Box 44

BOOK 11747 PAGE 45

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer ~~is $455,~~000.00.

AFFIANT

Subscribed and sworn to before me, this 17 day of November, 1999.

Notary Public

My Commission Expires: 3/27/03

THIS INSTRUMENT PREPARED BY:
Wesley D. Turner
GULLETT, SANFORD, ROBINSON & MARTIN, PLLC
Third Floor
230 Fourth Avenue, North
P. O. Box 198888
Nashville, Tennessee 37219-8888
(615) 244-4994

Address new owner as follows:	Send Tax Bills to:	Map-Parcel Numbers
Southeast U.S. Retail Fund, L.P. c/o First Management Services, Inc. 333 Union Street, Suite 400 Nashville, TN 37201	Same	Map 95-4 Parcel 6

SPECIAL WARRANTY DEED

For and in consideration of the sum of Ten and No/100 ($10.00) Dollars paid by the hereinafter named Grantee, and other good and valuable consideration, the receipt of which is hereby acknowledged, **REBECCA ANN WILSON** and **CHARLES EDMOND DAVIS,** hereinafter called the Grantors, have bargained and sold, and by these presents do transfer and convey unto **SOUTHEAST U.S. RETAIL FUND, L.P.,** a Tennessee limited partnership, hereinafter called the Grantee, its successors and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described as follows:

Land in the First Civil District of Davidson County, Tennessee, and being more particularly described as follows:

Beginning at an iron rod set in the northerly margin of Lebanon Road at the southeast corner of the herein described tract;

Thence, along said margin S 78°-47'-50" W, 40.79 feet to a chiseled "V" in the gutter (set);

Thence, N 11°-12'-11" W, 8.00 feet to a P.K. nail (set);

Thence, along a curve to the right, an arc distance of 57.78 feet, said curve having a radius of 42.00 feet, and a chord of N 61°-47'-26" W, 53.33 feet to a chiseled "V" set in the sidewalk;

Thence, along the easterly margin of McGavock Pike, N 04°-10'-44" E, 125.64 feet to a P.K. nail (found);

Thence, leaving McGavock Pike and along the lines of BVT Donelson Shopping Center, LTD., as recorded in Book 7530, page 534, Register's Office for Davidson

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698-50
0101 03CHECK
25.50

County, Tennessee, N 80°-38'-43" E, 53.52 feet to an iron rod (set);

Thence, along the westerly line of Parcel 7, S 09°-29'-24" E, 161.34 feet to the point of beginning and containing 0.25 Acres, according to the Improvement and Boundary Line Survey dated July 27, 1999, of MEC, Inc., P.O. Box 17465, Nashville, Tennessee 37217, Joseph C. McConnell, RLS, Tennessee License No. 992.

Being part of the same property conveyed to John E. Wilson and Eleanora Wilson Davis by deed from Jesse E. Wilson and wife, Ivie M. Wilson, of record in Book 4269, page 825, Register's Office for said County; the said Eleanora Wilson Davis having since died and her Will of record in Probate Court Clerk's Office for Dickson County, Tennessee, having devised her one-half undivided interest in the subject property to Charles Edmond Davis, as to a life estate, and to John E. Wilson, as to the remainder; the said John E. Wilson having since died and by his Will of record in Will Book R, pages 77-80, Probate Court Clerk's Office for Dickson County, Tennessee, having devised his interest in the subject property to Betty Phillips Wilson; the said Betty Phillips Wilson having since died and by her Will of record in Probate Court Clerk's Office for Dickson County, Tennessee, having devised her interest in the subject property to Rebecca Ann Wilson; title to the subject property thereby being vested in Charles Edmond Davis, as to a life estate in a one-half undivided interest, and in Rebecca Ann Wilson, as to a one-half undivided interest in fee simple absolute and as to the remainder in a one-half undivided interest subject to the life estate of Charles Edmond Davis.

THE SUBJECT PROPERTY IS NOT THE USUAL PLACE OF RESIDENCE OF EITHER OF GRANTORS OR THEIR SPOUSES.

This conveyance is subject to the following:

1. Contract for sixteen foot easement for a driveway for ingress and egress along the northerly portion of said land of record in Book 2394, page 65, Register's Office for Davidson County, Tennessee.

2. Agreement for Dedication of Easement for Sanitary Sewers and/or Storm Drainage of record in Book 4286, page 885, and in Book 4316, page 139, Register's Office for Davidson County, Tennessee.

3. Temporary Construction Easement, Traffic Pole Permanent Easement and Permanent Drainage Easement, of record in Book 8505, page 821, Register's Office for Davidson County, Tennessee.

4. Lease dated January 23, 1996 between Wilson and Davis, as Lessor, and James F. Dolan, as Lessee, of record in Book 9934, page 571, Register's Office for Davidson County, Tennessee.

5. Lease dated October 1, 1995 between Wilson and Davis, as Lessor, and Harry Fletcher, Jr., as Lessee, as amended by Lease Amendment dated February 2, 1998, and as further amended by Termination Agreement between Southeast U.S. Retail Fund, L.P. and Harry Fletcher, Jr. dated October 27, 1999.

This is on improved property known as 2500 Lebanon Pike, Nashville, Tennessee 37214.

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said Grantee, its successors and assigns, forever; Grantors covenant and bind themselves, their heirs, successors and assigns, that they are lawfully seized and possessed of said land in fee simple, have a good right to convey it, and the same is unencumbered unless otherwise herein set out, and Grantors further covenant and bind themselves to warrant and forever defend the title to the said land to the said Grantee, its successors and assigns, against the lawful claims of all persons claiming by, through or under said Grantors, but not otherwise.

IN WITNESS WHEREOF, this instrument has been executed this 17 day of November, 1999.

Rebecca Ann Wilson

Rebecca Ann Wilson

Charles ~~Edmond~~ Davis

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, **REBECCA ANN WILSON,** with whom I am personally acquainted, and who acknowledged that she executed the within instrument for the purposes therein contained.

WITNESS my hand, at office, this 17 day of November, 1999.

Notary Public

My Commission Expires: 3/29/03

STATE OF MARYLAND)
COUNTY OF Anne Arundel)

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, **CHARLES EDMOND DAVIS,** with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained.

WITNESS my hand, at office, this 15 day of November, 1999.

Notary Public

My Commission Expires: _____

Patrick M. Harvey
Notary Public
My Commission Expires Aug. 1, 2002

OFFICIAL RECEIPT

BILL GARRETT
REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

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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

U68537 - REFICE

99 NOV 18 PM 1:34

CAMT
455000.00
CON TX 1683.50
PRFEE 1.00
WDEED 12.00
CFEE 2.00
TOTAL 1698.50
CHECK 1698.50

11/18/99 01 13:35 0001 2539

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

No. 1540198