TAXMAP 135
PARCEL 72

This Instrument Prepared by:

Thomas D. White, Esq.
Altman, Kritzer & Levick, P.C.
Powers Ferry Landing, Suite 224
6400 Powers Ferry Road, N.W.
Atlanta, Georgia 30339

After Recording Return To:

Wade A. Buser, Esq.
Roberts, Isaf & Summers
Suite 1100
500 Northpark Town Center
1100 Abernathy Road, N.E.
Atlanta, Georgia 30328

SPECIAL WARRANTY DEED

THIS INDENTURE, made and entered as of the 28th day of July, 1999 by and between CROSSGATE ASSOCIATES, L.P., a Georgia limited partnership (hereinafter called "Grantor"), and U.S. RETAIL INCOME FUND VI, LIMITED PARTNERSHIP, a Delaware limited partnership (hereinafter called "Grantee").

9112 07/29 0101 03CHECK 31218.00

WITNESSETH:

That for and in consideration of Ten Dollars ($10.00), cash in hand paid, and other good and valuable consideration, the receipt of all of which is hereby acknowledged, Grantor has bargained and sold and does hereby bargain, sell, convey and confirm unto Grantee the following described real estate, situated and being in the City of Nashville, County of Davidson, State of Tennessee, to-wit:

See Exhibit A attached hereto and incorporated herein by reference.

Being part of the same property conveyed to Grantor by Deeds of record in Book 10448, Page 380 and Book 10448, Page 388, Register's Office for Davidson County, Tennessee.

TO HAVE AND TO HOLD the aforesaid real estate together with all appurtenances and hereditaments thereunto belonging or in any wise appertaining unto Grantee, its successors and assigns in fee simple forever.

Grantor does hereby covenant with Grantee that Grantor is lawfully seized in fee of the aforedescribed real estate; that Grantor has good right to sell and convey the same; that the same is unencumbered, except for those matters set forth on Exhibit B attached hereto and incorporated herein by reference and that the title and quiet possession thereto Grantor will forever warrant and defend against the lawful claims of all persons claiming by, through and under Grantor, but not further or otherwise.

WITNESS the execution of this instrument by Grantor as of the day and year first above written.

CROSSGATE ASSOCIATES, L.P.

By: Franklin Land Associates, L.L.C., a Tennessee limited liability company
Its: General Partner

By: _____
Name: George B. Tomlin, Jr.,
Title: Chief Manager

STATE OF Tennessee

COUNTY OF Davidson

Before me personally appeared George B. Tomlin, Jr. with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged such person to be Chief Manager of Franklin Land Associates, L.L.C. General Partner of Crossgate Associates, L.P., the within named bargainor, a limited partnership, and that as such Chief Manager, executed the foregoing instrument for the purpose therein contained, by personally signing the name of Franklin Land Associates, L.L.C., as general partner of Crossgate Associates, L.P.

Witness my hand and seal this the 26th day of July, 1999.

_____
Notary Public

My Commission Expires:

3/23/2002

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I hereby swear or affirm that, to the best of affiant's knowledge, information, and belief, the actual consideration for this transfer or value of the property transferred, whichever is greater, is $ 8,430,000.00 which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

_____
Affiant

Subscribed and sworn to before me this 27 day of July, 1999

_____
NOTARY PUBLIC

My Commission Expires:

3/24/01

Property Address:
Crossgate Village Shopping Center
2361 Murfreesboro Road
Nashville, Tennessee 37217
Tax I.D. Number: 135-72

Name and Property Address of
Owner and Mail Tax Bills to:

U.S. Retail Income Fund VI, Limited Partnership
c/o BVT Institutional Investments, Inc.
3350 Riverwood Parkway
Suite 1500
Atlanta, Georgia 30339

State Tax $_____
Register's Fee _____
Recording Fee _____

Total $_____

06177792

IDENTIF. # REFERENCE

99 JUL 29 PM 3:44

REGISTER
DAVIDSON COUNTY, TN.

EXHIBIT A

[Legal Description]

Being a tract of land lying in Nashville, Davidson County, Tennessee, also being Lot One on the Final Plat of Commercial P.U.D. No. 117-85-P, Crossgate Village, as of record in Plat Book 9700, page 410, at the Register's Office for Davidson County, Tennessee, and being more particularly described as follows:

Beginning at an existing iron rod at the intersection of the southerly property line of the property of Johnny J. Baskin, as of record in Deed Book 5335, page 898, at the Register's Office for Davidson County, Tennessee and the westerly right-of-way line of Murfreesboro Road, width varies;

thence with the westerly right-of-way line of Murfreesboro Road South 17 degrees 44 minutes 25 seconds East, 510.28 feet to an iron rod set at a corner common with the property of Crossgate Associates, L.P., as of record in Deed Book 10448, page 388, at the Register's Office for Davidson County, Tennessee, also being Lot Two on said Final Plat of Commercial P.U.D. No. 117-85-P Crossgate Village;

thence leaving the westerly right-of-way line of Murfreesboro Road with the northerly property line of Crossgate Associates, L.P. South 72 degrees 15 minutes 25 seconds West, 219.27 feet to an iron rod set;

thence with the westerly property line of Crossgate Associates, L.P. South 08 degrees 33 minutes 10 seconds West, 193.57 feet to an iron rod set;

thence with the southerly property line of Crossgate Associates, L.P. South 81 degrees 26 minutes 50 seconds East, 128.24 feet to an iron rod set;

thence along a curve to the left, with an arc length of 57.28 feet, the radius of which is 35.00 feet, the central angle of which is 93 degrees 45 minutes 51 seconds, the chord of which is North 51 degrees 40 minutes 15 seconds East, 51.10 feet to an iron rod set in the westerly right-of-way line of Shumate Lane, 54 feet in width;

thence with the westerly right-of-way line of Shumate Lane South 04 degrees 47 minutes 19 seconds West, 98.71 feet to an existing iron rod at a corner common with the property of Nina Louise W. Trammel, as of record in Deed Book 1278, page 322, at the Register's Office for Davidson County, Tennessee;

thence leaving the westerly right-of-way line of Shumate Lane with the northerly property line of Nina Louise W. Trammel North 81 degrees 26 minutes 50 seconds West, 491.37 feet to an existing iron rod;

thence North 80 degrees 15 minutes 05 seconds West, 381.71 feet to an existing iron rod at a corner common with the property of Tennessee Funeral Directors Association, Inc., as of record in Deed Book 10718, page 14, at the Register's Office for Davidson County, Tennessee;

thence with the northerly property line of Tennessee Funeral Directors Association, Inc. North 51 degrees 59 minutes 59 seconds West, 31.71 feet to an existing iron rod;

thence North 82 degrees 22 minutes 16 seconds West, 89.09 feet to an existing iron rod;

thence South 61 degrees 00 minutes 48 seconds West, 71.26 feet to an existing iron rod;

thence South 63 degrees 44 minutes 24 seconds West, 136.75 feet to an existing iron rod;

thence South 83 degrees 19 minutes 55 seconds West, 23.25 feet to an existing iron rod;

thence North 83 degrees 35 minutes 23 seconds West, 28.29 feet to an existing iron rod;

thence North 69 degrees 31 minutes 17 seconds West, 31.10 feet to an existing iron rod in the easterly right-of-way line of Una Antioch Pike, width varies;

thence with the easterly right-of-way line of Una Antioch Pike North 44 degrees 53 minutes 55 seconds East, 407.96 feet to an existing iron rod;

thence along a curve to the left, with an arc length of 550.52 feet, the radius of which is 1310.08 feet, the central angle of which is 24 degrees 04 minutes 36 seconds, the chord of which is North 32 degrees 51 minutes 37 seconds East, 546.48 feet to an iron rod set in the southerly property line of the property of Nashboro Center, L.P., as of record in Deed Book 9197, page 77, at the Register's Office for Davidson County, Tennessee, also being Lot One on the Final Plat of the Resubdivision of Lots 3 and 4 Nashboro Center, as of record in Plat Book 7900, page 32, at the Register's Office for Davidson County, Tennessee;

thence leaving the easterly right-of-way line of Una Antioch Pike with the southerly property line of Nashboro Center, L.P. and the southerly property line of said Johnny J. Baskin South 89 degrees 39 minutes 56 seconds East, 579.70 feet to the point of beginning, containing 646,416 square feet (14.840 acres more or less), as surveyed by R. Scott Cherry, Tennessee Registered Surveyor No. 1512, of Cherry Land Surveying, dated December 22, 1998, last revised June 4, 1999.

Being part of the same property conveyed to Crossgate Associates, L.P., as of record in Deed Book 10448, page 388, at the Register's Office for Davidson County, Tennessee.

EXHIBIT "B"

1. Taxes for the year 1999, and subsequent years which are a lien not yet due and payable.

2. Deed of Trust and Security Agreement executed by Crossgate Associates, L.P., a Georgia limited partnership, to Jennifer Sevier kelly, Trustee, dated April 22, 1999, and recorded in Book 11444, page 967, Register's Office of Davidson County, Tennessee, in favor of American General Life Insurance Company, which states that it secures a debt in the principal sum of $6,700,000.00, payable as therein specified, together with any terms, conditions, restrictions or limitations recited therein. The present amount due should be determined by contacting the owner of the debt.

3. Absolute Assignment of Leases and Rents dated April 22, 1999, by and between Crossgate Associates, L.P., a Georgia limited partnership, ("Assignor") to American General Life Insurance Company, a Texas corporation ("Assignee"), of record in Book 11445, page 5, said Register's Office.

4. UCC-1 Financing Statement naming Crossgate Associates, L.P., as Debtor, and American General Life Insurance Company, as Secured Party, of record in Book 11445, page 16, Register's Office for Davidson County, Tennessee.

5. UCC-1 Financing Statement naming Crossgate Associates, L.P., as Debtor, and American General Life Insurance Company, as Secured Party, filed with the Tennessee Secretary of State File No. 993-022897, Register's Office for Davidson County, Tennessee.

6. Subject to all matters shown on the Plan of record in Book 9700, page 410, Register's Office for Davidson County, Tennessee.

7. Clearance permit regarding the right to trim and cut trees around telephone and telegraph lines conveyed by A.B. Wright, Mrs. J.A. Wright and Mrs. Lillie L. Wright to Southern Bell Telephone and Telegraph Company, dated February 28, 1940, of record in Book 1117, page 400, Register's Office for Davidson County, Tennessee.

8. 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.

9. Easements and Rights retained in ordinance abandoning a portion of Shumate Lane in Metro Council Bill No. 086-1289.

10. Rights of tenants, as tenants only, under unrecorded leases.

11. Memorandum of Lease by and between Crossgate Associates, L.P., a Georgia limited partnership, and Bruno's Inc., of record in Book 11099, page 669, in said Register's Office, as assigned to Albertson's, Inc., by instrument of record in Book 11099, page 677, in said Register's Office.

12. Survey of Cherry Land Surveying, dated January 20, 1999, File No. 98323 LKM, shows drainage easements (per plat and as built), sewer line and easement, detention area, overhead utility lines, storm sewer/culvert, and closed portion of Shumate Lane.

13. Declaration of Easements, Covenants, and Restrictions of record in book 11444, page 947, in said Register's office.

14. Conveyance of sewer mains in Metro Department of Water and Sewerage Services of record in Book 11444, page 180, said Register's Office.

OFFICIAL RECEIPT

BILL GARRETT
REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 11595 PAGE 171

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

06117792
IDENTIF. ↑ REFERENCE

99 JUL 29 PM 3:44

BILL GARRETT REGISTER
DAVIDSON COUNTY, TN.

CAMT
B430000.00
CON TX 31191.00
PRFEE 1.00
WDEED 24.00
CFEE 2.00
TOTAL 31218.00
CHECK 31218.00

07/29/99 01 15:49 0001 9112

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

No. 1497360