SPECIAL WARRANTY DEED

FROM: NORTEL NETWORKS INC., formerly known as Northern Telecom Inc.,

GRANTOR

TO: PARSONS NASHVILLE, a Pennsylvania general partnership
GRANTEE

This instrument was prepared by:
Jeffrey R. King
Farris, Warfield & Kanaday, PLC
424 Church Street, Suite 1800
Nashville, Tennessee 37219

99 SEP -1 PM 3:50
BILL GARNER REGISTER
DAVIDSON COUNTY, TN.

063/353
IDENTIFICATION REFERENCE

Name and Address New Owner	Name and Address of the Person or Entity Responsible for the payment of Real Property Taxes	Map-Parcel Number
PARSONS NASHVILLE 1373 Enterprise Drive West Chester, PA 19380	SAME	95-13-15

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

3667 09/01 0101 03CHECK 11119.00

The actual consideration or value, whichever is greater, for this transfer is THREE MILLION AND NO/100 DOLLARS ($3,000,000.00).

JILL L. ROLLER
NOTARY PUBLIC AT LARGE
DAVIDSON COUNTY, TENN.

Affiant

SUBSCRIBED AND SWORN TO before me, this the 30th day of AUGUST, 1999.

My Commission Expires JAN 27 2001

Notary Public

1-27-2001
Commission Expiration Date

JILL L. ROLLER
Printed Name of Notary

FOR AND IN CONSIDERATION OF the sum of Ten and No/100 Dollars ($10.00), the receipt and sufficiency of which are hereby acknowledged, Nortel Networks Inc., formerly known as Northern Telecom Inc. ("Grantor"), has bargained and sold, and by these presents does transfer and convey unto Parsons Nashville, a Pennsylvania general partnership ("Grantee"), its successors and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, more particularly described on Exhibit A attached hereto and incorporated herein by this reference, together with all improvements, buildings and structures located thereon (the "Property").

The Property is improved property known as 640 Massman Drive, Nashville, Tennessee 37210.

This conveyance is expressly made subject to those matters more specifically set forth on Exhibit B attached hereto and incorporated herein by this reference.

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

And Grantor does covenant with Grantee that Grantor is lawfully seized and possessed of the Property in fee simple and Grantor has a good right to convey the Property.

And Grantor does further covenant and bind Grantor, its successors and assigns to warrant and forever defend the title to the Property to Grantee, its successors and assigns against the lawful claims of all persons whomsoever claiming by, through or under Grantor (other than claims arising from the matters set forth on Exhibit B), but not further or otherwise. This conveyance is expressly made subject to the matters set forth on Exhibit B

Witness my hand this 30TH day of AUGUST, 1999.

NORTEL NETWORKS INC.
(formerly known as Northern Telecom Inc.)

By: _____

Title: VP & GM, Global Repair Services

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, Denine J. Puch, a Notary Public of said County and State, personally appeared Glenn A. Bubel, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged him self to be VP & GM, Global Repair Services (or other officer authorized to execute the instrument) of NORTEL NETWORKS INC., the within named bargainor, a corporation, and that he as such VP & GM, Global Repair Services executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by him self as VP & GM, Global Repair Services.

Witness my hand and seal, at Office, this 30th day of August, 1999.

_____
Notary Public

July 27, 2002
Commission Expiration Date

Denine J. Puch
Printed Name of Notary

EXHIBIT A

Property Description

Land in Davidson County, Tennessee, being a parcel of land in the 3rd Civil District of Nashville, Davidson County, Tennessee, bounded on the north by Massman Drive, on the east by Acorn Drive, and on the south by an L & N Railroad spur track being lot No. 21 on the plan of Metropolitan Industrial Park, Sec. 16 of record in book 3842, page 274, Register's Office for said County, described as follows:

Beginning at a concrete monument on the southerly margin of Massman Drive on the westerly margin of Metropolitan Industrial Park, Section 5; thence with Massman Drive North 62 deg. 02' east 339.65 feet to a concrete monument, the beginning of a curve to the left; thence with said curve having a radius of 799.79 feet and a central angle of 19 deg. 57' 278.48 feet to a concrete monument, the beginning of a return radius to the right; thence around said return having a radius of 50.00 feet and a central angle of 84 deg. 37' 73.84 feet to a concrete monument on the westerly margin of Acorn Drive; thence with Acorn Drive South 53 deg. 18' east, 88.88 feet to a concrete monument, the beginning of a curve to the right; thence around said curve having a radius of 451.65 feet and a central angle of 45 deg. 06' 355.51 feet to a concrete monument; thence continuing with Acorn Drive south 8 deg. 12' east 189.56 feet to a point in the center of a proposed railroad spur tract being the northeasterly corner of lot No. 19, Metropolitan Industrial Park, Sec. 13; thence with the centerline of said railroad south 82 deg. 18' west 48.92 feet to a concrete monument, the beginning of a curve to the left; thence with said curve having a radius of 2,284.29 feet and a central angle of 15 deg. 57' 635.72 feet to a point, the southeasterly corner of Metropolitan Industrial Park, Sec. 5; thence north 27 deg. 58' west passing a concrete witness monument at 25.04 feet a total distance of 431.41 feet to the point of beginning.

Being the same property conveyed to Northern Telecom Inc. by deed from Control Data Corporation, a Delaware Corporation, of record in book 4974, page 890, Register's Office for said County. The said Northern Telecom Inc. now known as Nortel Networks Inc. by instruments filed with the State of Delaware Office of the Secretary of State on April 27, 1999.

The above description is the same as in the previous deed of record.

RECORDERS MEMO
LEGIBILITY OF WRITING, TYPING OR
PRINTING IN THIS DOCUMENT
UNSATISFACTORY WHEN RECEIVED

EXHIBIT B

Encumbrances

1. Ten-foot easement for public utilities, a 40-foot easement for Nashville Electric Service, easements for railroad and utilities, a minimum building set-back line from Acorn Drive of 50 feet, a minimum building set-back line from Massman Drive of 45 feet, and conditions of Owner's Certificate as shown on Plan of record in book 3842, page 274, Register's Office for Davidson County, Tennessee.

2. Restrictive covenants contained in an instrument of record in book 4339, page 580, Register's Office for Davidson County, Tennessee.

3. Taxes for 1999 constitute a lien, but are not yet due and payable.

OFFICIAL RECEIPT

BILL GARRETT
REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

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

063/353
IDENTIF. # REFERENCE

99 SEP -1 PM 3:50
BILL GARRETT REGISTER
DAVIDSON COUNTY, TN.

BOOK 11645 PG. 375

CAMT	3000000.00
CON TX	11100.00
PRFEE	1.00
WDEED	16.00
CFEE	2.00
TOTAL	11119.00
CHECK	11119.00

09/01/99 01 15:50 0001 3667

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

No. 1511713