SPECIAL WARRANTY DEED

FROM:	MetroCenter Holdings, Inc., Grantor	This instrument was prepared by: Robert N. Buchanan III Farris, Warfield & Kanaday, PLC Suite 1800, SunTrust Center Nashville, Tennessee 37219
TO:	SunTrust Banks, Inc., Grantee	

Address New Owner as Follows:	Name and Address of the Person or Entity Responsible for the Payment of Real Property Taxes:	Map-Parcel Numbers:
303 Peachtree Street Suite 3000 Atlanta, GA 30308 Attn: Harold Bitler	Same	See attached Schedule 1

BOOK 11503 PG. 805

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is Five Million Seven Hundred Fifty Thousand and No/100 Dollars ($5,750,000.00).

Affiant

SUBSCRIBED AND SWORN TO before me, this the 26th day of May, 1999.

Notary Public

My Commission Expires: 7/24/99

FOR AND IN CONSIDERATION OF the sum of Ten and 00/100 Dollars ($10.00), and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, MetroCenter Holdings, Inc., Grantor, a Tennessee corporation, has bargained and sold, and by these presents does transfer and convey

unto the said SunTrust Banks, Inc., a Georgia corporation, herein the Grantee, its successors, and assigns, those several certain tracts or parcels of land (collectively the "Land") in Davidson County, State of Tennessee, described on Exhibits A-1 through A-25 attached hereto and made a part hereof for all purposes, together with all improvements and fixtures thereon owned by Grantor and all rights and appurtenances pertaining thereto (said Land and improvements, rights and appurtenances being herein collectively referred to as the "Property").

The Land is the several unimproved parcels in MetroCenter whose street location is set forth in the attached Schedule 2.

This conveyance is expressly made subject to those title exceptions set out on Exhibit B attached hereto and incorporated herein by this reference for all purposes.

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

Grantor covenants with the Grantee that Grantor is lawfully seized and possessed of said Land in fee simple and has a good right to convey it, and the same is unencumbered and unrestricted by any matters arising by, through or under Grantor, except as to those matters set forth above to which this conveyance is expressly made subject.

Grantor does further covenant and bind Grantor, its successors, and assigns, to warrant and forever defend the title to the Property to the said Grantee, its successors, and/or assigns against the lawful claims of all persons from matters arising by, through

or under Grantor, except as to those matters set forth above to which this conveyance is expressly made subject.

There having been a proration of ad valorem taxes and assessments applicable to the Property between Grantor and Grantee, by its acceptance hereof, Grantee hereby assumes and agrees to pay all ad valorem taxes and assessments assessed against the above-described property for 1999 and all subsequent years and further agree to save, defend, indemnify and hold Grantor harmless from all such taxes and assessments; subject, however, to reproration pursuant to a separate written agreement.

Witness my hand this 26th day of May, 1999.

METROCENTER HOLDINGS, INC.

By: _____
Randall W. Parham, President

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, Deborah A. Hughes, a Notary Public of said County and State, personally appeared Randall W. Parham, 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 (or other officer authorized to execute the instrument) of METROCENTER HOLDINGS, INC., the within named bargainor, a Tennessee corporation, and that he as such President executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as President.

Witness my hand and seal, at Office in Nashville, this 26th day of May, 1999.

_____
Notary Public

My Commission Expires: 7/24/99

EXHIBIT A

Land Description

BOOK 11503 PG. 808

EXHIBIT A-1

PROPERTY DESCRIPTION

Tract 1

Being a parcel of land in Nashville, First Civil District, Twentieth Councilmanic District, Davidson County, Tennessee, located on the south margin of Vantage Way and the north margin of Interstate 265, being property conveyed to MetroCenter Holdings, Inc. by deed of record in Book 8321, Page 668, R.O.D.C., being Lot No. 1, as shown on the Plan of Resubdivision Lot Two, Tract 10A, and Tract 1, of record in Book 7900, page 849, said Register's Office, and being more particularly described as follows:

BEGINNING at a point in the southerly right-of-way of Vantage Way at the northwest corner of said property, said point also being the northeast corner of property conveyed to Healthcare Realty of Tennessee of record in Book 10799, Page 527, R.O.D.C., and the beginning of a curve to the left;

THENCE, along said right-of-way along said curve 613.31 feet to a point, said curve having a central angle of 15° 40' 25", a radius of 2242.00 feet, a tangent of 308.58 feet, a chord of N 75° 05' 59" E, 611.40 feet;

THENCE, along said right-of-way N 67° 15' 47" E, 413.08 feet to a point;

THENCE, leaving said right-of-way along the westerly line of property conveyed to K&N Office Limited Partnership of record in Book 9728, Page 62, R.O.D.C., the following calls

S 11° 08' 39" E, 261.98 feet to a point;

S 24° 42' 27" E, 165.00 feet to a point;

S 40° 13' 56" E, 286.88 to a point in the northerly right-of-way of I-265;

THENCE, along said right-of-way the following calls:

S 52° 15' 52" W, 462.29 feet to a point;

S 46° 35' 59" W, 308.26 feet to a point;

S 39° 50' 38" W, 151.43 feet to a point;

THENCE, leaving said right-of-way along the easterly line of property conveyed to MetroCenter Holdings, Inc. of record in Book 8321, Page 668, Book 9632, Pages 181, 189, R.O.D.C., N 44° 13' 00" W, 301.90 feet to a point;

THENCE, along the easterly line of property conveyed to A.G. Demonbreun Jr., et ux of record in Book 1941, Page 563, R.O.D.C., the following calls:

S 45° 18' 57" E, 7.34 feet to a point;

N 44° 39' 55" W, 45.48 feet to a point;

S 45° 18' 55" W, 6.99 feet to a point;

THENCE, along the easterly line of property conveyed to James W. Peebles of record in Book 9546, Page 689, R.O.D.C., the following calls:

N 44° 13' 00" W, 208.74 feet to a point;

S 57° 20' 11" W, 186.97 feet to a point;

N 55° 37' 33" W, 210.96 feet to a point;

THENCE, along the easterly line of property conveyed to Healthcare Realty of Tennessee of record in Book 10799, Page 527, R.O.D.C., N 14° 23' 58" E, 519.63 feet to the point of beginning.

Described according to a survey prepared May 25, 1999, by Wendell H. Talley, Sr., License No. 785, Barge, Waggoner, Sumner and Cannon, Inc.

Containing 974, 102 square feet or 22.36 acres, more or less.

EXHIBIT A-2

PROPERTY DESCRIPTION

Tract 3A

BOOK 11503 PG. 811

Being a parcel of land in Nashville, First Civil District, Twentieth Councilmanic District, Davidson County, Tennessee, located on the south margin of Great Circle Road and the north margin of Interstate 265 being property conveyed to MetroCenter Holdings, Inc., by deeds of record in Book 9632, Page 191, R.O.D.C., being a part of Block H, on the Plan of MetroCenter, Section 1, of record in Book 4675, page 48, Register's Office for Davidson County, Tennessee, bounded on the northeast by Great Circle Road, on the south by the northerly margin of Interstate Highway 265, and on the west by Lot 1 on the plan of MetroCenter, Section 1, of record in Book 4675, page 48, said Register's Office. This property is also known as Map No. 82-1, Parcel 3, on the Metropolitan Tax Assessors Map, and being more particularly described as follows:

BEGINNING at a point at the intersection of the southerly right-of-way of Great Circle Road and the northerly right-of-way of Interstate 265;

THENCE along said I-265 right-of-way, the following calls:

S 67° 28' 32" W, 86.10 feet to a point;

S 68° 14' 00" W, 67.80 feet to a point;

S 62° 54' 00" W, 69.27 feet to a point;

THENCE, leaving said right-of-way along the easterly line of property conveyed to K and N Office Limited Partnership of record in Book 9728, Page 62, R.O.D.C., N 35° 12' 27" W, 228.73 feet to a point in the southwesterly right-of-way of Great Circle road and the beginning of a curve to the left;

THENCE, with said right-of-way along said curve 377.84 feet to the point of beginning, said curve having a central angle of 77° 19' 01", a radius of 280.00 feet, a tangent of 223.99 feet, and a chord of S 73° 51' 57" E, 349.82 feet.

Described according to a survey prepared May 25, 1999, by Wendell H. Talley, Sr., License No. 785, Barge, Waggoner, Sumner and Cannon, Inc.

Containing 9,920 square feet or 0.23 acres, more or less.

EXHIBIT A-3

PROPERTY DESCRIPTION BOOK 11503 PG. 812

Tract 4G

Being a parcel of land in Nashville, First Civil District, Twentieth Councilmanic District, Davidson County, Tennessee, located in the southeast corner of the intersection of Great Circle Road and Vantage Way, being property conveyed to MetroCenter Holdings, Inc., by deeds of record in book 8321, Page 668, R.O.D.C., being Tract 4G, on the Plan of Resubdivision of part of Block "H", Section No. 1, of record in Book 4675, page 48, Metrocenter, Tract 4M and 4G, as shown on the plat of record in Plat Book 6200, page 751, said Register's Office, and being more particularly described as follows:

BEGINNING at a point in the easterly right-of-way of Great Circle Road at the termination of Vantage Way;

THENCE, leaving said right-of-way N 54° 47' 33" E, 117.00 feet to a point and the beginning of a curve to the right;

THENCE, with said curve along southerly line of property conveyed to National Tape and Disc Corporation of record in Book 9408, Page 790, R.O.D.C., 165.17 feet to a point, said curve having a central angle of 17° 57' 27", a radius of 527.00 feet, a tangent of 83.27 feet, and a chord of N 63° 46' 16" E, 164.50 feet;

THENCE, with said line N 72° 45' 00" E, 102.75 feet to a point in the westerly line of property conveyed to Cumberland Bend Investors, L.P. of record in Book 8800, Page 144, R.O.D.C.;

THENCE, with said westerly line S 20° 00' 00" E, 31.23 feet to a PK nail at the beginning of a curve to the right;

THENCE, continuing with said line, along said curve 194.39 feet to a point, said curve having a central angle of 55° 41' 18", a radius of 200.00 feet, a tangent of 105.64 feet, and a chord of S 67° 39' 39" E, 186.83 feet;

THENCE, along a westerly line of property conveyed to Cumberland Bend, L.L.C., of record in Book 9673, Page 288, R.O.D.C., S 39° 49' 00" E, 203.72 feet to a point at the beginning of a curve to the left;

THENCE, with said line along said curve 93.91feet to a point, said curve having a central angle of 43° 02' 37", a radius of 125.00 feet, a tangent of 49.29 feet, and a chord of S 61° 20' 19" E, 91.71 feet;

THENCE, with said line S 27° 15' 00" E, 250.76 feet to a point in the northerly right-of-way of Great Circle Road;

THENCE, along said right-of-way the following calls;

S 74° 20' 51" W, 107.50 feet to a concrete monument;

S 67° 28' 32" W, 223.80 feet to a concrete monument at the beginning of a curve to the right;

THENCE, with said right-of-way, along said curve 296.88 feet to a concrete monument, said curve having a central angle of 77° 19' 01", a radius of 220.00 feet, a tangent of 175.99 feet, and a chord of N 73° 51' 58" W, 274.86 feet;

THENCE, with said right-of-way N 35° 12' 27" W, 479.13 feet to the point of beginning.

Described according to a survey prepared May 25, 1999, by Wendell H. Talley, Sr., License No. 785, Barge, Waggoner, Sumner and Cannon, Inc.

Containing 321,810 square feet or 7.39 acres, more or less.

EXHIBIT A-4

PROPERTY DESCRIPTION

Tract 4I

Being a parcel of land in Nashville, First Civil District, Twentieth Councilmanic District, Davidson County, Tennessee, located north of Interstate 265, west of the Cumberland River and north of Great Circle Road, being property conveyed to MetroCenter Holdings, Inc. by deed of record in Book 8321, Page 668, R.O.D.C., being that tract of land known as Tract 4I, MetroCenter, not of record, which is a part of Tract 4, MetroCenter, of record in Book 4660, page 181, said Register's Office, also known as Map 71-13, parcel 11, on the Davidson County Tax Assessors Tax Map, and being more particularly described as follows:

BEGINNING at a point on the northerly right-of-way of Interstate 265 said point being the intersection with the termination of the northerly right-of-way of Great Circle Road, and the beginning of a curve to the left;

THENCE, along said Great Circle Road right-of-way along said curve 100.79 feet to a point, said curve having a central angle of 20° 37' 29", a radius of 280.00 feet, a tangent of 50.95 feet, and a chord of N 56° 15' 05" W, 100.25 feet;

THENCE, leaving said right-of-way along the easterly line of property conveyed to Bindley Western Industries, Inc. of record in Book 5060, Page 75, R.O.D.C., N 18° 19' 49" E, 60.82 to a point and the beginning of a curve to the left;

THENCE, along said line along said curve 154.84 feet to a point and the beginning of a curve to the left, said curve having a central angle of 39° 25' 50", a radius of 225.00 feet, a tangent of 80.63 feet and a chord of N 01° 23' 06" W, 151.81 feet;

THENCE, along said line along said curve 352.73 feet to a point, said curve having a central angle of 05° 57' 10", a radius of 3,395.00 feet, a tangent of 176.52 feet and a chord of N 24° 04' 36" W, 352.57 feet.

THENCE, along the southerly line of property conveyed to Ambrose Printing, Inc. of record in Book 5847, Page 133, R.O.D.C., N 62° 45' 29" E, 223.30 feet to a point on the west margin of the Cumberland River;

THENCE, along said Cumberland River the following calls:

S 22° 15' 00" E, 365.74 feet to a point;

S 15° 00' 00" E, 350.00 feet to a point on the northerly right-of-way of said I-265;

THENCE, along said right-of-way S 86° 37' 37" W, 216.25 feet to the point of beginning.

Described according to a survey prepared May 25, 1999, by Wendell H. Talley, Sr., License No. 785, Barge, Waggoner, Sumner and Cannon, Inc.

Containing 148,401 square feet or 3.41 acres, more or less.

EXHIBIT A-5

PROPERTY DESCRIPTION

Tract 4K

BOOK 11503 PG. 816

Being a parcel of land in Nashville, First Civil District, Twentieth Councilmanic District, Davidson County, Tennessee, located north of Great Circle Road and west of Bindley Western Industries, Inc. property, being property conveyed to MetroCenter Holdings, Inc., by deeds of record in Book 8321, Page 668, R.O.D.C., being Lot No. 2, on the Plan of Cumberland Bend, Business Park, Section 8, of record in Book 7900, page 376, said Register's Office and being more particularly described as follows:

BEGINNING at a point being N 27° 15' 00" W, 210.58 feet from the centerline intersection of a 25-foot common access and public utility easement and Great Circle Road;

THENCE, along the centerline of a 25-foot common access and public utility easement as of record in Book 7900, Page 376, R.O.D.C., and a northeast line of property conveyed to Cumberland Bend, LLC, of record in Book 9673, Page 288, R.O.D.C., N 76° 54' 00" W, 136.42 feet to a point and the beginning of a curve to the left;

THENCE, with said curve along the centerline of a 30-foot common access and public utility easement as of record in Book 4885, Page 166, R.O.D.C., and the east line of property conveyed to Cumberland Bend, LLC, 53.15 feet to a point, said curve having a central angle of 24° 29' 53", a radius of 125.00 feet, a tangent of 27.14 feet and a chord of N 18° 20' 19" E, 53.04 feet;

THENCE, with said line along said centerline N 06° 05' 59" E, 42.31 feet to a point and the beginning of a curve to the left;

THENCE, with said line along said centerline along said curve 73.99 feet to an iron rod, said curve having a central angle of 16° 57' 24", a radius of 250.00 feet, a tangent of 37.27 feet and a chord of N 02° 22' 43" W, 73.72 feet;

THENCE, along the centerline of a 25-foot common access and public utility easement as of record in Book 5035, Page 972, R.O.D.C., and the southeastern line of property conveyed to Cumberland Bend Investors, L.P., of record in Book 8800, Page 144, R.O.D.C., N 62° 45' 37" E, 84.33 feet to a PK nail at the beginning of a curve to the left;

THENCE, with said curve along the centerline of a 25-foot common access and public utility easement as of record in Book 7900, Page 376, R.O.D.C., and the west line of property conveyed to Bindley Western Industries, Inc. of record in Book 10551, Page 114, R.O.D.C., 113.90 feet to a point, said curve having a central angle of 90° 00' 39", a radius of 72.50 feet, a tangent of 72.51 feet and a chord of S 17° 45' 14" W, 102.54 feet to a point;

THENCE, with said line along said centerline S 27° 15' 00" E, 155.15 feet to the point of beginning.

Described according to a survey prepared May 25, 1999, by Wendell H. Talley, Sr., License No. 785, Barge, Waggoner, Sumner and Cannon, Inc.

Containing 12,392 square feet or 0.28 acres, more or less.

BOOK 11503 PG. 817

EXHIBIT A-6

PROPERTY DESCRIPTION

BOOK 11503 PG. 818

Tract 7B

Being a parcel of land in Nashville, First Civil District, Twentieth Councilmanic District, Davidson County, Tennessee, located on Venture Circle, east of French Landing Drive, being property conveyed to MetroCenter Holdings, Inc. by deeds of record in Book 8321, Page 668, R.O.D.C., being Tract 7B, on the Plan of MetroCenter, Section 22, Tract 7B, of record in Book 6050, page 230, said Register's Office, and being more particularly described as follows:

BEGINNING at a point in the northwest corner of the subdivision plat of MetroCenter 7B of record in Plat Book 6050, Page 203, R.O.D.C., said point also being approximately 175 feet east of the intersection of Venture Circle and French Landing Drive.

THENCE, along the centerline of Venture Circle and southerly lines of properties conveyed to Tennessee Banker's Association Inc., of record in Book 6804, Page 221, R.O.D.C., and James Straus, et ux of record in 8328, page 630, R.O.D.C., N 74° 12' 37" E, 183.41 feet to a point;

THENCE, along the westerly line of property conveyed to the Reverend George W. Hudspeth of record in Book 9604, Page 91, R.O.D.C., S 23° 49' 07" E, 261.42 feet to a concrete monument;

THENCE, along the northerly line of property conveyed to Nashville Heritage, L.L.C. of record in Book 11066, Page 611, R.O.D.C., S 83° 50' 36" W, 241.74 feet to a concrete monument;

THENCE, along the easterly line of property conveyed to Park View Properties of record in Book 8002, Page 318, R.O.D.C., N 10° 58' 22" W, 219.18 feet to a point of beginning.

Described according to a survey prepared May 25, 1999, by Wendell H. Talley, Sr., License No. 785, Barge, Waggoner, Sumner and Cannon, Inc.

Containing 50,137 square feet or 1.15 acres, more or less.

EXHIBIT A-7

PROPERTY DESCRIPTION BOOK 11503 PG. 819

Tract 8C

Being a parcel of land in Nashville, First Civil District, Twentieth Councilmanic District, Davidson County, Tennessee, located in the northwest corner of French Landing Drive and Venture Circle and being property conveyed to MetroCenter Holdings, Inc., by deeds of record in Book 8321, Page 668, R.O.D.C., being Tract No. 8C, on the Plan of MetroCenter Tract 8C, 8D, and 8E, of record in Book 9700, page 921, said Register's Office, and being more particularly described as follows:

BEGINNING at a point at the intersection of the centerline of Venture Circle and the northeasterly right-of-way of French Landing Drive, and the beginning of a curve to the left;

THENCE, with said right of way along said curve 225.17 feet to a point, said curve having a central angle of 11° 25' 02", a radius of 1130.00 feet, a tangent of 112.96 feet, and a chord of N 55° 10' 39" W, 224.80 feet;

THENCE, leaving said right of way along the easterly line of property conveyed to SunTrust Properties, Inc., of record in Book 9130, Page 130, R.O.D.C., N 29° 06' 54" E, 265.65 feet to an iron rod;

THENCE, along the northerly line of said SunTrust property N 66° 15' 50" W, 219.27 feet to a point;

THENCE, along the easterly line of property conveyed to Leadmark Properties, Inc., of record in Book 10009, Page 285, R.O.D.C., the following calls:

N 23° 44' 10" E, 46.17 feet to a point;

S 66° 15' 50" E, 24.35 feet to a point;

N 23° 44' 10" E, 119.66 feet to a point;

THENCE, along the southerly line of property conveyed to Board of Publication of the Methodist Church of record in Book 8078, Page 222, R.O.D.C. the following calls:

S 66° 15' 50" E, 379.36 feet to a point;

S 34° 46' 27" E, 155.88 feet to a point in the centerline of Venture Circle and the beginning of a curve to the left;

THENCE, along said centerline along said curve 25.67 feet to a point, said curve having a central angle of 14° 42' 33", a radius of 100.00 feet a tangent of 12.91 feet, and a chord of S 47° 52' 16" W, 25.60 feet;

THENCE, along said centerline S 40° 31' 00" W, 385.15 feet to the point of beginning.

Described according to a survey prepared May 25, 1999, by Wendell H. Talley, Sr., License No. 785, Barge, Waggoner, Sumner and Cannon, Inc.

Containing 152,583 square feet or 3.50 acres, more or less.

EXHIBIT A-8

PROPERTY DESCRIPTION

Tract 8D

BOOK 11503 PG. 821

Being a parcel of land in Nashville, First Civil District, Twentieth Councilmanic District, Davidson County, Tennessee, located on the east side of Venture Circle, being property conveyed to MetroCenter Holdings, Inc., by deeds of record in Book 8321, Page 668, R.O.D.C., being Tract No. 8D, on the Plan of MetroCenter Tract 8C, 8D, and 8E, of record in Book 9700, page 921, said Register's Office, and being more particularly described as follows:

BEGINNING at a point in the centerline of Venture Circle approximately 335±feet northeast of the centerline intersection of Venture Circle and French Landing Drive;

THENCE, along said centerline N 40° 31' 00" E, 78.14 feet to a point and the beginning of a curve to the right;

THENCE, along said line along said curve 151.43 feet to a point and the beginning of a curve to the right, said curve having a central angle of 86° 45' 39", a radius of 100.00 feet, a tangent of 94.50 feet, and a chord of N 83° 53' 50" E, 137.37 feet;

THENCE, along said line along said curve 233.20 feet to a point, said curve having a central angle of 19° 21' 51", a radius of 690.00 feet, a tangent of 117.72 feet, and a chord of S 43° 02' 26" E, 232.09;

THENCE, leaving said centerline along the northwesterly line of property conveyed to Southern Productions, Inc. of record in Book 7148, Page 568, R.O.D.C., S 54° 30' 00" W, 198.31 feet to a point;

THENCE, along new line of property conveyed to MetroCenter Holdings, Inc. of record in Book 8321, Page 668, R.O.D.C., N 41° 10' 00" W, 280.00 feet to the point of beginning.

Described according to a survey prepared May 25, 1999, by Wendell H. Talley, Sr., License No. 785, Barge, Waggoner, Sumner and Cannon, Inc.

Containing 57,168 square feet or 1.31 acres, more or less.

EXHIBIT A-9

PROPERTY DESCRIPTION

Tract 9C

BOOK 11503 PG. 822

Being a parcel of land in Nashville, First Civil District, Twentieth Councilmanic District, Davidson County, Tennessee, located east of Athens Way, west of French Landing Drive, north of Vantage Way, and northeast of MetroCenter Boulevard, being property conveyed to MetroCenter Holdings, Inc., by deeds of record in Book 8321, Page 668, R.O.D.C., being Lot No. 9C, on the Resubdivision of MetroCenter, Lot 9C, of record in Book 9700, page 787, said Register's Office, and being more particularly described as follows:

BEGINNING at a point in the westerly right-of-way of French Landing Drive also being the southeast corner of property conveyed to USAA Real Estate Ltd. Partnership of record in Book 8517, Page 675, R.O.D.C., and the beginning of a curve to the right;

THENCE, along said right-of-way along said curve 520.02 feet to a point, said curve having a central angle of 27° 50' 45", a radius of 1,070.00 feet, a tangent of 265.25 feet, and a chord of S 05° 45' 23" W, 514.92 feet;

THENCE, along said right-of-way S 19° 40' 46" W, 316.86 feet to a point at the northwest intersection of said French Landing Drive and the north right-of-way line of Vantage Way and the beginning of a curve to the right;

THENCE, along said right-of-way along said curve 214.17 feet to an iron rod, said curve having a central angle of 74° 22' 17", a radius of 165.00 feet, a tangent of 125.18 feet and a chord of S 56° 51' 55" W, 199.45 feet, said point also being the beginning of a curve to the left;

THENCE, along the north right-of-way of said Vantage Way along said curve 88.53 feet to a point, said curve having a central angle of 02° 21' 02", a radius of 2,158.00 feet, a tangent of 44.27 feet and a chord of N 84° 46' 26" W, 88.53 feet;

THENCE, along said right-of-way N 83° 36' 35" W, 60.49 feet to a point, and the beginning of a curve to the left;

THENCE, along said right-of-way along said curve 177.11 feet to a point being the northeast corner of the intersection of said Vantage Way and MetroCenter Boulevard, said curve having a central angle of 20° 37' 30", a radius of 492.00, a tangent of 89.52 feet, a chord of S 86° 05' 20" W, 176.15 feet, said point also being the beginning of a curve to the right;

THENCE, along said right-of-way along said curve 66.89 feet to a point on the easterly right-of-way of said MetroCenter Boulevard, said curve having a central angle of

76° 39' 13", a radius of 50.00 feet, a tangent of 39.53 feet, a chord of N 65° 53' 49" W, 62.01 feet, said point also being the beginning of a curve to the left;

THENCE, along the said easterly right-of-way of MetroCenter Boulevard along said curve 872.69 feet to a point on the southeast corner of property conveyed to Brothers O'Krepki Accommodation Realty of Nashville MetroCenter Springhill Suites, L.P. of record in Book 11245, Page 177, R.O.D.C., said curve having a central angle of 37° 42' 06", a radius of 1,326.24 feet, a tangent of 452.80 feet, and a chord of N 46° 25' 15" W, 857.03 feet;

THENCE, along the easterly property line of said Brothers O'Krepki Accommodation property the following calls:

N 23° 12' 40" E, 422.46 feet to a point;

BOOK 11503 PG. 823

N 50° 03' 00" W, 133.20 feet to a point on the easterly right-of-way line of Athens Way and the beginning of a curve to the left;

THENCE, along said right-of-way along said curve 80.01 feet to a point on the northwest corner of property conveyed to Aladdin Res., Inc. and USAA Real Estate, Book 8146, Page 478, R.O.D.C., said curve having a central angle of 02° 20' 56", a radius of 1,951.86 feet, a tangent of 40.01 feet, and a chord of N 40° 49' 14" E, 80.01 feet;

THENCE, along the southerly property line of said Aladdin Res., Inc. and USAA Real Estate property S 50° 03' 00" E, 586.00 feet to a point and the beginning of a curve to the right;

THENCE, along said curve along said property 189.80 feet to a point, said curve having a central angle of 08° 42' 00", a radius of 1,250.00 feet, a tangent of 95.09 feet and a chord of S 45° 42' 00" E, 189.62 feet;

THENCE, along said property N 61° 15' 01" E, 171.68 feet to a point being the southwest corner of property conveyed to USAA Real Estate Ltd. Partnership of record in Book 8517, Page 675, R.O.D.C., and the beginning of a curve to the right;

THENCE, along said property along said curve 513.43 feet to the point of beginning, said curve having a central angle of 13° 20' 00", a radius of 2,206.30 feet, a tangent of 513.43 feet and a chord of N 67° 55' 01" E, 512.27 feet.

Described according to a survey prepared May 25, 1999, by Wendell H. Talley, Sr., License No. 785, Barge, Waggoner, Sumner and Cannon, Inc.

Containing 815,308 square feet or 18.72 acres, more or less.

EXHIBIT A-10

PROPERTY DESCRIPTION

Tract 10B

BOOK 11503 PG. 824

Being a parcel of land in Nashville, First Civil District, Nineteenth Councilmanic District, Davidson County, Tennessee, located in the northeasterly quadrant of the intersection of Dominican Drive and Interstate 265, being property conveyed to MetroCenter Holdings, Inc., by deeds of record in Book 8321, Page 668 and Book 9632, Pages 181 and 189, R.O.D.C., known as Parcels 206, 207 and 208, on Metro Tax Map 81-4, and being more particularly described as follows:

BEGINNING at the point of intersection of the northerly right-of-way line of Interstate 265 and the easterly right-of-way line of Dominican Drive;

THENCE, with said easterly right-of-way line with a curve to the left 332.33 feet to a point, said curve having a central angle of 35° 07' 07", a radius of 542.20 feet, a tangent of 171.57 feet and a chord of N 62° 31' 42" W, 327.15 feet;

THENCE, leaving said right-of-way line with the southerly right-of-way line of Third Avenue North and the southerly line of property conveyed to A. G. Demonbreun, Jr. et ux, by deed of record in Book 1941, Page 563, R.O.D.C., N 45° 18' 57" E, 243.04 feet to a point in the westerly line of Lot No. 1 as shown on the plan of Resubdivision of Lot 2 MetroCenter, Tract 10A and Tract 1 as of record in Book 7900, Pages 848 and 849, R.O.D.C.;

THENCE, with said line S 44° 13' 00" E, 301.90 feet to a point in the northerly right-of-way line of Interstate 265;

THENCE, with said right-of-way line S 41° 25' 56" W, 140.65 feet to the point of beginning.

Described according to a survey prepared May 25, 1999, by Wendell H. Talley, Sr., License No. 785, Barge, Waggoner, Sumner and Cannon, Inc.

Containing 53,477 square feet or 1.23 acres, more or less.

EXHIBIT A-11

PROPERTY DESCRIPTION

Tract 15B

BOOK 11503 PG. 825

Being a parcel of land in Nashville, First Civil District, Twentieth Councilmanic District, Davidson County, Tennessee, located on the west side of Great Circle Road and being property conveyed to MetroCenter Holdings, Inc., by deeds of record in Book 8321, Page 668, R.O.D.C., being Tract 15-B, on the Resubdivision of part of Block G, Section 1, MetroCenter, into Tracts 15A and 15B, of record in Book 7900, page 116, said Register's Office, and being more particularly described as follows:

BEGINNING at an iron rod found in the southeast corner of the subdivision plat of MetroCenter Tracts 15A, 15B of record in Plat Book 7900, Page 116, R.O.D.C., and on the westerly right-of-way of Great Circle Road, an 84 foot wide public right-of-way;

THENCE, along the northerly line of property conveyed to Self Service Mini Storage of record in Book 10511, Page 276, R.O.D.C., S 72° 09' 33" W, 515.17 feet to an iron rod found and the beginning of a curve to the left;

THENCE, with said curve along the easterly line of property conveyed to Nashville Area United Way of record in Book 5345, Page 229, R.O.D.C., 225.96 feet to an iron rod found, said curve having a central angle of 12° 56' 47", a radius of 1,000.00 feet, a tangent of 113.46 feet and a chord of N 40° 26' 33" W, 225.47 feet;

THENCE, along the southeasterly line of property conveyed to Board of Publication of Methodist Church of record in Book 8078, Page 222, R.O.D.C., N 40° 53' 08" E, 557.71 feet to a point in the southwesterly right-of-way of Great Circle Road;

THENCE, along said right-of-way S 68° 23' 52" E, 4.91 feet to a concrete monument and the beginning of a curve to the right;

THENCE, with said right-of-way along said curve 312.77 feet to a concrete monument, said curve having a central angle of 51° 47' 33", a radius of 346.00 feet, a tangent of 167.98 feet and a chord of S 42° 30' 06" E, 302.23 feet;

THENCE, continuing along said right-of-way S 16° 36' 19" E, 219.95 feet to the point of beginning.

Described according to a survey prepared May 25, 1999, by Wendell H. Talley, Sr., License No. 785, Barge, Waggoner, Sumner and Cannon, Inc.

Containing 211,730 square feet or 4.86 acres, more or less.

EXHIBIT A-12

PROPERTY DESCRIPTION BOOK 11503 PG. 826

Tract 18A

Being a parcel of land in Nashville, First Civil District, Twentieth Councilmanic District, Davidson County, Tennessee, located at the southwest corner of the intersection of Great Circle Road and Athens Way being property conveyed to MetroCenter Holdings, Inc., by deeds of record in Book 8321, Page 668, R.O.D.C., being Lot No. 18A, on the Plan of The Resubdivision of MetroCenter Tract 18, as shown on plat of record in Plat Book 8250, page 938, said Register's Office, and being more particularly described as follows:

BEGINNING at an existing iron rod located at the point of tangency of the right-of-way curve connecting the southerly right-of-way of Great Circle Road with the westerly right-of-way of Athens Way, said point being on the westerly right-of-way of Athens Way, an 84 foot wide public right-of-way;

THENCE, with the westerly right-of-way of Athens Way along a curve to the right 275.45 to an existing iron rod, said curve having a central angle of 10° 49' 28", a radius of 1,458.00 feet, a tangent of 138.14 feet and a chord of S 18° 19' 24" W, 275.04 feet;

THENCE, continuing along said right-of-way S 23° 44' 10" W, 224.84 feet to an existing iron rod;

THENCE, along a northerly line of property conveyed to FED VI, LLC, of record in Book 11116, Page 596, R.O.D.C., N 66° 15' 50" W, 972.64 feet to an existing iron rod;

THENCE, along the easterly line of property conveyed to Tennessee Football, L.P., of record in Book 10933, Page 809, R.O.D.C., N 42° 54' 41" E, 185.00 feet to an existing iron rod and the beginning of a curve to the right;

THENCE, continuing along said line along said curve 427.26 feet to an existing monument in the southerly right-of-way of Great Circle Road said curve having a central angle of 60° 00' 00", a radius of 408.00 feet, a tangent of 235.56 feet and a chord of N 72° 54' 41" E, 408.00 feet;

THENCE, along said right-of-way of Great Circle Road, an 84 foot wide public right-of-way, S 77° 05' 19" E, 519.72 feet to an existing iron rod at the point of curvature of the curve connecting the southerly right-of-way of Great Circle Road with the westerly right-of-way of Athens Way;

THENCE, along said curve 78.54 feet to the point of beginning, said curve having a central angle of 89° 59' 56", a radius of 50.00 feet, a tangent of 50.00 feet and a chord of S 32° 05' 19" E, 70.71 feet.

Described according to a survey prepared May 25, 1999, by Wendell H. Talley, Sr., License No. 785, Barge, Waggoner, Sumner and Cannon, Inc.

Containing 422,468 square feet or 9.70 acres, more or less.

BOOK 11503 PG. 827

EXHIBIT A-13

PROPERTY DESCRIPTION

Tract 18C

BOOK 11503 PG. 828

Being a parcel of land in Nashville, First Civil District, Twentieth Councilmanic District, Davidson County, Tennessee, located on the west side of Athens Way, being property conveyed to MetroCenter Holdings, Inc., by deeds of record in Book 8321, Page 688, R.O.D.C., being Lot No. 18C on the Plan of The Resubdivision of MetroCenter Tract 18, as shown on plat of record in Plat Book 8250, page 938, said Register's Office, and being more particularly described as follows:

BEGINNING at a lead plug located at the northeast corner of the property and being the common corner of Tracts 18C and 18B and being on the westerly right-of-way line of Athens Way an 84 foot wide public right-of-way;

THENCE, along the westerly right-of-way of Athens Way, S 23° 44' 10" W, 251.50 feet to an existing iron rod and the beginning of a curve to the left;

THENCE, continuing along said right-of-way along said curve 514.00 feet to a point, said curve having a central angle of 15° 46' 00", a radius of 1,867.86 feet, a tangent of 258.63 feet and a chord of S 31° 37' 10" W, 512.38 feet;

THENCE, leaving the right-of-way of Athens Way along the northerly line of property conveyed to Amulet Associates L.P. of record in Book 8967, Page 802, R.O.D.C., N 64° 01' 02" W, 952.42 feet to a point;

THENCE, along the easterly line of property conveyed to Tennessee Football, L.P. of record in Book 10933, Page 809, R.O.D.C., N 19° 30' 00" E, 906.56 feet to a point;

THENCE, along the southerly line of property conveyed to FED VI, L.L.C. of record in Book 11116, Page 596, R.O.D.C., the following calls:

S 39° 34' 46" E, 319.57 feet to a point;

S 50° 38' 05" E, 144.29 feet to a point;

S 66° 15' 50" E, 664.45 feet to the point of beginning.

Described according to a survey prepared May 25, 1999, by Wendell H. Talley, Sr., License No. 785, Barge, Waggoner, Sumner and Cannon, Inc.

Together with Easement reserved for the benefit of Lot 18C and other rights reserved for the benefit of Lot 18A, of record in Book 10990, page 687, Register's Office for Davidson County, Tennessee.

Containing 798,488 square feet or 18.33 acres, more or less.

EXHIBIT A-14

PROPERTY DESCRIPTION

Tract 21B Lot 2

Being a parcel of land in Nashville, First Civil District, Twentieth Councilmanic District, Davidson County, Tennessee, located at the northwest intersection of Dominican Drive and French Landing Drive being property conveyed to MetroCenter Holdings, Inc., by deeds of record in Book 8321, Page 668, R.O.D.C., being Lot No. 2, on the Second Resubdivision of Lot 2, MetroCenter Tract 21-B, of record in Book 7900, page 724, said Register's Office; and being more particularly described as follows:

BEGINNING at a point in the northerly right-of-way line of Dominican Drive in the southwest corner of the subdivision plat of the resubdivision of Lot 2 MetroCenter 21B of record in Plat Book, 7900, Page 724, R.O.D.C., said point also being approximately 214 feet west of the intersection of Dominican Drive and French Landing Drive;

THENCE, along the easterly line of property conveyed to Exxon Corporation of record in Book 5347, Page 84, R.O.D.C., N 15° 32' 32" W, 179.68 feet to a point;

THENCE, along the southerly line of property conveyed to Metro Dee Partners of record in Book 8358, Page 241, R.O.D.C., N 87° 53' 27" E, 6.12 feet to a PK nail;

THENCE, along the easterly line of said Metro Dee Partners property, N 02° 01' 40" W, 274.73 feet to an iron rod found;

THENCE, along the easterly line of property conveyed to Himanshu V. Patel of record in Book 9937, Page 160, R.O.D.C., N 03° 54' 33" W, 82.00 feet to an iron rod;

THENCE, along the southerly line of property conveyed to RTM Development company of record in Book 10511, Page 861, R.O.D.C., N 86° 05' 27" E, 86.44 feet to an iron rod in the westerly right-of-way line of French Landing Drive;

THENCE, along said right-of-way S 15° 27' 39" E, 458.34 feet to a point, and the beginning of a curve to the right;

THENCE, with said right-of-way along said curve 78.47 feet to a point in the northerly right-of-way of Dominican Drive, said curve having a central angle of 89° 55' 04", a radius of 50.00 feet, a tangent of 49.93 feet and a chord of S 29° 29' 54" W, 70.66 feet;

THENCE, along said right-of-way S 74° 27' 28" W, 120.71 feet to the point of beginning.

Described according to a survey prepared May 25, 1999, by Wendell H. Talley, Sr., License No. 785, Barge, Waggoner, Sumner and Cannon, Inc.

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Containing 182,859 square feet or 4.20 acres, more or less.

EXHIBIT A-15

PROPERTY DESCRIPTION

Tract 21B Lot 5

BOOK 11503 PG. 832

Being a parcel of land in Nashville, First Civil District, Twentieth Councilmanic District, Davidson County, Tennessee, located at the southwest corner of the intersection of Vantage Way and French Landing Drive and being property conveyed to MetroCenter Holdings, Inc., by deeds of record in Book 8321, Page 668, R.O.D.C., being Lot No. 5, on the Second Resubdivision Lot 2, MetroCenter Tract 21-B, of record in Book 7900, page 724, said Register's Office, and being more particularly described as follows:

BEGINNING at an iron rod in the westerly right-of-way line of French Landing Drive at the southeast corner of the subdivision plat of the resubdivision of Lot 2 MetroCenter 21B of record in Plat Book 7900, Page 724, R.O.D.C., said point also being approximately 350 feet southeast of the intersection of Vantage Way and French Landing Drive;

THENCE, along the northerly line of property conveyed to RTM Development Company of record in Book 10511, Page 861, R.O.D.C., S 87° 59' 34" W, 262.99 feet to a PK nail in the easterly right-of-way line of MetroCenter Boulevard, and the beginning of a curve to the left;

THENCE, with said curve along the easterly line of said right-of-way, 120.51 feet to a point, said curve having a central angle of 05° 12' 22", a radius of 1,326.24 feet, a tangent of 60.30 feet, and a chord of N 11° 37' 00" W 120.47 feet;

THENCE, along the southerly and easterly lines of property conveyed to the Krystal Company of record in Book 8874, Page 418, R.O.D.C., the following calls:

S 89° 40' 45" E, 243.76 feet to a point,

N 00° 19' 15" E, 10.00 feet to a point,

N 29° 40' 45" W, 22.71 feet to a point,

N 81° 13' 50" E, 48.99 feet to a point,

N 08° 46' 10" W, 71.89 feet to a point, and the beginning of a curve to the left;

THENCE, with said line, along said curve 78.23 feet to a point, said curve having a central angle of 52° 44' 02", a radius of 85.00 feet, a tangent of 42.13 feet, and a chord of N 35° 08' 18" W, 75.50 feet;

THENCE, continuing along said line N 61° 30' 25" W, 47.02 feet to a point in the southerly right-of-way of Vantage Way, and the beginning of a curve to the right;

THENCE, with said right-of-way line along said curve 91.55 feet to an iron rod, said curve having a central angle of 02° 20' 22", a radius of 2,242.00 feet, a tangent of 45.78 feet, and a chord of S 85° 17' 53" E, 91.54 feet; and the beginning of a curve to the right;

THENCE, with said right-of-way line along said curve 102.69 feet to an iron rod in the westerly right-of-way of French Landing Drive said curve having a central angle of 98° 03' 55", a radius of 60.00 feet, a tangent of 69.10 feet, and a chord of S 34° 58' 13"E, 90.61 feet;

THENCE, with said right-of-way S 14° 40' 44" W, 93.62 feet to an iron rod, and the beginning of a curve to the left;

THENCE, with said right-of-way line along said curve 129.04 feet to the point of beginning, said curve having a central angle of 13° 38' 28", a radius of 542.00 feet, a tangent of 64.83 feet, and a chord of S 07° 51' 30" W, 120.47 feet.

Described according to a survey prepared May 25, 1999, by Wendell H. Talley, Sr., License No. 785, Barge, Waggoner, Sumner and Cannon, Inc.

Together with Ingress/Egress Easements or right to use same or license use of same reserved in Book 8953, page 739, as amended in Book 8970, page 758, Book 8874, page 418, and Book 9382, page 50, Book 8932, page 394, as modified by Book 9453, page 810, Register's Office for Davidson County, Tennessee, and Reservation of Landscape Easement in Book 8874, page 418, said Register's Office.

Containing 42,563 square feet or 0.98 acres, more or less.

BOOK 11503 PG. 833

EXHIBIT A-16

PROPERTY DESCRIPTION

Tract 22 Lot 2

BOOK 11503 PG. 834

Being a parcel of land in Nashville, First Civil District, Twentieth Councilmanic District, Davidson County, Tennessee, located northeast of Athens Way, southwest of MetroCenter Boulevard, and at the end of Vantage Way Court and being property conveyed to MetroCenter Holdings, Inc., by deeds of record in Book 8321, Page 668, R.O.D.C., being Lot No. 2, on the Plan of MetroCenter Tract 22, 3rd Resubdivision of Lot No. 2, of record in Book 7900, page 857, said Register's Office, and being more particularly described as follows:

BEGINNING at a point in the westerly right-of-way of MetroCenter Boulevard said being the northeast corner of the subdivision plat of MetroCenter 22 of record in Book 7900, Page 857, R.O.D.C. and the beginning of a curve to the right, said point also being 225 feet south of the intersection of MetroCenter Boulevard and Vantage Way;

THENCE, with said right-of-way along said curve, 127.13 feet to a point, said curve having a central angle of 05° 58' 09", a radius of 1,220.24 feet, a tangent of 63.62 feet, and a chord of S 11° 14' 44" E, 127.07 feet;

THENCE, along the northerly line of property conveyed to Aladdin Properties, Inc., of record in Book 9690, Page 192, R.O.D.C., the following calls:

S 79° 51' 36" W, 438.91 feet to a point,

S 75° 08' 11" W, 125.00 feet to a point,

S 14° 51' 49" E, 85.00 feet to a monument,

S 29° 08' 11" W, 115.00 feet to a monument in the northerly right-of-way of Athens Way and the beginning of a curve to the left;

THENCE, with said right-of-way along said curve, 130.39 feet to a point, said curve having a central angle of 09° 34' 41", a radius of 780.00 feet, a tangent of 65.35 feet, and a chord of N 45° 06' 09" W, 130.24 feet;

THENCE, continuing with said right-of-way N 49° 53' 30" W, 267.44 feet to a point and the beginning of a curve to the right;

THENCE, with said right-of-way along said curve, 557.37 feet to a point, said curve having a central angle of 59° 08' 18", a radius of 540.00 feet, a tangent of 306.38 feet, and a chord of N 20° 19' 22" W, 532.95 feet;

THENCE, leaving said right-of-way along the southerly line of property conveyed to Donald E. Massey of record in Book 8870, Page 717, R.O.D.C., S 58° 20' 24" E, 617.59 feet to a point;

THENCE, along the easterly line of Massey, N 34° 41' 13" E, 324.76 feet to a point;

THENCE, along the westerly line of property conveyed to American Hospitality Corp. of record in Book 10963, Page 85, R.O.D.C., S 28° 43' 55" E, 115.34 feet to a point;

THENCE, continuing along said line S 43° 27' 47" E, 14.74 feet to a point in the right-of-way terminus of Vantage Way Court and the beginning of a curve to the left;

THENCE, with said right-of-way along said curve, 127.19 feet to a point, said curve having a central angle of 121° 27' 43", a radius of 60.00 feet, a tangent of 107.05 feet, and a chord of S 14° 11' 39" E, 104.68 feet;

THENCE, along the westerly line of property conveyed to Golden Arch LTD, Partnership of record in Book 9558, Page 172, R.O.D.C. S 15° 04' 29" W, 153.92 feet to a point;

THENCE, along the southerly line of Golden Arch LTD, Partnership, N 75° 46' 11" E, 291.41 feet to the point of beginning.

Described according to a survey prepared May 25, 1999, by Wendell H. Talley, Sr., License No. 785, Barge, Waggoner, Sumner and Cannon, Inc.

Containing 332,340 square feet or 7.63 acres, more or less.

EXHIBIT A-17

PROPERTY DESCRIPTION

Tract 23B Lot 2 BOOK 11503 PG. 836

Being a parcel of land in Nashville, First Civil District, Twentieth Councilmanic District, Davidson County, Tennessee, located in the southeast corner of the intersection of Ponder Place and Tenth Avenue North, being property conveyed to MetroCenter Holdings, Inc., by deeds of record in Book 8321, Page 668, R.O.D.C., being Lot No. 2, Resubdivision Section Four, MetroCenter Tract 23B, of record in Book 11190, page 47, said Register's Office, and being more particularly described as follows:

BEGINNING at a point in the intersection of the southeastern right-of-way line of Ponder Place and the northeastern right-of-way line of Tenth Avenue North;

THENCE, along said right-of-way N 78° 59' 00" E, 52.51 feet to a point and the beginning of a curve to the left;

THENCE, along said right-of-way along said curve 308.78 feet to a point, said curve having a central angle of 35° 23' 00", a radius of 500.00 feet, a tangent of 195.49 feet, and a chord of N 61° 17' 30" E, 303.89 feet;

THENCE, with said right-of-way N 43° 36' 00" E, 47.62 feet to a point in the southwesterly line of Tract 23B-1, property conveyed to MetroCenter Teachers Apartments of record in Book5 226, Page 245, R.O.D.C.;

THENCE, leaving said right-of-way with said line S 46° 24' 00" E, 316.59 feet to a point in the northwesterly line of Tract 23C, property conveyed to MetroCenter Holdings, Inc., of record in Book 8321, age 668, R.O.D.C.,

THENCE, with said line the following calls:

S 43° 36' 00" W, 281.47 feet to a point;

S 74° 15' 12" W, 386.01 feet to a point in the easterly right-of-way of Tenth Avenue North;

THENCE, along said right-of-way N 11° 01' 00" W, 283.00 feet to a point and the beginning of a curve to the right;

THENCE, along said right-of-way along said curve 78.54 feet to the point of beginning, said curve having a central angle of 90° 00'00", a radius of 50.00 feet, a tangent of 50.00 feet, and a chord of N 33° 59' 00" E, 70.71 feet.

Described according to a survey prepared May 25, 1999, by Wendell H. Talley, Sr., License No. 785, Barge, Waggoner, Sumner and Cannon, Inc.

Containing 182,859 square feet or 4.20 acres, more or less.

BOOK 11503 PG. 837

EXHIBIT A-18

PROPERTY DESCRIPTION

Tract 23C

BOOK 11503 PG. 838

Being a parcel of land in Nashville, First Civil District, Twentieth Councilmanic District, Davidson County, Tennessee, located in the northwest corner of the intersection of Dominican Drive and Athens Way, being property conveyed to MetroCenter Holdings, Inc., by deeds of record in Book 8321, Page 668, R.O.D.C., being Lot No. 23C, on the Plan of MetroCenter, Tract 23, First Revision, of record in Book 9700, page 270, said Register's Office, and being more particularly described as follows:

BEGINNING at the intersection of the northwestern right-of-way line of Dominican Drive and the southwestern right-of-way line of Athens Way;

THENCE, with northwestern right-of-way of Dominican Drive S 74° 03' 41" W, 204.06 feet to an iron rod in the northeastern line of property conveyed to Curt Hahn of record in Book 9701, Page 478, R.O.D.C.;

THENCE, with said line the following calls:

N 32° 41' 36" W , 53.20 feet to a point;

N 58° 19' 08" W, 152.43 feet to a point;

N 15° 58' 44" W, 175.41 feet to a point;

N 61° 55' 15" W, 172.56 feet to a point, passing an iron rod at 107.55 feet;

S 74° 01' 16" W, 128.00 feet to a point;

THENCE, with the westerly line of said Hahn property S 15° 58' 44" E, 120.00 feet to a point in the northern line of property conveyed to Metro Government of record in Book 4826, Page 271, R.O.D.C.;

THENCE, with said line S 73° 51' 16" W, 255.00 feet to a concrete monument in the eastern line of property conveyed to Buena Vista of record in Book 57, Pages 26 and 27, R.O.D.C.;

THENCE, along said line N 11° 03' 44" W, 199.83 feet to a point;

THENCE, along the northerly line of Buena Vista S 78° 44' 16" W, 168.50 feet to a point in the eastern right-of-way of Ninth Avenue North and the beginning of a curve to the left;

THENCE, with said curve along said right-of-way 482.79 feet to a point, said curve having a central angle of 79° 54' 30", a radius of 346.16 feet, a tangent of 289.99 feet, and a chord of N 41° 22' 43" W, 444.59 feet;

THENCE, with said right-of-way N 81° 19' 56" W, 80.50 feet to a point and the beginning of a curve to the right;

THENCE, with said curve along said right-of-way 242.40 feet to a point, said curve having a central angle of 70° 03' 12", a radius of 198.26 feet, a tangent of 138.96 feet, and a chord of N 46° 18' 13" W, 227.58 feet;

THENCE, leaving said right-of-way N 73° 59' 22" E, 386.00 feet to a point along the southern line of property conveyed to MetroCenter Holdings, Inc., of record in Book 8321, Page 668, R.O.D.C.;

THENCE, with said line N 43° 20' 22" E, 430.06 feet to an iron rod in the southern line of property conveyed to MetroCenter Teachers Apartments of record in Book 5226, Page 245, R.O.D.C.;

THENCE, with said line N 87° 05' 22" E, 289.36 feet to a point and the beginning of a curve to the left;

THENCE, with said curve along the southwesterly right-of-way line of Athens Way 426.33 feet to a disturbed concrete monument, said curve having a central angle of 40° 42' 43", a radius of 600.00 feet, a tangent of 222.61 feet, and a chord of S 29° 43' 24" E, 417.42 feet;

THENCE, with said right-of-way S 50° 04' 45" E, 267.44 feet to a concrete monument and the beginning of a curve to the right;

THENCE, with said curve along said right-of-way 434.21 feet to a concrete monument, said curve having a central angle of 34° 33' 11", a radius of 720.00 feet, a tangent of 223.93 feet, and a chord of S 32° 48' 10" E, 427.66 feet;

THENCE, with said right-of-way S 15° 31' 34"E, 251.37 feet to a concrete monument and the beginning of a curve to the right;

THENCE, with said curve along said right-of-way 78.18 feet to the point of beginning, said curve having a central angle of 89° 35' 15", a radius of 50.00 feet, a tangent of 49.64 feet, and a chord of S 29° 16' 06" W, 70.46 feet.

Described according to a survey prepared May 25, 1999, by Wendell H. Talley, Sr., License No. 785, Barge, Waggoner, Sumner and Cannon, Inc.

Together with the Easement Reserved in Book 9701, page 478, Register's Office for Davidson County, Tennessee, for Vehicular and Pedestrian Access.

Containing 969,083 square feet or 22.25 acres, more or less.

BOOK 11503 PG. 840

EXHIBIT A-19

PROPERTY DESCRIPTION

Tract 23E

BOOK 11503 PG. 841

Being a parcel of land in Nashville, First Civil District, Twentieth Councilmanic District, Davidson County, Tennessee, located north of Dominican Drive, west of Athens Way, and east of Ninth Avenue North, being property conveyed to MetroCenter Holdings, Inc., by deeds of record in Book 8321, Page 668, R.O.D.C., being Lot No. 23E, on the Plan of MetroCenter, Tract 23, First Revision, of record in Book 9700, page 270, said Register's Office, and being more particularly described as follows:

BEGINNING, at a point in the northerly right-of-way of Dominican Drive approximately 280± feet west of the intersection of Dominican Drive and Athens Way;

THENCE, along said right-of-way S 74° 03' 41" W, 294.96 feet to a point, also being the southeast corner of property conveyed to Metropolitan Government, Nashville Electric Service Power Board of record in Book 4826, Page 271, R.O.D.C.;

THENCE, leaving said right-of-way along the westerly line of said Metro property N 15° 58' 44" W, 146.77 feet to a point;

THENCE, along the southerly boundary of property conveyed to Curt Hahn of record in Book 9701, Page 478, R.O.D.C., the following calls:

N 74° 01' 16" E, 213.00 feet to a point;

S 58° 19' 08" E, 121.75 feet to a point;

S 15° 56' 19" E, 56.98 feet to the point of beginning.

Described according to a survey prepared May 25, 1999, by Wendell H. Talley, Sr., License No. 785, Barge, Waggoner, Sumner and Cannon, Inc.

Together with the Easement Reserved in Book 9701, page 478, Register's Office for Davidson County, Tennessee, for Vehicular and Pedestrian Access.

Containing 39,637 square feet or 0.91 acres, more or less.

EXHIBIT A-20

PROPERTY DESCRIPTION

Tract 25 Lot 2

BOOK 11503 PG. 842

Being a parcel of land in Nashville, First Civil District, Twentieth Councilmanic District, Davidson County, Tennessee, located in the northeast quadrant of the intersection of Tenth Avenue North and Ponder Place, being property conveyed to MetroCenter Holdings, Inc., by deeds of record in Book 8321, Page 668, R.O.D.C., being Lot No. 2, on the subdivision of Tract 25 of Metrocenter, of record in Book 9700, page 421, said Register's Office, and being more particularly described as follows:

BEGINNING at a point in the easterly right-of-way of Tenth Avenue North approximately 385 feet north of the intersection of Tenth Avenue North and Ponder Place;

THENCE, leaving said right-of-way along a southerly line of property conveyed to the U.S. Postal Service of record in Book 10602, Page 503, R.O.D.C., N 78° 49' 13" E, 397.72 feet to a point;

THENCE, along a westerly line of said U.S. Postal Service property S 11° 10' 47" E, 240.16 feet to a point in the northerly right-of-way of Ponder Place;

THENCE, along said right-of-way S 43° 31' 38" W, 55.01 feet to an iron rod and the beginning of a curve to the right;

THENCE, with said right-of-way along said curve 271.72 feet to an iron rod, said curve having a central angle of 35° 23' 00", a radius of 440.00 feet; a tangent of 140.35 feet, and a chord of S 61° 13' 08" W, 267.43 feet;

THENCE, with said right-of-way S 78° 54' 19" W, 48.15 feet to an iron rod and the beginning of a curve to the right;

THENCE, along said curve 78.54 feet to an iron rod in the easterly right-of-way of Tenth Avenue North, said curve having a central angle of 90° 00' 00", a radius of 50.00 feet, a tangent of 50.00 feet, a chord of N 56° 05' 12" W, 70.71 feet;

THENCE, along said Tenth Avenue North right-of-way the following calls:

N 11° 05' 23" W, 102.06 feet to an iron rod;

N 11° 10' 47" W, 200.60 feet to the point of beginning.

Described according to a survey prepared May 25, 1999, by Wendell H. Talley, Sr., License No. 785, Barge, Waggoner, Sumner and Cannon, Inc.

Containing 128,868 square feet or 2.96 acres, more or less.

EXHIBIT A-21

PROPERTY DESCRIPTION

Tract 30

Being a parcel of land in Nashville, First Civil District, Twentieth Councilmanic District, Davidson County, Tennessee, located on the west margin of Great Circle Road south of Mainstream Drive being property conveyed to MetroCenter Holdings, Inc., by deeds of record in Book 8321, Page 668, R.O.D.C., being Lot No. 30, on the Plan of the resubdivision of Lots Nos. 30 and 30A, MetroCenter, Section II, of record in Book 7900, page 331, said Register's Office, and being more particularly described as follows:

BEGINNING at a point in the westerly right-of-way of Great Circle Road also being the southeast corner of MetroCenter Tract 32 of record in Book 8250, Page 765, R.O.D.C.;

THENCE, along said right-of-way S 11° 19' 00" E, 294.04 feet to a concrete monument and the beginning of a curve to the left;

THENCE, along said right-of-way along said curve 244.71 feet to a point, said curve having a central angle of 26° 53' 37", a radius of 521.34 feet, a tangent of 124.65 feet, and a chord of S 24° 45' 48" E, 242.47 feet;

THENCE, leaving said right-of-way along the northerly line of property conveyed to General Accident Insurance Company of America, et al, of record in Book 8516, Page 556, R.O.D.C., the following calls:

S 51° 47' 25" W, 59.99 feet to a point;

S 77° 07' 00" W, 489.75 feet to a point in an easterly line of property conveyed to the Metropolitan Government Rhodes Municipal Park of record in Book 5588, Page 393, R.O.D.C.;

THENCE, along said Park property the following calls:

N 06° 43' 50" E, 422.28 feet to a point;

N 11° 19' 00" W, 159.15 feet to a point;

THENCE, along the southerly line of property conveyed to MetroCenter Holdings, Inc., of record in Book 8321, Page 668, R.O.D.C., N 77° 07' 00" E, 356.00 feet to the point of beginning.

Described according to a survey prepared May 25, 1999, by Wendell H. Talley, Sr., License No. 785, Barge, Waggoner, Sumner and Cannon, Inc.

Containing 229,412 square feet or 5.27 acres, more or less.

BOOK 11503 PG. 845

EXHIBIT A-22

PROPERTY DESCRIPTION

Tract 32

BOOK 11503 PG. 846

Being a parcel of land in Nashville, First Civil District, Twentieth Councilmanic District, Davidson County, Tennessee, located on the west side of Great Circle Road being property conveyed to MetroCenter Holdings, Inc., by deeds of record in Book 8321, Page 668, R.O.D.C., being Tract No. 32 on the Resubdivision of Lot No. 32, MetroCenter, of record in Book 8250, page 765, said Register's Office, and being more particularly described as follows:

BEGINNING at a point on the westerly right-of-way of Great Circle Road, an 84-foot wide public right-of-way and being the southeast corner of the property and common with the northeast corner of Tract 30 of MetroCenter Holdings, Inc., as recorded in Book 8321, Page 668, R.O.D.C.;

THENCE, along said common line, S 77° 07' 00" W, 356.00 feet to a point in an easterly line of Metropolitan Government Rhodes Municipal Park as recorded in Book 5588, Page 393, R.O.D.C.;

THENCE, along said line N 11° 19' 00" W, 339.14 feet to a point on the line of Taylor Impression Partners as recorded in Book 10727, Page 430, R.O.D.C.;

THENCE, along said line S 81° 07' 12" W, 356.68 feet to a point on the westerly right-of-way of Great Circle Road and the beginning of a curve to the left;

THENCE, with said right-of-way along said curve 23.05 feet to a point, said curve having a central angle of 02° 26' 12", a radius of 542.00 feet, a tangent of 11.53 feet and a chord of S 10° 05' 54" E, 23.05 feet to a point;

THENCE, continuing along said right-of-way S 11° 19' 00" E, 291.20 feet to the point of beginning.

Described according to a survey prepared May 25, 1999, by Wendell H. Talley, Sr., License No. 785, Barge, Waggoner, Sumner and Cannon, Inc.

Containing 116,266 square feet or 2.67 acres, more or less.

EXHIBIT A-23

PROPERTY DESCRIPTION

Tract 37S

Being a parcel of land in Nashville, First Civil District, Twentieth Councilmanic District, Davidson County, Tennessee, located on the north margin of Freeland Station Road being property conveyed to MetroCenter Holdings, Inc., by deeds of record in Book 8321, Page 668, R.O.D.C., being a 1.79 acre tract of land, known as Tract 37S, on the MetroCenter Site Plan, and also known as Tax Map 70-14, Parcel 5, on the Metro Tax Assessors Maps, also being part of Tract 4, on the Plan of record in Book 4660, page 33, said Register's Office, and being more particularly described as follows:

BEGINNING at an iron rod in the northerly right-of-way of Freeland Station Road also being the southwest corner of property conveyed to Metro Fairway Partners, L.P., of record in Book 8194, Page 10, R.O.D.C.;

THENCE, along said right-of-way S 80° 55' 00" W, 180.20 feet to a point and the beginning of a curve to the left;

THENCE, with said right-of-way along said curve 60.36 feet to a point, said curve having a central angle of 12° 21' 07", a radius of 280.00 feet, a tangent of 30.30 feet, and a chord of S 74° 44' 26" W, 60.25 feet;

THENCE, leaving said right-of-way along the easterly line of property conveyed to Fritz Kopp-Z'Graggen, et ux, of record in Book 7058, Page 688, R.O.D.C., N 44° 37' 00" W, 328.24 feet to a point;

THENCE, along the southerly boundary of the Cumberland River N 40° 57' 00" E, 199.75 feet to an iron rod;

THENCE, along the westerly line of said Metro Fairway Partners, L.P. property, S 44° 37' 00" E, 477.94 feet to the point of beginning.

Described according to a survey prepared May 25, 1999, by Wendell H. Talley, Sr., License No. 785, Barge, Waggoner, Sumner and Cannon, Inc.

Containing 79,627 square feet or 1.83 acres, more or less.

PROPERTY DESCRIPTION

Tract 37T

BOOK 11503 PG. 848

Being a parcel of land in Nashville, First Civil District, Twentieth Councilmanic District, Davidson County, Tennessee, located on the north margin of Freeland Station Road being property conveyed to MetroCenter Holdings, Inc., by deeds of record in Book 8321, page 668, R.O.D.C., being a 2.34 acre tract of land, known as Tract 37T, on the MetroCenter Site Plan, and also known as Tax Map 70-13, Parcel 153, on the Metro Tax Assessors Maps, also being part of Tract 4 on the Plan of record in Book 4660, page 33, said Register's Office, and being more particularly described as follows:

BEGINNING at a point at the terminus of the northerly right-of-way of Freeland Station Road also being the southwest corner of property conveyed to Fritz Kopp-Z'Graggen, et ux, of record in Book 7058, page 688, R.C.D.C.;

THENCE, along a northerly line of property conveyed to the Metropolitan Government Rhodes Municipal Park of record in Book 5588, page 393, R.O.D.C., the following calls:

S 55° 00' 00" W, 403.75 feet to a point;

N 53° 54' 00" W, 176.00 feet to a point in the southerly margin of the Cumberland River;

THENCE, following said southerly margin of the Cumberland River, the following calls:

N 36° 06' 00" E, 255.90 feet to a point;

N 26° 34' 00" E, 100.60 feet to a point;

N 40° 57' 00" E, 78.93 feet to a point;

THENCE, leaving said southerly margin along the westerly line of said Fritz Kopp-Z'Graggen property S 44° 37' 00" E, 320.97 feet to the point of beginning.

Described according to a survey prepared May 25, 1999, by Wendell H. Talley, Sr., License No. 785, Barge, Waggoner, Sumner and Cannon, Inc.

Containing 101,764 square feet or 2.34 acres, more or less.

EXHIBIT A-25

PROPERTY DESCRIPTION

Map 71-13 Parcel 5

BOOK 11503 PG. 849

Being a parcel of land in Nashville, First Civil District, Twentieth Councilmanic District, Davidson County, Tennessee, located on the south margin of Great Circle Road and the north margin of Interstate 265 being property conveyed to MetroCenter holdings, Inc. by deeds of record in Book 9632,, Page 187, R.O.D.C., being a part of Block H, on the Plan of MetroCenter, Section 1, of record in Book 4675, page 48, said Register's Office, which was not voided, vacated and superceded by the Resubdivision of part of Block "H" Section 1, MetroCenter Tract 4, as of record in Book 4660, page 181, said Register's Office. This property is also known as Map No. 71-13, parcel 5, and lies north of Interstate 265, and south of Great Circle Road, and being more particularly described as follows:

BEGINNING at a point at the terminus of the southerly right-of-way of great Circle Road into the northerly right-of-way of Interstate 265;

THENCE, along said I-265 right-of-way the following calls:

S 86° 37' 36" W, 187.18 feet to a point

S 81° 00' 33" W, 321.10 feet to a point in the southerly right-of-way of Great circle Road;

THENCE, along said Great Circle road right-of-way N 74° 20' 51" E, 334.60 feet to a point and the beginning of a curve to the right;

THENCE, continuing along said right-of-way along said curve 189.98 feet to the point of beginning, said curve having a central angle of 49° 28' 43", a radius of 220.00 feet, a tangent of 101.37 feet, and a chord of S 80° 54' 48" E, 184.14 feet;

Described according to a survey prepared May 25, 1999, by Wendell H. Talley, Sr., License No. 785, Barge, Waggoner, Sumner and Cannon, Inc.

Containing 12,452 square feet or 0.29 acres, more or less.

EXHIBIT B

Permitted Exceptions

EXHIBIT B-1

LOT 1, TRACT 1

1. ~~Defects, liens, encumbrances, adverse claims or other~~ matters if any, created, first appearing in the public records or attaching subsequent to the effective date hereof but prior to the date the proposed Insured acquires for value of record the estate or interest of mortgage thereon covered by this Commitment.

2. Any owner's policy issued pursuant hereto will contain under Schedule B, the standard exceptions set forth at the inside cover hereof. Any loan policy will contain under Schedule B, Standard Exceptions 1, 2 and 3, unless a satisfactory survey and inspection of the ~~premises is made.~~

3. Taxes for 1999: A lien, but not yet due and payable.

4. Subject to all matters shown on the Plan of record in Book 4675, page 48, Register's Office for Davidson County, Tennessee, as shown on the survey of Barge, Waggoner, Sumner & Cannon, dated May ___, 1999.

5. The Plan of record in Book 7900, page 849, said Register's Office, shows: an Owners Certificate, a Surveyor's Certificate, the notes as shown on said plan, a private railroad easement of varying width along the southerly lot line, a 20 foot sanitary sewer easement with an 8-inch sewerline contained therein across the westerly portion of the lot extending north and south, a 30 foot Nashville Gas Company easement with a 14-inch gas line shown therein extending in a north/south direction across the west portion of the lot, 2 sewer easements - one with a 48-inch force main and one with an 8-inch force main extending southeast to north-west across the westerly portion of the lot, and a 30 foot extg. easement showing a petrol line therein running east-west across the north-middle portion of the lot, as shown on the survey of BWSC dated May 25, 1999, by Wendell H. Talley, Sr., TELS No. 785, File 11469-85.

6. Restrictive Covenants in favor of MetroCenter Properties recorded in Book 5242, page 389, as amended in Book 7012, page 61, in said Register's Office. Article VI therein no longer is applicable, as it was terminated by instrument of record in Book 9933, page 28, Register's Office for Davidson County, Tennessee.

7. Restrictive Covenants in favor of Arby's, Inc. and recorded in Book 9382, page 56, said Register's Office.

Continued on next page

8. Restrictive Covenants in favor of Taco Bell Corp., recorded in Book 9420, page 176, said Register's Office.

9. Terms, conditions, easements, rights and liens as set forth in the Declaration of Covenants, Conditions and Restrictions of record in Book 7487, page 952, as amended in Book 10602, page 499, said Register's Office, in favor of MetroCenter Improvements Association.

10. 30 Foot Gasline Easement of record in Book 1450, page 550, said Register's Office, as shown on ~~the~~ said survey.

11. 20 Foot Gasline Easement of record in Book 3649, page 94, said Register's Office, as amended in Book 4873, page 406, said Register's Office, as shown on ~~the~~ said survey.

12. 20 Foot Sanitary Force Main Easement of record in Book 2634, page 124, said Register's Office, as shown on ~~the~~ said survey.

13. 20 Foot sanitary sewer easement of record in Book 3464, page 302, said Register's Office, as shown on ~~the~~ said survey.

14. Private railroad easement as shown on the plan of record in Book 7900, page 849, said Register's Office, as shown on the survey.

15. Landscaping and Underground Easement in favor of Seofon Associates, Ltd., of record in Book 5799, page 753, said Register's Office, as shown on ~~the~~ said survey.

16. Sanitary Sewer Easement granted to the City of Nashville, of record in Book 3312, page 52, in the Register's Office for Davidson County, Tennessee, as shown on ~~the~~ said survey.

17. Sewer easement carrying an eight inch force main of record in Book 4771, page 27, said Register's Office, as shown on ~~the~~ said survey.

EXHIBIT B-2
TRACT 3A

1. ~~Defects, liens, encumbrances, adverse claims or other~~ matters if any, created, first appearing in the public records or attaching subsequent to the effective date hereof but prior to the date the proposed Insured acquires for value of record the estate or interest of mortgage thereon covered by this Commitment.

2. Any owner's policy issued pursuant hereto will contain under Schedule B, the standard exceptions set forth at the inside cover hereof. Any loan policy will contain under Schedule B, Standard Exceptions 1, 2 and 3, unless a satisfactory survey and inspection of the ~~premises is made~~.

3. Taxes for 1999: A lien, but not yet due and payable.

4. Restrictive Covenants in favor of MetroCenter Properties recorded in Book 5242, page 389, as amended in Book 7012, page 61, in said Register's Office. Article VI therein no longer is applicable, as it was terminated by instrument of record in Book 9933, page 28, Register's Office for Davidson County, Tennessee.

5. Restrictive Covenants in favor of Arby's, Inc. recorded in Book 9382, page 56, said Register's Office.

6. Restrictive Covenants in favor of Taco Bell Corp., recorded in Book 9420, page 176, said Register's Office.

7. Terms, conditions, easements, rights and liens as set forth in the Declaration of Covenants, Conditions and Restrictions of record in Book 7487, page 952, as amended in Book 10602, page 499, said Register's Office, in favor of MetroCenter Improvements Association.

8. The plan of record in Book 4675, page 48, said Register's Office, shows: an Owners Certificate, a Surveyor's Certificate, and notes as shown on said plan.

9. NOTE: The acreage mentioned in the legal description is only for convenience in identifying the tract insured; it is not intended that this policy insure the amount of acreage.

10. ~~Any and all Zoning Ordinances which may affect the subject property~~.

Continued on next page

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11. Easement for Ingress and Egress of record in Book 4927, page 511, said Register's Office, granted to serve Lot No. 1 on the plan of MetroCenter of record in Book 4675, page 48, and Lot No. 2A on the plan of Metrocenter of record in Book 5060, page 85, said Register's Office, as shown on survey of BWSC dated May 25, 19 Wendell H. Talley, Sr, TRLS No. 785, File No. 11469-85.
12. Divided Tank with 42" RCP as shown on survey ~~of BWSC dated April 23, 1999, Wendell H. Talley, TRLS No. 785, File No. 11469-85~~.

EXHIBIT B-3

TRACT 4G

1. ~~Defects, liens, encumbrances, adverse claims or other~~ matters if any, created, first appearing in the public records or attaching subsequent to the effective date hereof but prior to the date the proposed Insured acquires for value of record the estate or interest of mortgage thereon covered by this Commitment.

2. Any owner's policy issued pursuant hereto will contain under Schedule B, the standard exceptions set forth at the inside cover hereof. Any loan policy will contain under Schedule B, Standard Exceptions 1, 2 and 3, unless a satisfactory survey and inspection of the ~~premises is made~~.

3. Taxes for 1999: A lien, but not yet due and payable.

4. Restrictive Covenants in favor of MetroCenter Properties recorded in Book 5242, page 389, as amended in Book 7012, page 61, in said Register's Office.

5. Restrictive Covenants in favor of Arby's, Inc. and recorded in Book 9382, page 56, said Register's Office.

6. Restrictive Covenants in favor of Taco Bell Corp., recorded in Book 9420, page 176, said Register's Office.

7. Terms, conditions, easements, rights and liens as set forth in The Declaration of Covenants, Conditions and Restrictions of record in Book 7487, page 952, in favor of MetroCenter Improvements Association.

8. ~~Amended Abstract of Suit Lien for MetroCenter Holdings, Inc. (Lienee) of record in Book 11062, page 991, which is an amendment of Book 11057, page 295, said Register's Office.~~

9. Restrictive covenants in favor of Mat-Nel Company, of record in Book 4829, page 722, made applicable in Book 5028, page 333, as amended in Book 5035, page 972, said Register's Office and terms, conditions, easements, rights and liens in Favor of Mat-Nel Company, as set forth in the Master Deed of record in Book 5028, page 333, and amended in Book 5035, page 972, said Register's Office.

10. The Plan of record in Book 6200, page 751, Register's Office for Davidson County, Tennessee, shows: an Owner's Certificate, a

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surveyor's certificate; the notes as more particularly shown thereon; a 50 foot minimum building setback line from Great Circle Road; a drainage easement for canal across the southerly and westerly portions of said lot (width not listed and varies); a 20 foot drainage easement across the southerly part of the lot; a public utility easement of undetermined width and length in the southwest corner and along the southerly line with a 12-inch waterline contained therein; a Nashville Electric Service easement of undetermined width running from the southeast property corner along the margin of Great Circle Road in a westerly and northerly direction until it terminates; a 12.5 foot portion of a 25 foot common access and public utility easement along the easterly line, a portion of a 30 foot common access and public utility easement along the northeasterly lot line; a 20 foot sanitary sewer easement with a 10-inch sewer line contained therein along the northeasterly lot line; a 40 foot private access and utility easement along the northerly lot line, and at the northwest corner of the lot, the minimum building setback line from Great Circle Road is 100 foot and extends south until it intersects the 50 foot minimum building setback line, as shown on the survey of BWSC dated May 25, 1999, by Wendel H. Talley, Sr., TRLS No. 785, File No. 11469-85.

(also shown on the plan of record in Book 5035, page 975, said Register's Office)

11. ~~Restrictive Covenants in favor of Mat Nel Company of record in Book 5347, page 88, and Book 4793, page 166, said Register's Office.~~

12. 30 foot common access and public utility easement for Cumberland Bend as shown on the plan of record in Book 5035, page 975, said Register's Office, and on the plan of record in Book 6200, page 751, Register's Office for Davidson County, Tennessee.

13. Subject to rights of others in and to the common areas/elements, which are shown on the plat of record in Book 6200, page 751, Register's Office for Davidson County, Tennessee.

EXHIBIT B-4

TRACT 4I

1. ~~Defects, liens, encumbrances, adverse claims or other~~ matters if any, created, first appearing in the public records or attaching subsequent to the effective date hereof but prior to the date the proposed Insured acquires for value of record the estate or interest of mortgage thereon covered by this Commitment.

2. Any owner's policy issued pursuant hereto will contain under Schedule B, the standard exceptions set forth at the inside cover hereof. Any loan policy will contain under Schedule B, Standard Exceptions 1, 2 and 3, unless a satisfactory survey and inspection of the ~~premises is made~~.

3. Taxes for 1999: A lien, but not yet due and payable.

4. Restrictive Covenants in favor of Arby's, Inc. and recorded in Book 9382, page 56, said Register's Office.

5. Restrictive Covenants in favor of MetroCenter Properties, and recorded in Book 5242, page 389, as amended in Book 7012, page 61, said Register's Office.

6. Restrictive Covenants in favor of Taco Bell Corp., recorded in Book 9420, page 176, said Register's Office.

7. Terms, conditions, easements, rights and liens as set forth in the Declaration of Covenants, Conditions and Restrictions of record in Book 7487, page 952, said Register's Office, in favor of MetroCenter Improvements Association.

8. ~~Amended Abstract of Suit Lien with MetroCenter Holdings, Inc. as Liepee, of record in Book 11062, page 991, which is an amendment of Book 11057, page 295, said Register's Office.~~

9. Restrictive covenants in favor of Mat-Nel Company, filed of record in Book 4829, page 722, made applicable in terms, conditions, easements, rights and liens in favor of Mat-Nel Company as set forth in the Master Deed of record in Book 5028, page 333, and amended in Book 5035, page 972, said Register's Office.

10. The Plan of record in Book 4660, page 181, said Register's Office, shows: an Owners Certificate, a Surveyor's Certificate, the notes as shown on said plan, a Cheatham Dam

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Flowage Easement along the easterly property line of varying width, an easement for city maintenance of levee and riverfront of undetermined width, and a 50 foot wide private easement for railroad lead track running in a north/south direction across the westerly portion of the property, as shown on survey of BWSC dated May 25, 1999, by Wendell H. Talley, Sr., TRLS No. 785, File 11469-B5.

11. Cheatham Dam Flowage Easement of record in Book 2281, page 631, as amended in Book 2290, page 256, said Register's Office, as shown on said survey.

DELETE 12. ~~Subject to rights of others in and to the common areas/elements.~~

DELETE 13. ~~Easement for the flow of any creeks, streams or branches.~~

14. Title to that portion of the premises lying between the high and low water marks of the Cumberland River.

DELETE 15. ~~Any and all Zoning Ordinances which may affect the subject property~~.

16. 15 foot Right-of-Way Easement granted to Colonial Pipeline Company of record in Book 5039, page 193, as amended in Book 5232, page 252, said Register's Office, as shown on said survey.

DELETE → 17. ~~50 foot private easement for railroad lead track as shown on plan of record in Book 4660, page 181, said Register's Office, as shown on said survey.~~

18. ~~Easement for maintenance of levee and river front as shown on plan of record in Book 4660, page 181, said Register's Office, as shown on survey.~~

EXHIBIT B-5
TRACT 4K

1. ~~Defects, liens, encumbrances, adverse claims or other~~ matters if any, created, first appearing in the public records or attaching subsequent to the effective date hereof but prior to the date the proposed Insured acquires for value of record the estate or interest of mortgage thereon covered by this Commitment.

2. Any owner's policy issued pursuant hereto will contain under Schedule B, the standard exceptions set forth at the inside cover hereof. Any loan policy will contain under Schedule B, Standard Exceptions 1, 2 and 3, unless a satisfactory survey and inspection of the ~~premises is made~~.

3. Taxes for 1999: A lien, but not yet due and payable.

4. Restrictive Covenants in favor of MetroCenter Properties, recorded in Book 5242, page 389, as amended in Book 7012, page 61, said Register's Office.

5. Restrictive Covenants in favor of Arby's, Inc. and recorded in Book 9382, page 56, said Register's Office.

6. Restrictive Covenants in favor of Taco Bell Corp., recorded in Book 9420, page 176, said Register's Office.

7. Terms, conditions, easements, rights and liens as set forth in the Declaration of Covenants, Conditions and Restrictions of record in Book 7487, page 952, said Register's Office, in favor of MetroCenter Improvements Association.

~~8. Amended Abstract of Suit Lien for MetroCenter Holdings, Inc. (Lienee), of record in Book 11062, page 991, which is an amendment of Book 11057, page 295, said Register's Office.~~

9. Restrictive covenants in favor of Mat-Nel Company, filed of record in Book 4829, page 722, made applicable in terms, conditions, easements, rights and liens in favor of Mat-Nel Company as set forth in the Master Deed of record in Book 5028, page 333, and amended in Book 5035, page 972, said Register's Office.

10. The Plan of record in Book 7900, page 376, said Register's Office, shows: an Owners Certificate, a Surveyor's Certificate, the notes as shown on said plan, a portion of a 25 foot common

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access and utility easement along the easterly lot line created by Book 4885, page 166, and extended by this plat, a 20 foot underground electrical easement across the southerly portion of said lot, a portion of a 30 foot common access and public utility easement along the westerly lot line created by Book 4885, page 166, a portion of a 25 foot common access and public utility easement created in Book 5028, page 333, and amended in Book 5035, page 972, along the northerly lot line, and a portion of a 30 foot common access and public utility easement along the southerly line and created in Book 4885, page 166, said Register's Office, and a 10 foot drainage easement across the approximate middle of the lot running from east to west, as shown on the survey of BWSC dated May 25, 1999, by Wendell H. Talley, Sr., TRLS No. 785, File No. 11469-85.

11. Restrictive Covenants in favor of Mat-Nel Company of record in Book 5347, page 88, and Book 4793, page 166, said Register's Office.

12. 30 foot common access and public utility easement for Cumberland Bend as shown on the plan of record in Book 5035, page 975, said Register's Office, and as shown on the plan of record in Book 7900, page 376, Register's Office for Davidson County, Tennessee, as shown on said survey.

13. Subject to rights of others in and to the common areas/elements, consisting of the common access areas shown on the Plan of record in Book 7900, page 376, said Register's Office.

DELETE 14. ~~Any and all Zoning Ordinances which may affect the subject property~~.

EXHIBIT B-6
TRACT 7B

1. ~~Defects, liens, encumbrances, adverse claims or other~~ matters if any, created, first appearing in the public records or attaching subsequent to the effective date hereof but prior to the date the proposed Insured acquires for value of record the estate or interest of mortgage thereon covered by this Commitment.

2. Any owner's policy issued pursuant hereto will contain under Schedule B, the standard exceptions set forth at the inside cover hereof. Any loan policy will contain under Schedule B, Standard Exceptions 1, 2 and 3, unless a satisfactory survey and inspection of the ~~premises is made~~.

3. Taxes for 1999: A lien, but not yet due and payable.

4. Restrictive Covenants ~~in favor of Mat Nel Company and recorded in Book 4784, page 659, as amended in Book 5792, page 787, Book 7012, page 61, and made applicable in Book 7012, page 62, Register's Office for Davidson County, Tennessee.~~

DELETE

5. Restrictive Covenants in favor of MetroCenter Properties recorded in Book 5242, page 389, as amended in Book 5792, page 787, and Book 7012, page 61, in said Register's Office.

6. Restrictive Covenants in favor of Arby's, Inc. and recorded in Book 9382, page 56, said Register's Office.

7. Restrictive Covenants in favor of Taco Bell Corp., recorded in Book 9420, page 176, said Register's Office.

8. Declaration of Special Covenants and Restrictions ~~as contained in Book 10985, page 85, said Register's Office~~.

DELETE

9. Terms, conditions, easements, rights and liens as set forth in the Declaration of Covenants, Conditions and Restrictions of record in Book 7487, page 952, as amended in Book 10602, page 499, said Register's Office.

10. Terms, conditions, easements, rights and liens as set forth in The Master Deed in Book 5026, page 783, as amended in Book 5035, page 967, said Register's Office.

11. The Plan of record in Book 6050, page 230, said Register's Office, shows: an Owners Certificate, a Surveyor's Certificate,

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the notes as more particularly shown on said plan, a 40 foot minimum building setback line from Venture Circle, a portion of a 40 foot common access and public utilities easement along the northerly lot line which contains a portion of the private road known as Venture Circle, an 8-inch sewerline, an underground telephone line, and a 2-inch gas line, a 10 foot public utility and drainage easement along the easterly lot line and a 15 foot public utility and drainage easement along the southerly lot line, as shown on survey of BWSC dated 25 May 1999, by Wendell H. Talley TRLS No. 785, File No. 11469-85.0

DELETE 12. ~~The lien for any unpaid and/or special assessments~~.

13. Subject to rights of others in and to the common areas/elements, consisting of Venture Circle, a private driveway, as shown on the Plan of record in Book 6050, page 230, said Register's Office.

DELETE 14. ~~Any and all Zoning Ordinances which may affect the subject property~~.

15. Memorandum of Ground Lease for Parking in favor of Nashville Heritage LLC., of record in Book 11066, page 616, said Register's Office.

EXHIBIT B-7
TRACT 8C

1. ~~Defects, liens, encumbrances, adverse claims or other~~ matters if any, created, first appearing in the public records or attaching subsequent to the effective date hereof but prior to the date the proposed Insured acquires for value of record the estate or interest of mortgage thereon covered by this Commitment.

2. Any owner's policy issued pursuant hereto will contain under Schedule B, the standard exceptions set forth at the inside cover hereof. Any loan policy will contain under Schedule B, Standard Exceptions 1, 2 and 3, unless a satisfactory survey and inspection of the ~~premises is made~~.

3. Taxes for 1999: A lien, but not yet due and payable.

4. The plan of record in Book 9700, page 921, said Register's Office, shows: an Owners Certificate, a Surveyor's Certificate, a 40 foot minimum building setback line from French Landing Drive, a 20 foot public utility easement along the margin of French Landing Drive, a 20 foot of a 40 foot common access and utility easement created in Book 7900, page 116, which contains part of the private road known as Venture Circle and a 8-inch sanitary sewer line along the southeasterly lot line, a 15 foot electrical easement abutting the common access and utility easement along its northwesterly margin, created by Book 7900, page 116, and the notes as more particularly shown on said plan (Tract 8C) as shown on survey of BWSC dated May 25, 1999, by Wendel H. Talley, Sr., TRLS No. 78[illegible], File No. 11469-[illegible]

5. ~~The plan of record in Book 9700, page 921, said Register's Office, shows: an Owners Certificate, a Surveyor's Certificate, the notes as more particularly shown on said plan, 20 foot of a 40 foot common access and utility easement with an 8-inch sanitary sewer line contained therein along the northerly portion of said lot, an 8-inch waterline along the northwesterly line, and a portion of the private road known as Venture Circle, said easements having been created in Book 7900, page 116, said Register's Office,~~ (Tract 8D) ~~as shown on said survey.~~ 20 foot public utility easement

6. Restrictive Covenants in favor of Mat-Nel Company and recorded in Book 4784, page 659, as amended in Book 5792, page 787, Book 7012, page 61, and made applicable in Book 7012, page 62, Register's Office for Davidson County, Tennessee. Delete

7. Restrictive Covenants in favor of MetroCenter Properties

Continued on next page

recorded in Book 5242, page 389, as amended in Book 5792, page 787, and Book 7012, page 61, in said Register's Office.

8. Restrictive Covenants in favor of Arby's, Inc. recorded in Book 9382, page 56, said Register's Office.

9. Restrictive Covenants in favor of Taco Bell Corp., recorded in Book 9420, page 176, said Register's Office.

10. Terms, conditions, easements, rights and liens as set forth in the Declaration of Covenants, Conditions and Restrictions of record in Book 7487, page 952, as amended in Book 10602, page 499, said Register's Office.

11. Terms, conditions, easements, rights and liens as set forth in The Master Deed of record in Book 5026, page 783, as amended in book 5035, page 967, said Register's Office, in favor of MetroCenter Properties.

12. 15 foot Electrical Easement of record in Book 7900, page 116, said Register's Office, as shown on ~~the~~ said survey. (Lot 8C only)

13. Common Access and Utility Easement (Venture Circle, a private road) of record in Book 7900, page 116, said Register's Office as shown on said survey.

14. ~~Subject to rights of others in and to the common areas/elements, created by the recorded Plat or by the prior plat of record in Book 4675, page 48, Register's Office for Davidson County, Tennessee.~~ DELETE

EXHIBIT B-8
TRACT 8D

1. ~~Defects, liens, encumbrances, adverse claims or other~~ matters if any, created, first appearing in the public records or attaching subsequent to the effective date hereof but prior to the date the proposed Insured acquires for value of record the estate or interest of mortgage thereon covered by this Commitment.

2. Any owner's policy issued pursuant hereto will contain under Schedule B, the standard exceptions set forth at the inside cover hereof. Any loan policy will contain under Schedule B, Standard Exceptions 1, 2 and 3, unless a satisfactory survey and inspection of the ~~premises is made~~.

3. Taxes for 1999: A lien, but not yet due and payable.

4. ~~The plan of record in Book~~ 9700 ~~, page~~ 921 ~~, said Register's Office, shows: an Owners Certificate, a Surveyor's Certificate, a 40 foot minimum building setback line from French Landing Drive, a 20 foot public utility easement along the margin of French Landing Drive, a 20 foot of a 40 foot common access and utility easement created in Book 7900, page 116, which contains part of the private road known as Venture Circle and a 8-inch sanitary sewer line along the southeasterly lot line, a 15 foot electrical easement abutting the common access and utility easement along its northwesterly margin, created by Book 7900, page 116, and the notes as more particularly shown on said plan of (Tract 8C)~~ as shown on survey of BWSC dated May 25, 1999, by Wendell H. Talley Sr., TRL No. 785 File No. 11469-8

5. The plan of record in Book 9700, page 921, said Register's Office, shows: an Owners Certificate, a Surveyor's Certificate, the notes as more particularly shown on said plan, 20 foot of a 40 foot common access and utility easement with an 8-inch sanitary sewer line contained therein along the northerly portion of said lot, an 8-inch waterline along the northwesterly line, and a portion of the private road known as Venture Circle, said easements having been created in Book 7900, page 116, said Register's Office, (Tract 8D) as shown on said survey.

Add 10 foot public utility easement

6. Restrictive Covenants in favor of Mat-Nel Company and recorded in Book 4784, page 659, as amended in Book 5792, page 787, Book 7012, page 61, and made applicable in Book 7012, page 62, Register's Office for Davidson County, Tennessee.

Delete

7. Restrictive Covenants in favor of MetroCenter Properties

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recorded in Book 5242, page 389, as amended in Book 5792, page 787, and Book 7012, page 61, in said Register's Office.

8. Restrictive Covenants in favor of Arby's, Inc. recorded in Book 9382, page 56, said Register's Office.

9. Restrictive Covenants in favor of Taco Bell Corp., recorded in Book 9420, page 176, said Register's Office.

10. Terms, conditions, easements, rights and liens as set forth in the Declaration of Covenants, Conditions and Restrictions of record in Book 7487, page 952, as amended in Book 10602, page 499, said Register's Office.

11. Terms, conditions, easements, rights and liens as set forth in The Master Deed of record in Book 5026, page 783, as amended in book 5035, page 967, said Register's Office, in favor of MetroCenter Properties.

12. ~~15 foot Electrical Easement of record in Book 7900, page 116, said Register's Office, as shown on the survey. (Lot 8C only)~~ said

13. Common Access and Utility Easement (Venture Circle, a private road) of record in Book 7900, page 116, said Register's Office as shown on said survey.

14. Subject to rights of others in and to the common areas/elements, created by the recorded Plat or by the prior plat of record in Book 4675, page 48, Register's Office for Davidson County, Tennessee. DELETE

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EXHIBIT B-9

TRACT 9C

1. ~~Defects, liens, encumbrances, adverse claims or other~~ matters if any, created, first appearing in the public records or attaching subsequent to the effective date hereof but prior to the date the proposed Insured acquires for value of record the estate or interest of mortgage thereon covered by this Commitment.

2. Any owner's policy issued pursuant hereto will contain under Schedule B, the standard exceptions set forth at the inside cover hereof. Any loan policy will contain under Schedule B, Standard Exceptions 1, 2 and 3, unless a satisfactory survey and inspection of the ~~premises is made~~

3. Taxes for 1999: A lien, but not yet due and payable.

4. ~~Restrictive Covenants in favor of Mat-Nel Company and recorded~~ in Book 4784, page 659, ~~as amended in Book 5792, page 787, Book~~ 7012, page 61, and ~~made applicable in Book~~ 7012, page 62, Register's Office for Davidson County, Tennessee.

DELETE

5. Restrictive Covenants in favor of MetroCenter Properties recorded in Book 5242, page 389, as amended in Book 7012, page 61, in said Register's Office. Article VI therein no longer is applicable, as it was terminated by instrument of record in Book 9933, page 28, Register's Office for Davidson County, Tennessee.

6. Restrictive Covenants in favor of Arby's, Inc. and recorded in Book 9382, page 56, said Register's Office.

7. Restrictive Covenants in favor of Taco Bell Corp., recorded in Book 9420, page 176, said Register's Office.

8. Terms, conditions, easements, rights and liens as set forth in the Declaration of Covenants, Conditions and Restrictions of record in Book 7487, page 952, as amended in Book 10602, page 499, said Register's Office, in favor of MetroCenter Improvements Association.

9. The Plan of record in Book 9700, page 787, said Register's Office, shows: an Owners Certificate; a Surveyor's Certificate; the notes as shown on said plan; a 20 foot public utility easement adjacent to all street right of ways, being, Athens Way, MetroCenter Blvd., Vantage Way and French Landing Drive; a 30 foot drainage easement along the northerly and northeasterly

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lot lines created by Book 4675, page 48; a 60 foot drainage easement extending southeasterly from the intersection of the northeasterly and northerly lot lines until it intersects the westerly margin of French Landing Drive; a 20 foot sanitary sewer easement with an 18 inch sewer line therein across the southerly portion of the lot westernmost (exits at common southerly corner with Lot 9D), and extending up the easterly line before exiting the property unto French Landing Drive, (a pump station is located at the southeasterly corner of the property); a 30 foot gas line easement with a 14-inch gas line contained therein of record in Book 1450, page 550, said Register's Office, across the southerly portion of the lot; a 20 foot gas line easement with an 8-inch gas line therein of record in Book 3649, page 94, said Register's Office across the southerly portion of the lot; a 20 foot sanitary force main easement of record in Book 2634, page 124, with a 48 inch force main contained therein; and a 5 foot underground telephone easement along the margin of MetroCenter Blvd., as shown on the survey of BWSC dated May 25, 1999, by Wendell H. Talley, Sr., TRLS No. 785, File No. 11469-85.

10. Sanitary Sewer easement as shown on the plan of record in Book 9700, page 787, and as recorded in Plat Book 4675, page 48, said Register's Office, as shown on ~~the~~ said survey ~~of BWSC dated May~~

11. Colonial Pipeline Easement of record in book 3648, page 52, said Register's Office, as shown on said survey.

12. 30 foot Gasline Easement of record in book 1450, page 550, said Register's Office, as shown on said survey.

13. 20 foot Gasline Easement of record in Book 3649, page 94, said Register's Office, as shown on said survey.

14. 20 foot Sanitary Force Main Easement of record in Book 2634, page 124, said Register's Office, as shown on said survey.

15. Agreement for Dedication of easement of record in Book 8425, page 396, said Register's Office, as shown on said survey.

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EXHIBIT B-10
TRACT 10B

1. ~~Defects, liens, encumbrances, adverse claims or other~~ matters if any, created, first appearing in the public records or attaching subsequent to the effective date hereof but prior to the date the proposed Insured acquires for value of record the estate or interest of mortgage thereon covered by this Commitment.

2. Any owner's policy issued pursuant hereto will contain under Schedule B, the standard exceptions set forth at the inside cover hereof. Any loan policy will contain under Schedule B, Standard Exceptions 1, 2 and 3, unless a satisfactory survey and inspection of the ~~premises is made~~.

3. Taxes for 1999: A lien, but not yet due and payable.

4. Restrictive Covenants in favor of MetroCenter Properties recorded in Book 5242, page 389, as amended in Book 7012, page 61, in said Register's Office. Article VI therein no longer is applicable, as it was terminated by instrument of record in Book 9933, page 28, Register's Office for Davidson County, Tennessee.

5. Restrictive Covenants in favor of Arby's, Inc. and recorded in Book 9382, page 56, said Register's Office.

6. Restrictive Covenants in favor of Taco Bell Corp., recorded in Book 9420, page 176, said Register's Office.

7. Terms, conditions, easements, rights and liens as set forth in the Declaration of Covenants, Conditions and Restrictions of record in Book 7487, page 952, as amended in Book 10602, page 499, said Register's Office, in favor of MetroCenter Improvements Association.

8. Easements retained by the Metropolitan Government of record in Council Bill No. 78-1150, said Register's Office, as shown on survey of BWSC dated May 25, 1999, by Wendell H. Talley, Sr., TRLS No. 785, File No. 1146

9. Sanitary Sewer Easement granted to the City of Nashville of record in Book 3312, page 52, said Register's Office, as shown on ^said survey. (Parcel 206 only)

10. The property here abuts Interstate Highway 265 which is a controlled access highway with no right of ingress or egress thereto. (Parcel 208 only)

EXHIBIT B-11
TRACT 15B

1. ~~Defects, liens, encumbrances, adverse claims or other~~ matters if any, created, first appearing in the public records or attaching subsequent to the effective date hereof but prior to the date the proposed Insured acquires for value of record the estate or interest of mortgage thereon covered by this Commitment.

2. Any owner's policy issued pursuant hereto will contain under Schedule B, the standard exceptions set forth at the inside cover hereof. Any loan policy will contain under Schedule B, Standard Exceptions 1, 2 and 3, unless a satisfactory survey and inspection of the ~~premises is made.~~

3. Taxes for 1999: A lien, but not yet due and payable.

4. Restrictive Covenants in favor of MetroCenter Properties recorded in Book 5242, page 389, as amended in Book 7012, page 61, in said Register's Office. Article VI therein no longer is applicable, as it was terminated by instrument of record in Book 9933, page 28, Register's Office for Davidson County, Tennessee.

5. Restrictive Covenants in favor of Arby's, Inc. and recorded in Book 9382, page 56, said Register's Office.

6. Restrictive Covenants in favor of Taco Bell Corp., recorded in Book 9420, page 176, said Register's Office.

7. Terms, conditions, easements, rights and liens as set forth in the Declaration of Covenants, Conditions and Restrictions of record in Book 7487, page 952, as amended in Book 10602, page 499, said Register's Office, in favor of MetroCenter Improvements Association.

8. The Plan of record in Book 7900, page 116, said Register's Office, shows: an Owners Certificate, a Surveyor's Certificate, a 50 foot minimum building setback line from Great Circle Road, a 15 foot drainage, pedestrian walk and public utility easement along the rear line, a 10 foot PUD easement along the southerly line, a 20 foot South Central Bell easement along the right of way of Great Circle Road, the notes as shown on said plan and a 10x15 foot electric easement of record in Book 4945, page 593, as shown on said plan, and survey of BWSC dated May 25, 1999, Wendell H. Talley, TRLS No. 785, File No. 11469-85.

9. Nashville Electric Service Pad Easement of record in Book 4945, page 593, said Register's Office, as shown on survey.

EXHIBIT B-12
TRACT 18A

1. ~~Defects, liens, encumbrances, adverse claims or other~~ matters if any, created, first appearing in the public records or attaching subsequent to the effective date hereof but prior to the date the proposed Insured acquires for value of record the estate or interest of mortgage thereon covered by this Commitment.

2. Any owner's policy issued pursuant hereto will contain under Schedule B, the standard exceptions set forth at the inside cover hereof. Any loan policy will contain under Schedule B, Standard Exceptions 1, 2 and 3, ~~unless a satisfactory survey and inspection of the premises is made.~~

3. Taxes for 1999: A lien, but not yet due and payable.

4. Restrictive Covenants in favor of MetroCenter Properties recorded in Book 5242, page 389, as amended in Book 5792, page 787, and Book 7012, page 61, in said Register's Office.

5. Restrictive Covenants in favor of Arby's, Inc. and recorded in Book 9382, page 56, said Register's Office.

6. Restrictive Covenants in favor of Taco Bell Corp., recorded in Book 9420, page 176, said Register's Office.

7. Terms, conditions, easements, rights and liens as set forth in the Declaration of Covenants, Conditions and Restrictions of record in Book 7487, page 952, as amended in Book 10602, page 499, said Register's Office.

8. The Plan of record in Book 8250, page 938, said Register's Office, shows: an Owners Certificate, a Surveyors Certificate; the notes as shown on the plan; a drainage easement of undetermined width along the margin with Athens Way; a 20 foot public utility easement along the margin with Athens Way and Great Circle Road; and a 5 foot drainage easement along the southwesterly line, as shown on the survey. (Tract 18A)

9. The Plan of record in Book 8250, page 938, said Register's Office, shows: an Owners Certificate, a Surveyors Certificate; the notes as shown on the plan; a drainage easement of undetermined width along the margin with Athens Way; a 20 foot public utility easement along the margin with Athens Way; a portion of a proposed joint access easement 110x70 foot located

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EXHIBIT B-13 BOOK 11503 PG. 872

TRACT 18C

1. ~~Defects, liens, encumbrances, adverse claims or other~~ matters ~~if any~~, created, first appearing ~~in the~~ public records or attaching ~~subsequent to the effective~~ date hereof but prior to the ~~date the~~ proposed Insured acquires for ~~value of~~ record the estate ~~or interest of mortgage~~ thereon covered by ~~this Commitment~~.

2. ~~Any~~ owner's policy issued pursuant hereto will contain ~~under~~ Schedule B, the standard ~~exceptions set forth~~ at the inside cover ~~hereof. Any loan~~ policy will contain under ~~Schedule B~~, Standard Exceptions 1, 2 and 3, ~~unless~~ a satisfactory survey and ~~inspection~~ of the ~~premises~~ is made.

3. Taxes for 1999: A lien, but not yet due and payable.

4. Restrictive Covenants in favor of MetroCenter Properties recorded in Book 5242, page 389, as amended in Book 5792, page 787, and Book 7012, page 61, in said Register's Office.

5. Restrictive Covenants in favor of Arby's, Inc. and recorded in Book 9382, page 56, said Register's Office.

6. Restrictive Covenants in favor of Taco Bell Corp., recorded in Book 9420, page 176, said Register's Office.

7. Terms, conditions, easements, rights and liens as set forth in the Declaration of Covenants, Conditions and Restrictions of record in Book 7487, page 952, as amended in Book 10602, page 499, said Register's Office.

8. ~~The Plan of record in Book 8250, page 938, said Register's Office, shows: an~~ Owners Certificate, a ~~Surveyors~~ Certificate; the notes as shown ~~on the~~ plan; ~~a drainage~~ easement of undetermined width ~~along the margin~~ with Athens Way; a 20 foot ~~public utility~~ easement along the margin ~~with~~ Athens Way and Great Circle Road; and a 5 foot drainage easement ~~along~~ the ~~southwesterly line, as shown on the survey (Tract 18A)~~

9. The Plan of record in Book 8250, page 938, said Register's Office, shows: an Owners Certificate, a Surveyors Certificate; the notes as shown on the plan; a drainage easement of undetermined width along the margin with Athens Way; a 20 foot public utility easement along the margin with Athens Way; a portion of a proposed joint access easement 110x70 foot located

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at the common corner of 18C and 18B on Athens Way; a 5 foot drainage easement along the northeasterly lot line until its intersection with the proposed conservation easement and drainage easement for lake which contains 7.33 acres =/- of lot 18C; and the existing drainage easement for lake across the westerly and southerly portion of said lot, as shown on the survey. (Tract 18C)

Delete 10. Title to that portion of the premises contained within MetroCenter Lake, as shown on the survey. (Tract 18C only)

11. Council Bill No. 73-608 which provides for the dedication of permanent easements for the operation and maintenance of the pumping station and outlet works, levees, lakes and canals as needed for flood control and will also provide for reasonable public access for recreational use of the lakes, canals and levee areas, as shown on survey. As amended by Council Bill 86-1346 to abandon the recreation easement and amend other aspects of the original bill. (Tract 18C only)

12. Conditions and limitations respecting the easement rights over Lot 18B for the benefit of Lot 18C as set out in the deed of record in Book 10990, page 687, Register's Office for Davidson County, Tennessee. (Tract 18C only)

~~13~~. NOTE: The acreage mentioned in the legal description is only
14. for convenience in identifying the tract insured; it is not intended that this policy insure the amount of acreage.

13. Terms, provisions and conditions of any and all permits relating to the conservation easement shown on the plat of record in Book 8250, page 938, said Register's Office, including U.S. Army Corps of Engineers file 199700270 and Tennessee Department of Environment and Conservation, Division of Water Pollution Control Aquatic Resource alteration Permit #97-248.

) as shown on said survey as the 70' by 110' joint access easement at ~~Franklin~~ Duke

of BWSC dated May 25, 1999, by Wendell H. Talley, Sr., TRLS No. 785, File No. 11469-85

the northeast corner of the tract.

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EXHIBIT B-14

LOT 2, TRACT 21-B

1. ~~Defects, liens, encumbrances, adverse claims or other~~ matters if any, created, first appearing in the public records or attaching subsequent to the effective date hereof but prior to the date the proposed Insured acquires for value of record the estate or interest of mortgage thereon covered by this Commitment.

2. Any owner's policy issued pursuant hereto will contain under Schedule B, the standard exceptions set forth at the inside cover hereof. Any loan policy will contain under Schedule B, Standard Exceptions 1, 2 and 3, unless a satisfactory survey and inspection of the ~~premises is made~~.

3. Taxes for 1999: A lien, but not yet due and payable.

4. Restrictive Covenants in favor of MetroCenter Properties recorded in Book 5242, page 389, as amended in Book 7012, page 61, in said Register's Office. Article VI therein no longer is applicable, as it was terminated by instrument of record in Book 9933, page 28, Register's Office for Davidson County, Tennessee.

5. Restrictive Covenants in favor of Arby's, Inc. recorded in Book 9382, page 56, said Register's Office.

6. Restrictive Covenants in favor of Taco Bell Corp., recorded in Book 9420, page 176, said Register's Office.

7. Terms, conditions, easements, rights and liens as set forth in the Declaration of Covenants, Conditions and Restrictions of record in Book 7487, page 952, as amended in Book 10602, page 499, said Register's Office, in favor of MetroCenter Improvements Association.

8. The Plan of record in Book 7900, page 724, said Register's Office, shows: an Owners Certificate; a Surveyor's Certificate; the notes as shown on said plan; a 30 foot ingress/egress easement and public utility easement along the westerly lot line common to the Exxon and Metro Dee Tracts allowing access to the Shoneys (Metro Dee) Tract from Dominican Drive, a 2 inch gasline and a waterline are contained therein; a 40 foot minimum building setback line from Dominican Drive; a 50 foot minimum building setback line from French Landing Drive; a 10 foot slope easement along the common westerly line with the Metro Dee Tract with an 8 foot by 90 foot parking easement

Continued on next page

shown therein; a public utility and drainage easement varying in width between 25 feet and 45 feet, adjacent to the westerly lot line and extending south from the northerly lot line until intersecting with the previously mentioned 30 foot ingress/egress, public utility easement, contained therein is the previously mentioned 2 inch gas line; a 20 foot sanitary sewer easement with an 8 inch sewer line therein and extending in a northeasterly direction across lot 2 from the southeasterly corner of lot 3 until its intersection with another sewerline easement; a 30 foot ingress/egress easement across the northerly part of lot 2 extending from French Landing Drive to the common line of Lot 2 and 3 at the southeasterly corner of lot 3 and extending north along the common lot line to the northerly line of lot 2; a 20 foot private power and telephone easement extending from the westerly line of a public utility and drainage easement to the westerly line of lot 2 along the northern most part of the rear line of the Metro Dee Tract; a public utility and drainage easement of unstated width, but less than 50 feet in width, adjacent to French Landing Drive, contained therein is a 24 inch ST line and an 8 inch sewerline; an N.E.S. Easement recorded in Book 5499, page 689, width not shown, adjacent to Dominican Drive and French Landing Drive;

9. Nashville Electric Service Pad Easement of record in Book 5499, page 689, said Register's Office, as shown on said survey.

10. Declaration of Restrictions of record in Book 5347, page 88 said Register's Office, in favor of Exxon Corporation.

11. Easements as set out in the Deed of record in Book 9382, page 50, said Register's Office, for the benefit of Lot 4, MetroCenter Tract 21-B, of record in Plat Book 7900, page 734, said Register's Office, as shown on said survey.

all as shown on survey of BWSC dated May 25, 1999, by Wendell H. Talley, Sr., TRLS No. 785, File No. 11469-85.

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EXHIBIT B-15

LOT 5, TRACT 21-B

1. ~~Defects, liens, encumbrances, adverse claims or other~~ matters if any, created, first appearing in the public records or attaching subsequent to the effective date hereof but prior to the date the proposed Insured acquires for value of record the estate or interest of mortgage thereon covered by this Commitment.

2. Any owner's policy issued pursuant hereto will contain under Schedule B, the standard exceptions set forth at the inside cover hereof. Any loan policy will contain under Schedule B, Standard Exceptions 1, 2 and 3, unless a satisfactory survey and inspection of the ~~premises is made.~~

3. Taxes for 1999: A lien, but not yet due and payable.

4. Restrictive Covenants in favor of MetroCenter Properties recorded in Book 5242, page 389, as amended in Book 7012, page 61, in said Register's Office. Article VI therein no longer is applicable, as it was terminated by instrument of record in Book 9933, page 28, Register's Office for Davidson County, Tennessee.

5. Restrictive Covenants in favor of Arby's, Inc. and recorded in Book 9382, page 56, said Register's Office.

6. Restrictive Covenants in favor of Taco Bell Corp., recorded in Book 9420, page 176, said Register's Office.

7. Terms, conditions, easements, rights and liens as set forth in the Declaration of Covenants, Conditions and Restrictions of record in Book 7487, page 952, as amended in Book 10602, page 499, said Register's Office, in favor of MetroCenter Improvements Association.

8. The Plan of record in Book 7900, page 724, Register's Office for Davidson County, Tennessee, ~~as shown on survey~~, shows: an Owners Certificate; a surveyor's certificate; the notes as shown on the plan; a 60 foot minimum building setback line from MetroCenter Blvd.; a 20 foot public utility easement adjacent to MetroCenter Blvd.; a portion of a 30 foot ingress/egress easement allowing access to MetroCenter Blvd. for lots fronting on Metro Center Blvd.; a 25 foot ingress/egress easement across the westerly portion of the lot adjacent to the minimum building setback line; a 10 foot public utility and drainage easement along the southerly lot line; a 20

Continued on next page

foot L shaped Nashville Electric Service easement running north/south over the easterly portion of the lot and turning east with the northerly lot line as extended to an intersection with French Landing Drive; a 20 foot public utility easement adjacent to the right of way for Vantage Way; an ingress/egress easement of indeterminate width across the easterly portion of the lot allowing access to French Landing Drive from Lot 1, Tract 21, Block C, Plat Book 7900, page 504; a 20 foot sanitary sewer easement with an 8 inch sewer line therein extending from the southeasterly corner of Lot 5 northwesterly to its intersection with the southeasterly corner of Lot 1, Tract 21A, Block C; a 20 foot public utility and drainage easement with a 30 inch ST line contained therein running in a north/south direction across the easternmost portion of the lot; two 20 foot sanitary sewer easements across the northernmost portion of the lot at the corner of French Landing Drive and Vantage Way, one with a 48 inch force main and the other with an 8 inch force main contained therein both running in an east/west direction; a slope easement of undetermined width across the northerly portion of the lot; and the Nashville Electric Service Easement along the margin of French Landing Drive of record in Book 5499, page 689, said Register's Office, as shown on a survey of BWSC dated May 25, 1999, by Wendell H. Tallen, Sr., TRLS No. 785, File No. 11469-85.

9. Twenty (20) foot Sewer Easement force main to City of Nashville, of record in book 2634, page 124, said Register's Office, as shown on ~~the~~ said survey.

10. Easements for Slope Easement, Vehicular and Pedestrian, Traffic and the rights to construct, maintain and repair same, a 20 foot sanitary sewer easement and the right to construct, maintain and repair an 8 inch sanitary sewer line as set out in Book 8874, page 418, said Register's Office, as shown on ~~the~~ said survey.

11. Declaration of Minimum Setback Lines of record in Book 8874, page 430, said Register's Office, which benefit Lot 1, MetroCenter Tract 21-A, in Book 7900, page 504, said Register's Office, as shown on ~~the~~ said survey.

12. Declaration of Restrictions of record in Book 5347, page 88, said Register's Office, in favor of Exxon Corporation.

13. ~~NES Easement of record in Book 5499, page 689, said Register's Office, as shown~~ DELETE

EXHIBIT B-16

LOT 2, TRACT 22

1. ~~Defects, liens, encumbrances, adverse claims or other~~ matters if any, created, first appearing in the public records or attaching subsequent to the effective date hereof but prior to the date the proposed Insured acquires for value of record the estate or interest of mortgage thereon covered by this Commitment.

2. Any owner's policy issued pursuant hereto will contain under Schedule B, the standard exceptions set forth at the inside cover hereof. Any loan policy will contain under Schedule B, Standard Exceptions 1, 2 and 3, unless a satisfactory survey and inspection of the ~~premises is made.~~

3. Taxes for 1999: A lien, but not yet due and payable.

4. Restrictive Covenants in favor of MetroCenter Properties recorded in Book 5242, page 389, as amended in Book 7012, page 61, in said Register's Office. Article VI therein no longer is applicable, as it was terminated by instrument of record in Book 9933, page 28, Register's Office for Davidson County, Tennessee.

5. Restrictive Covenants in favor of Arby's, Inc. recorded in Book 9382, page 56, said Register's Office.

6. Restrictive Covenants in favor of Taco Bell Corp., recorded in Book 9420, page 176, said Register's Office.

7. Terms, conditions, easements, rights and liens as set forth in the Declaration of Covenants, Conditions and Restrictions of record in Book 7487, page 952, as amended in Book 10602, page 499, said Register's Office, in favor of MetroCenter Improvements Association.

8. The Plan of record in Book 7900, page 857, said Register's Office, shows: an Owners Certificate, a Surveyor's Certificate, notes as shown on said plan, a 50 minimum building setback line from MetroCenter Blvd., a 50 foot minimum building setback line from Athens Way, a 10 foot public utility/sewer easement along the westerly lot line common to Athens Way, a 10 foot public utility and drainage easement along the broken southerly lot line, a 10 foot public utility and drainage easement along that portion of the lot line common with lot 3 which runs in a northwesterly direction, a 15 foot PUD easement along the northerly and easterly line common to lots nos. 1, 3, and 4, a

Continued on next page

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10 foot PUD easement along the common lot lines with lot No. 5, and a sewer easement of unspecified width along the right of way with MetroCenter Blvd., as shown on the survey of BWSC dated May 25, 1999, by Wendell H. Talley, Sr., TRLS No. 785, File No. 11469 - 85.

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EXHIBIT B-17

LOT 2, TRACT 23B

BOOK 11503 PG. 880

1. ~~Defects, liens, encumbrances, adverse claims or other~~ matters if any, created, first appearing in the public records or attaching subsequent to the effective date hereof but prior to the date the proposed Insured acquires for value of record the estate or interest of mortgage thereon covered by this Commitment.

2. Any owner's policy issued pursuant hereto will contain under Schedule B, the standard exceptions set forth at the inside cover hereof. Any loan policy will contain under Schedule B, Standard Exceptions 1, 2 and 3, unless a satisfactory survey and inspection of the ~~premises is made~~.

3. Taxes for 1999: A lien, but not yet due and payable.

4. Restrictive Covenants in favor of MetroCenter Properties recorded in Book 5242, page 389, as amended in Book 7012, page 61, in said Register's Office. Article VI therein no longer is applicable, as it was terminated by instrument of record in Book 9933, page 28, Register's Office for Davidson County, Tennessee.

5. Restrictive Covenants in favor of Arby's, Inc. recorded in Book 9382, page 56, said Register's Office.

6. Restrictive Covenants in favor of Taco Bell Corp., recorded in Book 9420, page 176, said Register's Office.

7. Terms, conditions, easements, rights and liens as set forth in the Declaration of Covenants, Conditions and Restrictions of record in Book 7487, page 952, as amended in Book 10602, page 499, said Register's Office, in favor of MetroCenter Improvements Association.

8. The Plan of record in Book 11190, page 47, said Register's Offices, shows: an Owners Certificate, a Surveyor's Certificate, the notes on said plan, a 20 foot public utility easement along Ponder Place and 10th Avenue North and a 10 foot public utility and drainage easement along the rear and northeasterly lot lines, as shown on ~~said~~ survey of BWSC dated May 25, 1999, by Wendell H. Talley, Sr., TRLS No. 785, File 11469-85.

DELETE ~~9. Terms, provisions and conditions of Master Plan 17-76-U.~~

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EXHIBIT B-18
LOT 23C, TRACT 23

1. ~~Defects, liens, encumbrances, adverse claims or other~~ matters if any, created, first appearing in the public records or attaching subsequent to the effective date hereof but prior to the date the proposed Insured acquires for value of record the estate or interest of mortgage thereon covered by this Commitment.

2. Any owner's policy issued pursuant hereto will contain under Schedule B, the standard exceptions set forth at the inside cover hereof. Any loan policy will contain under Schedule B, Standard Exceptions 1, 2 and 3, unless a satisfactory survey and inspection of the ~~premises is made.~~

3. Taxes for 1999: A lien, but not yet due and payable.

4. Restrictive Covenants in favor of MetroCenter Properties recorded in Book 5242, page 389, as amended in Book 7012, page 61, in said Register's Office. Article VI therein no longer is applicable, as it was terminated by instrument of record in Book 9933, page 28, Register's Office for Davidson County, Tennessee.

5. Restrictive Covenants in favor of Arby's, Inc. recorded in Book 9382, page 56, said Register's Office.

6. Restrictive Covenants in favor of Taco Bell Corp., recorded in Book 9420, page 176, said Register's Office.

7. Terms, conditions, easements, rights and liens as set forth in the Declaration of Covenants, Conditions and Restrictions of record in Book 7487, page 952, as amended in Book 10602, page 499, said Register's Office, in favor of MetroCenter Improvements Association.

8. The Plan of record in Book 9700, page 270, Register's Office for Davidson County, Tennessee, ~~as shown on the survey,~~ shows: an Owner's Certificate; a Surveyor's Certificate; notes as shown on said plan; a 15 foot minimum building setback line from 9th/10th Avenue North; a 15 foot minimum building setback line from Dominican drive; a 50 foot minimum building setback line from Athens Way; two 5 X 25 foot utility anchor easements along the westerly line / easterly margin of 9th/10th Avenue North; a 10 foot public utility drainage easement along the northerly line; a 20 foot public utility easement along the broken southerly line which extends from the westerly line of Lot 23D

Continued on next page

to the easterly margin of 9th/10th Avenue North; a 20 foot sanitary sewer easement extending from the westernmost portion of the broken southerly line; in a northerly direction; then veering northwest & then west & exiting the property along its westerly line / in the easterly margin of 9th/10th-Avenue North; said easement contains an 8-inch sewer line; that portion of Delta Avenue closed by Council Bill No. 73-703 including utility easement, as shown on the survey of BWSC dated May 2 1999, by Wendell H. Tallen, Sr., TRLS No. 785, File No. 11969-85.

9. Easements retained by Metropolitan Government in Delta Ave., closed by Council Bill No. 73-703 as shown on said survey.

10. Memorandum of Right of First Refusal Option as to a portion of 23C, as of record in Book 9701, page 501, said Register's Office, in favor of Curt Hahn and his successors in title to Lot 23D, as modified by Amendment to Right of First Refusal Option and Memorandum thereof dated _____, of record in Book 1503, page 604, said Register's Office, as shown on the survey.

11. Restrictions in favor of St. Cecilia Congregation as set out in Grant of Easement of record in Book 9701, page 469, said Register's Office.

The policy ~~provide~~ will provide affirmative coverage that neither the ~~the~~ conveyance by MetroCenter Holdings, Inc. to SunTrust Banks, Inc., nor the conveyance by SunTrust Banks, Inc. to American Realty Trust, Inc. shall be an event that gives rise to the rights of Curt Hahn and his successors in the foregoing instrument.

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EXHIBIT B-19
LOT 23 E, TRACT 23

1. ~~Defects, liens, encumbrances, adverse claims or other~~ matters if any, created, first appearing in the public records or attaching subsequent to the effective date hereof but prior to the date the proposed Insured acquires for value of record the estate or interest of mortgage thereon covered by this Commitment.

2. Any owner's policy issued pursuant hereto will contain under Schedule B, the standard exceptions set forth at the inside cover hereof. Any loan policy will contain under Schedule B, Standard Exceptions 1, 2 and 3, unless a satisfactory survey and inspection of the ~~premises is made~~.

3. Taxes for 1999: A lien, but not yet due and payable.

4. Restrictive Covenants in favor of MetroCenter Properties recorded in Book 5242, page 389, as amended in Book 7012, page 61, in said Register's Office. Article VI therein no longer is applicable, as it was terminated by instrument of record in Book 9933, page 28, Register's Office for Davidson County, Tennessee.

5. Restrictive Covenants in favor of Arby's, Inc. recorded in Book 9382, page 56, said Register's Office.

6. Restrictive Covenants in favor of Taco Bell Corp., recorded in Book 9420, page 176, said Register's Office.

7. Terms, conditions, easements, rights and liens as set forth in the Declaration of Covenants, Conditions and Restrictions of record in Book 7487, page 952, as amended in Book 10602, page 499, said Register's Office, in favor of MetroCenter Improvements Association.

8. The Plan of record in Book 9700, page 270, said Register's Office, shows: an Owners Certificate, a Surveyor's Certificate, notes as shown on said plan, a 15 foot minimum building setback line from Dominican Drive, and a 20 foot public utility easement with an 8-inch sanitary sewerline contained therein along the westerly lot line, as shown on the survey of BWSC dated May 25, 1999, by Wendell H. Talley, Sr., TRLS No. 785, File 11469-85.

9. Building Height Restriction of record in Book 9701, page 499, said Register's Office.

10. Restrictions in favor of St. Cecilia Congregation as set out in

Continued on next page

Grant of Easement of record in Book 9701, page 469, said Register's Office.

EXHIBIT B-20

LOT 2, TRACT 25

BOOK 11503 PG 885

BOOK 11503 PG 885

1. ~~Defects, liens, encumbrances, adverse claims or other~~ matters if any, created, first appearing in the public records or attaching subsequent to the effective date hereof but prior to the date the proposed Insured acquires for value of record the estate or interest of mortgage thereon covered by this Commitment.

2. Any owner's policy issued pursuant hereto will contain under Schedule B, the standard exceptions set forth at the inside cover hereof. Any loan policy will contain under Schedule B, Standard Exceptions 1, 2 and 3, unless a satisfactory survey and inspection of the ~~premises is made~~.

3. Taxes for 1999: A lien, but not yet due and payable.

4. Restrictive Covenants in favor of MetroCenter Properties recorded in Book 5242, page 389, as amended in Book 7012, page 61, in said Register's Office. Article VI therein no longer is applicable, as it was terminated by instrument of record in Book 9933, page 28, Register's Office for Davidson County, Tennessee.

5. Restrictive Covenants in favor of Arby's, Inc. recorded in Book 9382, page 56, said Register's Office.

6. Restrictive Covenants in favor of Taco Bell Corp., recorded in Book 9420, page 176, said Register's Office.

7. Terms, conditions, easements, rights and liens as set forth in the Declaration of Covenants, Conditions and Restrictions of record in Book 7487, page 952, as amended in Book 10602, page 499, said Register's Office, in favor of MetroCenter Improvements Association.

8. The Plan of record in Book 9700, page 421, said Register's Office, shows: an Owners Certificate, a Surveyor's Certificate, a 50 foot minimum building setback line from 10th Avenue North and Ponder Place, a 20 foot public utility easement adjacent to Ponder Place and 10th Avenue North, the notes shown on said plan, and 5 foot reservation for future right-of-way dedication along Ponder Place, as shown on survey of BWSC dated May 25, 1999, by Wendell H. Talley, Sr., TRLS No. 785, File No. 11469-85.

EXHIBIT B-21
LOT 30

1. ~~Defects, liens, encumbrances, adverse claims or other~~ matters if any, created, first appearing in the public records or attaching subsequent to the effective date hereof but prior to the date the proposed Insured acquires for value of record the estate or interest of mortgage thereon covered by this Commitment.

2. Any owner's policy issued pursuant hereto will contain under Schedule B, the standard exceptions set forth at the inside cover hereof. Any loan policy will contain under Schedule B, Standard Exceptions 1, 2 and 3, unless a satisfactory survey and inspection of the ~~premises is made.~~

3. Taxes for 1999: A lien, but not yet due and payable.

4. Restrictive Covenants in favor of MetroCenter Properties recorded in Book 5242, page 389, as amended in Book 7012, page 61, in said Register's Office. Article VI therein no longer is applicable, as it was terminated by instrument of record in Book 9933, page 28, Register's Office for Davidson County, Tennessee.

5. Restrictive Covenants in favor of Arby's, Inc. recorded in Book 9382, page 56, said Register's Office.

6. Restrictive Covenants in favor of Taco Bell Corp., recorded in Book 9420, page 176, said Register's Office.

7. Terms, conditions, easements, rights and liens as set forth in the Declaration of Covenants, Conditions and Restrictions of record in Book 7487, page 952, as amended in Book 10602, page 499, said Register's Office, in favor of MetroCenter Improvements Association.

8. The Plan of record in Book 7900, page 331, said Register's Office, shows: an Owners Certificate, a Surveyor's Certificate, notes as shown on said plan, a 20 foot South Central Bell easement along the easterly lot line, a 10 foot South Central Bell Easement along the southerly lot line, a 15 foot public utility and drainage easement along the northerly lot line, a 10 foot public utility and drainage easement along the rear lot line, a portion of a 60 foot drainage easement varying in width between 10 feet and 30 feet along the rear lot line, and 10 feet of a 60 foot N.E.S. easement along the rear line, as shown on survey of BWSC dated May 25, 1999, by Wendell H. Talley, Sr., TRLS No. 785, File No. 11469-85.

EXHIBIT B-22
TRACT 32

1. ~~Defects, liens, encumbrances, adverse claims or other~~ matters if any, created, first appearing in the public records or attaching subsequent to the effective date hereof but prior to the date the proposed Insured acquires for value of record the estate or interest of mortgage thereon covered by this Commitment.

2. Any owner's policy issued pursuant hereto will contain under Schedule B, the standard exceptions set forth at the inside cover hereof. Any loan policy will contain under Schedule B, Standard Exceptions 1, 2 and 3, unless a satisfactory survey and inspection of the ~~premises is made~~.

3. Taxes for 1999: A lien, but not yet due and payable.

4. Restrictive Covenants in favor of MetroCenter Properties recorded in Book 5242, page 389, as amended in Book 7012, page 61, in said Register's Office. Article VI therein no longer is applicable, as it was terminated by instrument of record in Book 9933, page 28, Register's Office for Davidson County, Tennessee.

5. Restrictive Covenants in favor of Arby's, Inc. recorded in Book 9382, page 56, said Register's Office.

6. Restrictive Covenants in favor of Taco Bell Corp., recorded in Book 9420, page 176, said Register's Office.

7. Terms, conditions, easements, rights and liens as set forth in the Declaration of Covenants, Conditions and Restrictions of record in Book 7487, page 952, as amended in Book 10602, page 499, said Register's Office, in favor of MetroCenter Improvements Association.

8. The Plan of record in Book 8250, page 765, said Register's Office, shows: an Owners Certificate, a Surveyor's Certificate, notes as shown on said plan, a 15 foot public utility and drainage easement along the southerly lot line, and 10 feet of a 60 foot canal and N.E.S. Easement along the rear line dedicated by plan of record in Book 6200, page 7, said Register's Office, as shown on the survey of BWSC dated May 25, 1999, by Wendell H. Tallen, Sr., TRLS No. 785, File No. 11469-85.

9. 60 foot canal and N.E.S. easement of record in Book 6200, page 7, said Register's Office, as shown on said survey.

EXHIBIT B-23

TRACT 375

1. ~~Defects, liens, encumbrances, adverse claims or other~~ matters if any, created, first appearing in the public records or attaching subsequent to the effective date hereof but prior to the date the proposed Insured acquires for value of record the estate or interest of mortgage thereon covered by this Commitment.

2. Any owner's policy issued pursuant hereto will contain under Schedule B, the standard exceptions set forth at the inside cover hereof. Any loan policy will contain under Schedule B, Standard Exceptions 1, 2 and 3, unless a satisfactory survey and inspection of the ~~premises is made.~~

3. Taxes for 1999: A lien, but not yet due and payable.

4. Restrictive Covenants in favor of MetroCenter Properties recorded in Book 5242, page 389, as amended in Book 7012, page 61, in said Register's Office. Article VI therein no longer is applicable, as it was terminated by instrument of record in Book 9933, page 28, Register's Office for Davidson County, Tennessee.

5. Restrictive Covenants in favor of Arby's, Inc. recorded in Book 9382, page 56, said Register's Office.

6. Restrictive Covenants in favor of Taco Bell Corp., recorded in Book 9420, page 176, said Register's Office.

7. Terms, conditions, easements, rights and liens as set forth in the Declaration of Covenants, Conditions and Restrictions of record in Book 7487, page 952, as amended in Book 10602, page 499, said Register's Office, in favor of MetroCenter Improvements Association.

8. The Plan of record in Book 4660, page 33, said Register's Office, shows: an Owners Certificate, a Surveyor's Certificate, notes as shown on said plan, and a 25 foot easement for city maintenance of levee, as shown on the survey of BWSC dated May 25 1999, by Wendell H. Talley, TRLS No. 785, File No. 11469-85.

9. ~~25 foot Easement for Levee maintenance of record in Book 4660, page 33, said Register's Office, and as shown on said survey.~~

delete #9

10. 30 foot Access and Drainage Easement as shown on the plan of record in Book 5050, page 46, said Register's Office, as shown on ~~the~~ said survey.

Continued on next page

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11. Ingress/Egress Easement of record in Book 5416, page 271, said Register's Office, as shown on ~~the~~ said survey. (In favor of 37A)

12. Easement granted to Viacom and Nashville Gas of record in Book 5683, page 514, said Register's Office, as shown on ~~the~~ said survey.

13. 50 foot ~~Joint Access and Drainage~~ Private Easement, shown on plan of record in Book 5050, page 46, said Register's Office, as shown on ~~the~~ said survey.

14. 15 foot Colonial Pipeline Easement of record in Book 5050, page 46, said Register's Office, as shown on ~~the~~ said survey.

for Railroad Lead Track

EXHIBIT B-24
TRACT 37T

BOOK 11503 PG. 890

1. ~~Defects, liens, encumbrances, adverse claims or other~~ matters if any, created, first appearing in the public records or attaching subsequent to the effective date hereof but prior to the date the proposed Insured acquires for value of record the estate or interest of mortgage thereon covered by this Commitment.

2. Any owner's policy issued pursuant hereto will contain under Schedule B, the standard exceptions set forth at the inside cover hereof. Any loan policy will contain under Schedule B, Standard Exceptions 1, 2 and 3, unless a satisfactory survey and inspection of the ~~premises is made~~.

3. Taxes for 1999: A lien, but not yet due and payable.

4. Restrictive Covenants in favor of MetroCenter Properties recorded in Book 5242, page 389, as amended in Book 7012, page 61, in said Register's Office. Article VI therein no longer is applicable, as it was terminated by instrument of record in Book 9933, page 28, Register's Office for Davidson County, Tennessee.

5. Restrictive Covenants in favor of Arby's, Inc. recorded in Book 9382, page 56, said Register's Office.

6. Restrictive Covenants in favor of Taco Bell Corp., recorded in Book 9420, page 176, said Register's Office.

7. Terms, conditions, easements, rights and liens as set forth in the Declaration of Covenants, Conditions and Restrictions of record in Book 7487, page 952, as amended in Book 10602, page 499, said Register's Office, in favor of MetroCenter Improvements Association.

8. The Plan of record in Book 4660, page 33, said Register's Office, shows: an Owners Certificate, a Surveyor's Certificate, notes as shown on said plan, and a 25 foot easement for city maintenance of levee, as shown on the survey of BWSC dated May 2 1999, by Wendell H. Talley, Sr., TRLS No.785, File No. 11469-85.

Delete ~~9. Easement for Flowage granted to the U.S.A.~~

Delete ~~10. Subject to rights of others in and to the common areas/elements.~~

11. Title to that portion of the premises embraced within the bounds of the right of way for the extension of Freeland

Continued on next page

Station Road.

12. Title to that portion of the prer ses lying between the high and low water marks of the Cumbe: and River.

Delete 13. Any and all Zoning Ordinances wh may affect the subject property.

14. 50 foot Joint Access and Drainag Easement as shown on plan of record in Book 5190, page 221, s l Register's Office, as shown on said survey.

Delete 15. 15 foot colonial pipeline easemer as shown on plan of record in Book 5050, page 221 46, said Reg ter's Office, as shown on said sur

16. Survey shows the following encro ments from said property: 1) an electric junction box, 2) a pi pane tank and 3) pavement, as shown on plat of record in Book 90, page 221, said Register's Office.

17. Easement granted to Viacom and N nville Gas of record in Book 5683, page 514, said Register's Office, as shown on said survey.

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EXHIBIT B-25
MAP 71-13, PARCEL 5

BOOK 11503 PG. 892

1. ~~Defects, liens, encumbrances, adverse claims or other~~ matters if any, created, first appearing in the public records or attaching subsequent to the effective date hereof but prior to the date the proposed Insured acquires for value of record the estate or interest of mortgage thereon covered by this Commitment.

2. Any owner's policy issued pursuant hereto will contain under Schedule B, the standard exceptions set forth at the inside cover hereof. Any loan policy will contain under Schedule B, Standard Exceptions 1, 2 and 3, unless a satisfactory survey and inspection of the ~~premises is made~~.

3. Taxes for 1999: A lien, but not yet due and payable.

4. Restrictive Covenants in favor of MetroCenter Properties recorded in Book 5242, page 389, as amended in Book 7012, page 61, in said Register's Office. Article VI therein no longer is applicable, as it was terminated by instrument of record in Book 9933, page 28, Register's Office for Davidson County, Tennessee.

5. Restrictive Covenants in favor of Arby's, Inc. recorded in Book 9382, page 56, said Register's Office.

6. Restrictive Covenants in favor of Taco Bell Corp., recorded in Book 9420, page 176, said Register's Office.

7. Terms, conditions, easements, rights and liens as set forth in the Declaration of Covenants, Conditions and Restrictions of record in Book 7487, page 952, as amended in Book 10602, page 499, said Register's Office, in favor of MetroCenter Improvements Association.

8. The Plan of record in Book 4675, page 48, said Register's Office, shows: an Owners Certificate, a Surveyor's certificate, and notes as shown on said plan, as shown on the survey of BWSC dated May 25, 1999, by Wendell H. Talley, Sr., TRLS No. 785, File No. 11469-8

9. ~~Survey of BWSC, dated April 23, 1999, by Wendell H. Talley, TRLS,~~ shows a fence encroaching onto subject property. Said survey

SCHEDULE 1

Tax Parcel Identification

Property	Tax Map	Tax Parcel
Lot 1, Tract 1	81-4	221
Tract 4G	71-13	2
Tract 4I	71-13	11
Tract 4K	71-13	21
Tract 7B	70-16	22
Tracts 8C & 8D	70-16	2
Tract 9C	70-16	1
Tract10B	81-4	206, 207, 208
Tract 15B	70-12	10
Tract 18A	70-12	11
Tract 18C	70-16	11
Lot 5, Tract 21B	81-4	231
Lot 2, Tract 21B	81-4	37
Lot 2, Tract 22	81-4	227
Lot 2, Tract 23B	81-3	365
Lot 23C, Tract 23	81-4	226
Lot 23E, Tract 23	81-4	238
Lot 2, Tract 25	70-15	49
Lot 30	70-15	40
Tract 32	70-11	1
Tract 37S	70-14	5
Tract 37T	70-13	153
Map 71-13, Parcel 5	71-13	5
Map 82-1, Parcel 3	82-1	3

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SCHEDULE 2

Street Address or Location

Property	Street Location
Lot 1, Tract 1	Vantage Way, MetroCenter
Tract 4G	Great Circle Road, MetroCenter
Tract 4I	Great Circle Road at Cumberland River, MetroCenter
Tract 4K	on private drive off Great Circle Road, MetroCenter
Tract 7B	Venture Circle, MetroCenter
Tracts 8C & 8D	Venture Circle, MetroCenter
Tract 9C	MetroCenter Blvd. At Vantage Way, MetroCenter
Tract10B	Dominican Drive and Third Avenue North MetroCenter
Tract 15B	Great Circle Road, MetroCenter
Tract 18A	Great Circle Road and Athens Way, MetroCenter
Tract 18C	Athens Way, MetroCenter
Lot 5, Tract 21B	French Landing Drive and MetroCenter Blvd., MetroCenter
Lot 2, Tract 21B	French Landing Drive at Dominican Drive, MetroCenter
Lot 2, Tract 22	MetroCenter Blvd. And Vantage Way Court, MetroCenter
Lot 2, Tract 23B	Tenth Avenue North at Ponder Place, MetroCenter
Lot 23C, Tract 23	Athens Way at Dominican Drive, MetroCenter
Lot 23E, Tract 23	Dominican Drive, MetroCenter
Lot 2, Tract 25	Tenth Avenue North at Ponder Place, MetroCenter
Lot 30	Great Circle Road, MetroCenter
Tract 32	Great Circle Road, MetroCenter
Tract 37S	Freeland Station Road, MetroCenter
Tract 37T	Freeland Station Road, MetroCenter
Map 71-13, Parcel 5	Great Circle Road, MetroCenter
Map 82-1, Parcel 3	Great Circle Road, MetroCenter

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LEGIBILITY OF WRITING, TYPING OR
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99 JUN-1 PM 4:22
ALL TAXES PAID
DAVIDSON COUNTY REGISTER
NASHVILLE, TN.
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IDENTIFICATION REFERENCE
50/70 6x22
0101 03CHECK 21638-00
48

OFFICIAL RECEIPT

BILL GARRETT
REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 11503 PG. 895

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

0593788

IDENTIFICATION REFERENCE
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BILL GARRETT REGISTER
DAVIDSON COUNTY, TN.

CAMT	5750000.00
CON TX	21275.00
PRFEE	1.00
WDEED	360.00
CFEE	2.00
TOTAL	21638.00
CHECK	21638.00

06/01/99 01 16:26 0001 3291

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

No. 1467823