEYED SUBJECT TO THE FOLLOWING:

1. Metropolitan Government Davidson County taxes for the year 1999 and subsequent years.

2. All matters as shown on Plat of record in Book 4470, page 53, Register's Office for Davidson County, Tennessee.

3. All matters as shown on Plat of record in Book 3700, page 137, Register's Office for Davidson County, Tennessee.

4. Easement(s) reserved for sanitary sewer and/or storm drainage reserved in instrument recorded in Book 4081, page 781, Register's Office for Davidson County, Tennessee.

5. Easement(s) for water mains reserved in instrument of record in Book 4311, page 680, as to that portion of property shown on Plat of record in Book 3700, page 137, Register's Office for Davidson County, Tennessee.

6. Easement(s) for sanitary sewer and/or storm drainage reserved in instrument of record in Book 4758, page 121 and Book 5081, page 240, Register's Office for Davidson County, Tennessee.

7. Easement(s) reserved in instrument recorded in Book 6671, page 430, for driveway to John A. Spann III, confirmed in Book 7051, page 886, and in Book 7051, page 887, Register's Office for Davidson County, Tennessee.

8. Slope Easement(s) reserved in instrument of record in Book 3429, page 455, Register's Office for Davidson County, Tennessee.

9. All matters as shown on survey made by Barge Waggoner Sumner and Cannon, Wendell H. Talley, Sr., Registered Land Surveyor, Tennessee License No. 785, 162 Third Avenue North, Nashville, Tennessee 37201, dated July 1, 1987, last revised December 14, 1998, bearing File No. 2023-03.

10. Terms and provisions of Landlord's Waiver and Agreement, of record in Book 11059, page 909, and Book 11059, page 914, Register's Office for Davidson County, Tennessee.

11. Deed of Trust securing Main America Capital, L.L.C., of record in Book 10602, page 654, Register's Office for Davidson County, Tennessee.

12. Collateral Assignment of Leases and Rents of record in Book 10602, page 684, Register's Office for Davidson County, Tennessee.

13. Financing Statement under Institute #E0047640, Register's Office for Davidson County, Tennessee.

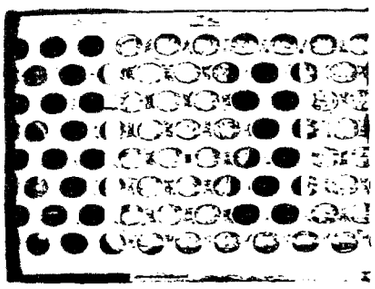
14. Financing Statement under Institute #972-071148, filed with the Secretary of State of Tennessee.

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RECEIPT # 12760 0101 OPERATOR 26017:52

98 DEC 30 PM 1:49
JILL BANKS, REGISTER
DAVIDSON COUNTY, TN.

IDENTIFICATION REFERENCE
0530742



OFFICIAL RECEIPT

BILL GARRETT
REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

BOOK 11273 PAGE 711

RECEIVED OF _____

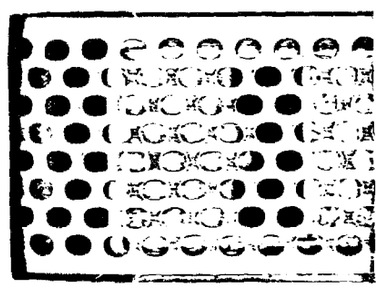
FOR _____

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	CFEE - COMPUTER FEE	PRFEE - PROBATE FEE

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TOTAL 26217.52
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IDENTIF. & REFERENCE

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BILL GARRETT REGISTER
DAVIDSON COUNTY, TN.

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

No. 1403700