File 35
CTIC

UNIVERSAL STUDIOS, INC.

Address New Owner:	Map-Parcel Numbers:	Send Tax Bills To:
c/o UNIVERSAL MUSIC Publishing Group 2440 SEPULVEDA Blvd - Suite 100 LOS ANGELES, CALIF. 90064 ATTN: MICHAEL J. SAMMIS	092-16-279	SAME

This instrument prepared by: Boult, Cummings, Conners & Berry, PLC (JEH)
414 Union Street, Suite 1600, P.O. Box 198062, Nashville, TN 37219

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of One Million Nine Hundred Thousand and 0/100 DOLLARS ($1,900,000.00) cash in hand paid, and other good and valuable consideration, the receipt and sufficiency of all of which are hereby acknowledged, **RMI ASSOCIATES, LLC**, a California limited liability company (the "Grantor") has bargained and sold, and by these presents transfers and conveys to **UNIVERSAL STUDIOS, INC.**, a Delaware corporation (the "Grantee"), Grantee's successors and assigns, certain land in Davidson County, State of Tennessee, being more particularly described in Exhibit A, which is attached hereto and incorporated herein by reference (the "Property").

This conveyance of the Property, and all covenants and warranties contained herein, are made expressly subject to the matters set forth on Exhibit B hereto (the "Permitted Exceptions").

This is improved property, known as 1904 Adelicia Street located in Nashville, Davidson County, Tennessee.

TO HAVE AND TO HOLD the Property, with all appurtenances, estate, title, and interest thereto belonging to the Grantee, Grantee's successors and assigns, forever.

STATE OF TENNESSEE

COUNTY OF Davidson

The actual consideration or value, whichever is greater, for this transfer is $1,900,000.00.

Joseph B. Pitts Jr.
Affiant

Subscribed and sworn to before me this 6TH day of SEPTEMBER, 2001.

IVA J. PARKER
NOTARY PUBLIC AT LARGE
CHEATHAM COUNTY, TENN.

Notary Public
My Commission Expires: 1-26-05

Davidson County DEEDWARR
Recvd: 09/07/01 11:27 4pgs
Fees:23.00 Taxes:7030.00
20010907-0097310

461570.01 04

Grantor covenants with the Grantee that the Property is free from all encumbrances made or suffered by Grantor, except to the extent otherwise set forth herein.

Grantor further covenants and binds itself, to warrant and forever defend the title to the Property to the Grantee, Grantee's successors and assigns against the lawful claims of all persons whomsoever claiming by, through or under Grantor, except that no warranty is made as to the amount of acreage in the Property.

IN WITNESS WHEREOF, the Grantor has executed this Deed this 4th day of September, 2001.

RMI ASSOCIATES, LLC, a California limited liability company

By: _____
David A. Alpert
Title: Executive Vice President

STATE OF CALIFORNIA)
) ss:
COUNTY OF Los Angeles)

On the 4th day of September, 2001, before me, Robin Ridinger, Notary Public personally appeared David A. Alpert, personally known to me ~~(or proved to me on the basis of satisfactory evidence)~~ to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

_____

ROBIN RIDINGER
Commission # 1275088
Notary Public - California
Los Angeles County
My Comm. Expires Aug 6, 2004

My Commission Expires: 8/6/2001

Exhibit A to Special Warranty Deed

Property Description

Land in Davidson County, Tennessee, being Lot No. 1 on the Consolidation Plat of Rondor Music Subdivision of record in Book 7900, page 779, Register's Office for Davidson County, Tennessee, to which plan reference is made for a more complete description.

Being the same property conveyed to RMI Associates, LLC, a California limited liability company, by quitclaim deed from Rondor Music International, Inc., a California corporation, of record as Instrument No. 200008230083558 of record in the Register's Office for Davidson County, Tennessee and by the Boundary Line Agreement of record in Book 9412, page 677, Register's Office for Davidson County, Tennessee.

Exhibit B to Special Warranty Deed

Permitted Exceptions

1. Taxes of the year of 2001, a lien, but not yet due and payable.

2. Subject to all matters shown on the Plan of record in Book 7900, page 779, Register's Office for Davidson County, Tennessee.

3. Boundary Line Agreement by and between Tennessee Association of Realtors, Inc. and Rondor Music International, Inc. of record in Book 9412, page 677, in the Register's Office of Davidson County, Tennessee.

4. Any and all matters affecting title and created by or consented to by, or relating to or arising from any act or omission of, Rondor Music International, Inc., a California corporation, from and after August 28, 2000.