Davidson County DEEDWARR
Recvd: 08/02/01 15:37 3pgs
Fees:18.00 Taxes:20280.06
20010802-0082482

SPECIAL WARRANTY DEED

Due West

THIS INDENTURE, made and entered into as of the 31st day of July, 2001, by and between UNION REALTY COMPANY GP, a Tennessee general partnership, (successor in interest to Union Realty Company, Ltd. by merger) party of the first part, and MRW RETAIL JOINT VENTURE, a Tennessee Joint Venture, party of the second part,

WITNESSETH: That for and in consideration of Ten Dollars ($10.00) cash in hand paid, and other good and valuable considerations, the receipt of all of which is hereby acknowledged, the said party of the first part has bargained and sold and does hereby bargain, sell, convey and confirm unto the said party of the second part all of its interest and estate in and to the following described real estate, situated and being in the County of Davidson, State of Tennessee, to-wit:

Lots 1 and 2, on the Subdivision of Due West Shopping Center, as of record in Plat Book 7900, Page 609, in the Register's Office of Davidson County, Tennessee and being more particularly described as follows:

BEGINNING at an iron rod set at the intersection of the northerly right of way line of Due West Avenue, 60 feet in width, and the easterly right of way line of CSX Transportation Railroad, 85 feet in width;

Thence leaving the northerly right of way line of Due West Avenue with the easterly right of way line of CSX Transportation Railroad, north 21 deg. 24 min. 37 sec. east 1211.51 feet to an iron rod set at a corner common with the property of U-Haul Real Estate Co. as of record in Deed Book 7978, Page 988, in said Register's Office;

Thence leaving the easterly right of way line of CSX Transportation Railroad, with the southerly property line of U-Haul Real Estate Co. south 61 deg. 24 min. 40 sec. east, 541.00 feet to an existing concrete monument, in the westerly property line of Nashville Furniture Co. as of record in Deed Book 7928, Page 280, in said Register's Office.

Thence with the westerly property line of Nashville Furniture Co. south 29 deg. 35 min. 09 sec. west 42.00 feet to an existing PK nail;

Thence with the southerly property line of Nashville Furniture Co. south 61 deg. 22 min. 01 sec. east, 254.50 feet to an existing PK nail, in the westerly right of way line of Gallatin Pike, 85 feet in width;

Thence with the westerly right of way line of Gallatin Pike, south 29 deg. 00 min. 00 sec. west, 496.93 feet to an iron rod set, at a corner common with the property of Phil Watts, as of record in Deed Book 10005, Page 765, in said Register's Office.

Thence leaving the westerly right of way line of Gallatin Pike, with the northerly property line of Phil Watts, with a curve to the left, along an arc length of 30.58 feet, the central angle of which is 87 deg. 35 min. 39 sec. the radius of which is 20.00 feet, the chord of which is north 14 deg. 47 min. 49 sec. west, 27.68 feet to an iron rod set;

Thence north 58 deg. 35 min. 39 sec. west, 132.85 feet to an iron rod set;

Thence with the westerly property line of Phil Watts, south 28 deg. 04 min. 21 sec. west, 125.00 feet to a PK nail set, in the northerly property line of Lot 1 Yates Motor Co., Inc. property subdivision, as of record in Plat Book 4660, Page 130, in said Register's Office, also being the property of Rabon W. Johnson and Gary A. Toliver as of record in Deed Book 9815, Page 269, in said Register's Office.

Thence with the northerly property line of Rabon W. Johnson and Gary A. Toliver, north 58 deg. 35 min. 39 sec. west, 74.46 feet to an existing PK nail;

Thence with the westerly property line of Rabon W. Johnson and Gary A. Toliver, also with the westerly property line of Lot 2 of said Yates Motor Co., Inc. property subdivision, being the property of Yates Motor Co., Inc. as of record in Deed Book 1878, Page 93, in said Register's Office; south 22 deg. 42 min. 20 sec. west 371.00 feet to an iron rod set in the northerly right of way line of said Due West Avenue;

Thence with the northerly right of way line of Due West Avenue, north 85 deg. 09 min. 00 sec. west 494.75 feet to the point of beginning, containing 674,499 square feet or 15.484 acres, more or less.

Being the same property conveyed to Union Realty Company GP (successor in interest to Union Realty Company, Ltd. by merger) in Deed Book 7088, Page 898, in said Register's Office.

TO HAVE AND TO HOLD the aforesaid real estate, together with all the appurtenances and hereditaments thereunto belonging or in any wise appertaining unto the said party of the second part, its successors and assigns in fee simple forever.

The said party of the first part does hereby covenant with the said party of the second part that it is lawfully seized in fee of the aforedescribed real estate; that it has a good right to sell and convey the same; that the same is unencumbered, except for the following:

(a) 2001 Metropolitan Nashville and Davidson County ad valorem taxes, not yet due and payable, which second party agrees to pay;
(b) Lease Agreement of record in Book 3426, Page 108; Book 8072, Page 94 and Book 9444, Page 971, in the Register's Office of Davidson County, Tennessee.
(c) Easements of record in Book 3429, Page 88; Book 4255, Page 490; Book 5337, page 600; Book 3308, Page 19; and Book 5368, Page 988, in said Register's Office.
(d) Deed of Declaration of record in Book 9116, Page 593, in said Register's Office.
(e) Plat of record in Book 7900, Page 609, in said Register's Office.
(f) Memorandum of Lease of record in Book 8224, Page 190, as assigned in Book 11099, Page 648, in said Register's Office.

and that the title and quiet possession thereto it will warrant and forever defend against the lawful claims of all persons claiming by, through or under said party of the first part, but not further or otherwise.

The word "party" as used herein shall mean "parties" if it refers to more than one person or entity, and pronouns shall be construed according to their proper gender and number according to the context hereof.

WITNESS the signature of the party of the first part this 31st day of July, 2001.

UNION REALTY COMPANY GP,
a Tennessee general partnership

By: URCO, Inc.,
a Tennessee corporation,
Managing Partner

By: _____
Morris I. Thomas, Vice President

STATE OF TENNESSEE
COUNTY OF SHELBY

Before me, the undersigned Notary Public of the State and County aforesaid, personally appeared Morris I. Thomas, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be Vice President of URCO, Inc., a Tennessee corporation, Managing Partner of UNION REALTY COMPANY GP , and that he as such Vice President, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing his name as such Vice President.

WITNESS my hand and official seal at office this 31st day of July, 2001.

Notary Public

My commission expires: NOTARY PUBLIC AT LARGE 10-29-2001 SHELBY COUNTY, TN

PROPERTY ADDRESS:
1160 Gallatin Rd., Nashville, TN 37188

PROPERTY OWNER AND ADDRESS:/
MAIL TAX NOTICES TO:
MRW Retail Joint Venture
c/o 1616 Westgate Circle
Brentwood, TN 37027
Attn: Glenn R. Wilson

THIS INSTRUMENT PREPARED BY
AND RETURN TO::
Neil Harkavy, Esq.
Armstrong Allen PLLC
6060 Poplar Avenue, Suite 140
Memphis, Tennessee 38119

TG No. 441000
Part of Tax Parcel I.D. Nos. 51-8/218 AND 51-8/20.

State Tax.....$
Register's Fee.....1.00
Recording Fee..... 00
TOTAL.....$

I, or we, hereby swear or affirm that, to the best of affiant's knowledge, information and belief, the actual consideration for this transfer or value of the property transferred, whichever is greater, is $5,481,096.00, which amount is equal to or greater than the amount which the property would command at a fair and voluntary sale.

Affiant

Subscribed and sworn to before me this 31st day of July, 2001.

Notary Public

My commission expires: NEIL HARKAVY NOTARY PUBLIC AT LARGE TN COMM. EXP.

(FOR RECORDING DATA ONLY)

K:\MARY\DUEWEST.DUEWEST.WD