(1)

Bk 36

Prepared by and return to:
Donnie R. Sloan, Jr.
11330 Lakefield Drive, Suite 250
Duluth, Georgia 30097

BOOK 11691 PAGE 545

LIMITED WARRANTY DEED

STATE OF GEORGIA **MAP 85 PARCELS 94 AND 96**

COUNTY OF FULTON

THIS INDENTURE, made the 29th day of September, 1999 between Jackson Downs, L.P., a Georgia limited partnership whose mailing address is 5570 Glenridge Drive, Atlanta, Georgia 30342 hereinafter called Grantor, and **E & A Portfolio Limited Partnership, a Delaware limited partnership** whose mailing address is 1901 Main Street, Suite 900, Columbia, South Carolina 29201hereinafter called Grantee (the words "Grantor" and "Grantee" to include their respective heirs, successors and assigns where the context requires or permits).

WITNESSETH that:

IN CONSIDERATION OF THE SUM OF TEN DOLLARS ($10.00) and other good and valuable considerations in hand paid at and before the sealing and delivery of these presents, the receipt whereof is hereby acknowledged, by theses presents the receipt and sufficiency of which are hereby acknowledged, Grantor has granted, bargained, sold, aliened, conveyed and confirmed and by these presents does hereby grant, bargain, sell, alien, convey and confirm unto Grantee those certain tracts of real property located in Davidson County, Tennessee and described in Exhibit "A", attached hereto and by this reference incorporated herein and made a part hereof (herein called the "Land").

TOGETHER WITH all rights, members, structures, easements, alleys, ways, appurtenances, improvements, chattels, timber, shrubbery, trees, plants, fixtures, privileges, tenements or hereditaments incident or appurtenant thereto (the foregoing, together with the Land, are herein called the "Property"), subject only to those certain matters set forth and described on Exhibit "B", attached hereto and by this reference incorporated herein and made a part hereof (herein called the "Permitted Title Exceptions");

TO HAVE AND TO HOLD the Property, with all and singular the rights, members and appurtenances thereof, to the same being, belonging, or in anywise appertaining, to the only proper use, benefit and behoof of Grantee forever in FEE SIMPLE, subject to the Permitted Title Exceptions.

AND GRANTOR will warrant and forever defend the right and title to the Property, subject to the Permitted Title Exceptions, unto Grantee against the claims of all persons, claiming by, through or under Grantor, but not otherwise.

IN WITNESS WHEREOF, Grantor has executed this Limited Warranty Deed under seal as of the day and year first above written.

Jackson Downs, L.P.,
a Georgia limited partnership

By: Realmark Holdings Corp.,
a Georgia corporation, its
sole general partner

Unofficial Witness
Print Name: Claiborne W. Fetch

By: _____
Name: Richard S. Davis
Title: Vice President

Unofficial Witness
Print Name: Robert Gilbert

Attest: _____
Name: Jere E. Wilkins
Title: Secretary

[CORPORATE SEAL]

STATE OF GEORGIA

COUNTY OF FULTON

Before me, the undersigned Notary Public in the state and county aforesaid, personally appeared Richard S. Davis with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence) and who acknowledged himself to be the Vice President of Realmark Holdings Corp., a Georgia corporation, the sole general partner of Jackson Downs, L.P., a Georgia limited partnership, the within named bargainor, and that he as such officer, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the names of the corporation and the within named bargainor, by himself as such officer, as his free act and deed as the free act and deed of the corporation and the within named bargainor.

WITNESS my hand and official seal at office this 21st day of September, 1999.

_____
Notary Public

My commission expires:

D. R. SLOAN, JR. NOTARY PUBLIC CHEROKEE COUNTY, GEORGIA MY COMMISSION EXPIRES DEC 8 2000

_____

VALUE AFFIDAVIT

BOOK 11691 PAGE 547

STATE OF GEORGIA

COUNTY OF FULTON

The actual consideration or value, whichever is greater, for this transfer is $ 9,190,600.00

Affiant

Subscribed and sworn to before me
This 21 day of September, 1999.

Notary Public

My Commission Expires:

D. R. SLOAN, JR.
NOTARY PUBLIC
CHEROKEE COUNTY, GEORGIA
MY COMMISSION EXPIRES
DEC 8 2000

1ST 1/OF 01C1 CHECK 34032.22

Name and address of New Owner:

Edens & Avant Portfolio Limited Partnership
Attn:_____
1901 Main Street
Suite 900
Columbia, South Carolina 29201

Name and Address of Person/Entity
Responsible for Payment of Taxes:

Edens & Avant Portfolio Limited Partnership
Attn:_____
1901 Main Street
Suite 900
Columbia, South Carolina 29201

EXHIBIT "A"

PARCEL NO 1:

BOOK 11691 PAGE 546

Land in Davidson County, Tennessee, being Lot No. 7 as shown on Resubdivision of Lots 6 and 7 of Jackson Downs Commercial of record in Book 8250, page 924, Register's Office for Davidson County, Tennessee, to which plan reference is made for a more complete and accurate description.

PARCEL NO. 2:

Land in Davidson County, Tennessee, being Lot. No. 9 as shown on the Final Plat of Jackson Downs Commercial of record in Book 9700, page 526, Register's Office for Davidson County, Tennessee, to which plan reference is made for a more complete and accurate description.

Being a portion of the property conveyed to Jackson Downs, L.P., a Georgia limited partnership by Deeds from Mathews Partners, Inc., of record in Book 9857, page 104, and Book 11010, page 324, Register's Office for Davidson County, Tennessee.

TOGETHER WITH all rights, benefits and interests appurtenant to said property under or pursuant to that certain Operation and Easement Agreement by and among Dayton Hudson Corporation, a Minnesota corporation, Mathews Partners, Inc., a Tennessee corporation, and Jackson Downs, L.P., a Georgia limited partnership, dated November 10, 1995, of record in Book 9857, page 151, as amended in First Amendment of record in Book 10841, page 648, and by Second Amendment of record in Book 10908, page 773, Register's Office for Davidson County, Tennessee.

TOGETHER WITH all rights, benefits and interests appurtenant to said property under or pursuant to that certain Declaration of Drainage Easements executed by Mathews Partners, Inc., a Tennessee corporation, as Declarant, dated November 10, 1995, of record in Book 9857, page 77, Register's Office for Davidson County, Tennessee.

TOGETHER WITH all rights, benefits and interests appurtenant to said property under or pursuant to that certain Cross Access Easement Agreement by and among Jackson Downs, L.P., a Georgia limited partnership, Mathews Partners, Inc., a Tennessee corporation, and Dayton Hudson Corporation, a Minnesota corporation, dated November 10, 1995, or record in Book 9857, page 116, Register's Office for Davidson County, Tennessee.

TOGETHER WITH a non-exclusive easement for vehicular and pedestrian access, ingress and egress (the Jackson Downs Easements) over that certain parcel of land identified as "Jackson Downs Boulevard (60.00 R.O.W.)" as created under Warranty Deed from Mathews Partners, Inc., a Tennessee corporation, to Jackson Downs, L.P., a Georgia limited partnership, of record in Book 9857, page 104, Register's Office for Davidson County, Tennessee.

TOGETHER WITH all rights, benefits and interests appurtenant to said property under and pursuant to that certain easement for constructing, operating, maintaining and repairing a sign of record in Book 10990, page 108, Register's Office of Davidson County, Tennessee.

RECORDING WORD
E. PHOTOGRAPHIC OR
DOCUMENT
WAS RECEIVED

EXHIBIT "B"

1. Taxes and assessments for 1999 and subsequent years, a lien, but not yet due and payable.

2. Matters shown on Plan of record in Book 8250, page 924 (as to Lot No. 7) and in Book 9700, page 526 (as to Lot No. 9), Register's Office for Davidson County, Tennessee.

3. Terms and conditions of Operation and Easement Agreement among Dayton Hudson Corporation, Mathews Partners, Inc. and Jackson Downs, L.P., of record in Book 9857, page 151, as amended by First Amendment of record in Book 10841, page 648, and further amended by Second Amendment of record in Book 10908, page 773, Register's Office for Davidson County, Tennessee.

4. That certain Cross Access Easement Agreement dated November 10, 1995, by and among Mathews Partners, Inc., a Tennessee corporation, Jackson Downs, L.P., a Georgia limited partnership, and Dayton Hudson Corporation, a Minnesota corporation, of record in Book 9857, page 116, Register's Office for Davidson County, Tennessee.

5. Permanent sewer easement to Metropolitan Government of record in Book 4819, page 866, Register's Office for Davidson County, Tennessee.

6. Overhead line easement to Nashville Electric Service of record in Book 5848, page 105, Register's Office for Davidson County, Tennessee.

7. Agreement for Dedication of Easement for Sanitary Sewers and/or Storm Drainage to Metropolitan Government of Nashville and Davidson County of record in book 10167, pages 476, 480 and 486, in said Register's Office.

8. Easement for water mains and appurtenances of record in Book 10167, pages 499 and 509, in said Register's Office.

9. Easements for sanitary sewers and/or storm drainage of record in Book 10167, pages 494 and 505, in said Register's Office.

10. Memorandum of Lease by and between Jackson Downs, L.P., Landlord, and OfficeMax, Inc., Tenant, of record in Book 10724, page 704, in said Register's Office.

11. Memorandum of Lease by and between Jackson Downs, L.P., Landlord, and The Cato Corporation, Tenant, of record in Book 11494, page 594, in said Register's Office.

12. Matter of survey shown on survey for Edens & Avant Portfolio Limited Partnership.

13. Rights of tenants in possession, as tenants only, pursuant to the following tenant leases:

Castle Dental Centers of Tennessee, Inc.
The CATO Corporation
Dollar Tree Stores, Inc.
Friedman's Inc. dba Friedman's Jewelers
Goody's Family Clothing, Inc.
Roger Scruggs DBA Heads Up, LLC
I-40 Liquors, Inc.
OfficeMax, Inc.
McClintock's Party City, L.L.C.
Sally Beauty Company, Inc.
The Shoe Show of Rocky Mount, Inc.
WH Cleaners, Inc. d/b/a U.S. $1.75 Cleaners
H & R Block Eastern Tax Services, Inc.

BEST IMAGE AVAILABLE
DUE TO THE QUALITY OF THE ORIGINAL DOCUMENT
SOME TEXT MAY BE UNREADABLE WHEN RECEIVED

0694 34 72
REFERENCE
RECORDED
99 OCT -5 PM 3:36
REGISTER
RUTHERFORD COUNTY, TN.

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

0643472

INSTRUMENT # REFERENCE

99 OCT -5 PM 3:36

REGISTER
DAVIDSON COUNTY, TN.

BOOK 11691 PAGE 551

CAMT
5190600.00
CON TX 34005.22
PRFEE 1.00
VDEED 24.00
CFEE 2.00
TOTAL 34032.22
CHECK 34032.22

10/05/99 01 15:39 0001 6527

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

No. 1524409