0660479

REFERENCE

F. # 35

This instrument prepared by:
Arnall Golden & Gregory, LLP
2800 One Atlantic Center
1201 West Peachtree Street
Atlanta, Georgia 30309-3450
Attn: Keith E. Linch, Esq.

99 NOV 23 PM 2:42

REGISTER
DAVIDSON COUNTY. TN.

After recording return to:
Bruce Rubenstein, Esq.
c/o Kimco Realty Corporation
3333 New Hyde Park Road
Suite 100
New Hyde Park, NY 11042-0020

BOOK 11754 PAGE 615

LIMITED WARRANTY DEED

ADDRESS NEW OWNER:	SEND TAX BILLS TO:	TAX MAP/PARCEL NO.:
KIR Northside Marketplace L.P. c/o Kimco Realty Corporation 3333 New Hyde Park Road Suite 100 New Hyde Park, New York 11042-0020	same	Map 26-15, Parcel 45

FOR AND IN CONSIDERATION of the sum of Ten and No/100 Dollars ($10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, DAVEVEST ASSOCIATES, LIMITED PARTNERSHIP, a Georgia limited partnership (the "Grantor"), has bargained and sold, and by these presents does transfer and convey unto KIR NORTHSIDE MARKETPLACE L.P., a Delaware limited partnership (the "Grantee"), its successors and assigns, all of its right, title and interest in and to that certain land in Davidson County, State of Tennessee, as more particularly described on Exhibit "A" attached hereto and incorporated herein by reference.

985791v2

TO HAVE AND TO HOLD, the said tracts or parcels of land, with the appurtenances, estate, title and interest thereto belonging to the Grantee, its successors and assigns, forever. And Grantor does covenant with the Grantee that it is lawfully seized and possessed of said land in Fee Simple, has a good right to convey it, and the same is unencumbered, except for those exceptions listed on Exhibit "B" attached hereto and incorporated herein by reference. And Grantor does further covenant and bind itself, its heirs and representatives to warrant and forever defend the title to the said land to the Grantee, its successors and assigns, against the lawful claims of all persons owning, holding or claiming by, through and under the Grantor but not otherwise, except for claims arising under or by virtue of the exceptions listed on Exhibit "B" attached hereto.

Whenever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

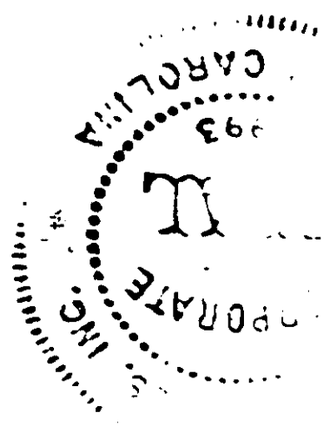
WITNESS my hands as of the 22ND day of November, 1999.

DAVEVEST ASSOCIATES, LIMITED PARTNERSHIP

By: ESD Properties, Inc., a South Carolina corporation, its general partner

By: John H. Disher
John H. Disher, Vice President

[CORPORATE SEAL]



985791v2

STATE OF SOUTH CAROLINA
COUNTY OF CHARLESTON

Personally appeared before me, a Notary Public, John H. Disher, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the Vice-President of ESD Properties, Inc., a South Carolina corporation, the sole general partner of DAVEVEST ASSOCIATES, LIMITED PARTNERSHIP, a Georgia limited partnership, the maker, and he is authorized by the maker as the President of the sole general partner of the maker to execute this instrument on behalf of the maker.

Witness my hand, at office, this 18 day of November, 1999.

[Notary Seal]

Notary Public
My commission expires: My Commission Expires March 18, 2007

STATE OF SOUTH CAROLINA
COUNTY OF CHARLESTON

The actual consideration for this transfer, or value of property (whichever is greater) is $21,000,000.00.

DAVEVEST ASSOCIATES, LIMITED PARTNERSHIP

By: ESD PROPERTIES, INC., its general partner

By: _____
John H. Disher, Vice-President
Affiant/Grantor

Subscribed and sworn before me this 18 day of November, 1999.

[Notary Seal]

Notary Public
My commission expires: My Commission Expires March 18, 2007

985791v2

EXHIBIT "A"

Legal Description

Lot 2 as shown on the Resubdivision Plat Lot 2 of the Northside Marketplace recorded in Book 9700, Page 894 of the Register's Office of Davidson County, Tennessee, on April 23, 1999 prepared by R. Scott Cherry, R.L.F.T.N. number 1512 and bearing his certificate dated March 15, 1999.

Being the same property conveyed to Davevest Associates, Limited Partnership by deeds of record in Book 10884, page 759, Book 10884, page 769, Book 10884, page 772, Book 10884, page 775, Book 10884, page 780, Book 10310, page 46, Book 10310, page 49, Book 10310, page 52, and Book 9852, page 542, Register's Office for Davidson County, Tennessee.

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

4588 11/22 0101 03CHEC 77723.00

EXHIBIT "B"

Permitted Exceptions

1. Taxes for the year of 1999, a lien not yet due and payable.

2. Plan of record in Book 9700, page 894, Register's Office for Davidson County, Tennessee, and survey of Littlejohn Engineering Associates, Inc., dated October 18, 1999, shows the following: 20' NES easements; detention pond easement; 20' drainage easements; 10' water line easements; 20' sanitary sewer easements; 100'x 50' non-exclusive ingress and egress easement; 10' public utility easements; 35' joint access easement; 50' public utility and drainage easement; sewer easement; 50' landscape buffers; and storm water detention easement.

3. Terms and Provisions of Reciprocal Easement and Operating Agreement of record in Book 10478, page 333, as amended by First Amendment to Reciprocal Easement and Operating Agreement, of record in Book 10884, page 749, said Register's Office.

4. Telephone lines Easement to Southern Bell Telephone and Telegraph Company, as set forth in instrument recorded in Book 1710, page 563, said Register's Office.

5. Traffic Signal Reimbursement Agreement of record in Book 10604, page 411, said Register's Office.

6. 10 foot easement for public utilities as reserved in Quitclaim Deed of record in Book 8164, page 759, said Register's Office.

7. Declaration of Easement and Restrictive Covenants of record in Book 10621, page 402, as amended in First Amendment to Declaration of Easement and Restrictive Covenants of record in Book 10884, page 755, said Register's Office.

8. Terms and Provisions of Lease between Davevest Associates Limited Partnership and The Sports Authority, Inc., a Delaware corporation of record in Book 10885, page 831, said Register's Office, without options or rights to purchase and without rights of refusal.

9. Declaration of Easements, Covenants and Restriction for Northside Marketplace of record in Book 11445, page 402, said Register's Office.

OFFICIAL RECEIPT

BILL GARRETT
REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 11754 PAGE 620

CAMT 21000.00
ERR CO
CAMT MISC 21000.00

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

0660479

INSTRUMENT REFERENCE

99 NOV 23 PM 2:42

BILL GARRETT-REGISTER
DAVIDSON COUNTY, TN.

CAMT 21,000,000.00

CON TX 77700.00
PRFEE 1.00
WDEED 20.00
CFEE 2.00
TOTAL 77723.00
CHECK 77723.00

11/23/99 01 14:45 0001 4588

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

No. 1542226