Davidson County DEEDWARR
Recvd: 11/16/00 12:30 5pgs
Fees:23.00 Taxes:34780.00
20001116-0113637

This Instrument Prepared By:
F. Russell Harwell
Stokes Bartholomew Evans & Petree, P.A.
424 Church Street, Suite 2800
Nashville, Tennessee 37219

ADDRESS NEW OWNER:
Paddock Place GP
c/o Grace Development, Inc.
3309 Fairmont Drive
Murfreesboro, TN 37203

SEND TAX BILL TO:
Same

MAP-PARCEL
Map 103-14
Parcel 26

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of TEN AND NO/100 ($10.00) DOLLARS cash in hand paid, and other good and valuable consideration, the receipt and sufficiency of all of which are hereby acknowledged, **MURRAY INCOME PROPERTIES II, LTD.**, a Texas limited partnership, doing business in Tennessee (the "Grantor"), has bargained and sold, and by these presents does transfer and convey unto **PADDOCK PLACE GP**, a Tennessee general partnership (the "Grantee"), and Grantee's successors and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described as follows:

See EXHIBIT A attached hereto and incorporated herein by this reference.

The conveyance of the property herein, and all covenants and warranties of Grantor contained herein, are made expressly subject to those matters set forth on EXHIBIT B attached hereto and incorporated herein by this reference.

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, and Grantee's successors and assigns forever.

Grantor covenants and binds itself, and its successors and assigns, to warrant specially and forever defend the title to the property to the said Grantee, Grantee's successors and assigns, against the lawful claims of all persons claiming by, through or under the Grantor, but not further or otherwise.

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.

Remainder of This Page
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IN WITNESS WHEREOF, the Grantor has caused this Special Warranty Deed to be executed as of the 14th day of November, 2000.

MURRAY INCOME PROPERTIES II, LTD.,
a Texas limited partnership

By: Murray Realty Investors IX, Inc., a
Texas corporation, its general partner

By: Mitchell Armstrong
Mitchell Armstrong
President

STATE OF TEXAS)
)
COUNTY OF DALLAS)

Before me, the undersigned, a Notary Public of the State and County aforesaid, personally appeared Mitchell Armstrong with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the President of Murray Realty Investors IX, Inc., a Texas corporation, the general partner of Murray Income Properties II, Ltd., the within named bargainor, a Texas limited partnership, and that he, as such President of the general partner, executed the foregoing instrument for the purposes therein contained, by signing the name of the partnership by himself as President of the general partner.

WITNESS my hand, at office, this 14 day of November, 2000.

Cynthia G Coleman
Notary Public

My Commission Expires:

CYNTHIA G COLEMAN
My Commission Expires
January 8, 2001

Signature Page to Special Warranty Deed

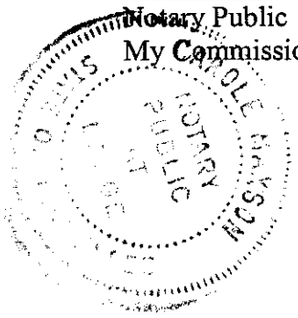
STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $9,400,000.00.

Affiant

Subscribed and sworn to before me
this 15th day of November, 2000.

Notary Public
My Commission Expires: 7-24-04



Signature Page to Special Warranty Deed

EXHIBIT A

Land in the First Civil District, Twenty-Fourth Councilmanic District, Nashville, Davidson County, Tennessee, located on the southerly side of White Bridge Pike and on the westerly side of Brookwood Terrace, being Lot 1, Paddock Place of record in Plat Book 6250, page 709, Register's Office for Davidson County, Tennessee and being more particularly described as follows:

BEGINNING at a new iron pin in the southerly margin of White Bridge Road, said pin being the southwesterly terminus of a curve return of Brookwood Terrace;

THENCE, along a curve to the right, 50.61 feet to an iron pin in the westerly margin of Brookwood Terrace, said curve having a central angle of 85°17'39", a radius of 34.00 feet, a tangent of 31.32 feet, and a chord of S 15°56'49" E, 46.07 feet;

THENCE, with said westerly margin S 26°42'00" W, 308.05 feet to a new P.K. nail in a headwall;

THENCE, with the common boundary of Hillwood Terrace Subdivision, Section II, as of record in Book 3300, page 33, R.O.D.C., N 63°18'00" W, 560.00 feet to an iron pin in the southeasterly corner of property conveyed to Cavalier Building, LLC, by deed of record in Book 11316, page 137, R.O.D.C.;

THENCE, with the southeasterly line of said Cavalier Building, LLC, N 26°42'00" E, 387.44 feet to a new iron pin in the southerly margin of White Bridge Road;

THENCE, along said margin, along a curve to the left, 76.48 feet to a new iron pin, said curve having a central angle of 02°57'51", a radius of 1,478.39 feet, a tangent of 38.25 feet and a chord of S 57°06'43" E, 76.48 feet;

THENCE, continuing along said margin, S 58°35'39" E, 454.29 feet to the point of beginning.

Containing 202,798 square feet or 4.66 acres, more or less.

Being the same property conveyed to Murray Income Properties, II, Ltd., a Texas limited partnership, by deed of record in Book 7072, page 663, Register's Office for Davidson County, Tennessee.

EXHIBIT B

1. Real estate taxes for 2000, a lien, now due and payable but not yet delinquent, which have been prorated between the parties.

2. Rights of tenants in possession as "tenants only" under unrecorded lease(s).

3. Terms and provisions of Lease in favor of Rafferty's, Inc., as of record in Book 7071, page 843, said Register's Office.

4. Terms and provisions of Sublease in favor of Total Quality Management, Inc., as of record in Book 8248, page 109, said Register's Office.

5. Easement(s) as set forth in instrument recorded in Book 5934, page 723, said Register's Office.

6. Matters shown on the Plan of record in Book 6250, page 709, said Register's Office.

7. Matters shown on the Plan of record in Book 2663, page 50, said Register's Office.

8. All matters shown on the ALTA/ACSM Land Title Survey, dated August 14, 2000, last revised November ___, 2000, prepared by Wendell H. Talley, Sr., Tennessee No. 785, Barge Waggoner Sumner & Cannon, Inc., 162 Third Avenue, North, Nashville, Tennessee 37201, File No. 09068-05, and Surveyor's Report, dated November 13, 2000.