THIS INSTRUMENT PREPARED BY:
Benjamin M. Sensing, Esq.
Waller Lansden Dortch & Davis,
A Professional Limited Liability Company
511 Union Street, Suite 2100
Nashville, Tennessee 37219

STATE OF Tennessee)
COUNTY OF Davidson)

The actual consideration or value, whichever is greater, for this transfer is $2,970,000.00.

Robert M. Buchanan
Affiant

Subscribed and sworn to before me this 18th day of September, 2001.

Kay Fuller
Notary Public

My Commission Expires: 11-27-04

Davidson County DEEDWARR
Recvd: 09/18/01 12:42 5pgs
Fees:28.00 Taxes:10989.00
20010918-0100930

****

ADDRESS OF NEW OWNER:

Mill Creek Investment Company, LLC
1917 Harrison Street, Suite 100
Hollywood, Florida 33020

SEND TAX BILL TO: SAME

MAP-PARCEL NO.
Map 148
Parcel 87 and 283

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SPECIAL WARRANTY DEED

KNOW ALL MEN BY THESE PRESENTS, that for and in consideration of the sum of TEN DOLLARS ($10.00) cash in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, JDN REALTY CORPORATION, a Maryland corporation ("Grantor"), has bargained and sold, and by these presents does transfer and convey unto MILL CREEK INVESTMENT COMPANY, LLC, a Tennessee limited liability company ("Grantee"), the heirs, representatives, successors and assigns of Grantee, a certain tract or parcel of land in Davidson County, Tennessee, described as follows, to-wit:

See attached Exhibit A

TO HAVE AND TO HOLD the said real property together with all appurtenances and hereditaments thereunto belonging or in any wise appertaining to Grantee, the heirs, representatives, successors and assigns of Grantee, forever.

Grantor further covenants and binds itself, its representatives, successors and assigns to warrant specially and forever defend the title to said real estate to Grantee, the heirs, representatives, successors and assigns of Grantee, against the lawful claims of all persons claiming through and under Grantor (other than claims arising out of the matters set forth on Exhibit B attached hereto), but not further or otherwise. All exhibits referred to herein are attached hereto and incorporated herein by reference. Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

IN WITNESS WHEREOF, Grantor has caused this Special Warranty Deed to be executed on the 14th day of September, 2001.

JDN REALTY CORPORATION, a
Maryland corporation

By: _____
Name: Andrew E. Rothfeder
Title: Senior Vice President

STATE OF GEORGIA)
COUNTY OF Fulton)

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared Andrew E. Rothfeder, with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged himself to be Senior Vice President of JDN Realty Corporation, the within named bargainor, a corporation, and that he, as such Senior Vice President, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as such Senior Vice President.

Witness my hand and seal, at office in Atlanta, Georgia, this the 14th day of September, 2001.

_____
Notary Public

My Commission Expires:_____



EXHIBIT A

Description of the Real Property

Mill Creek Commons Shopping Center
Antioch, Tennessee

Land in Davidson County, Tennessee, being Parcel 1 on the Plan of Antioch Plaza of record in Plat Book 5200, Page 771, Register's Office for said County, more particularly described as follows:

BEGINNING at a point in the southerly margin of Richards Road, being the northeast corner of Parcel 86.1 on Tax Map 148 and as recorded in Book 4771, Page 876, said Register's Office; thence, with the southern margin of Richards Road, S85 degrees 44' 05" E, 140.93 feet; thence, with a curve to the left having a central angle of 0 degrees 20' 42", a radius of 7143.60 feet, a chord bearing N 89 degrees 55' 43" E, 43.01 feet and a curve length of 43.01 feet; thence, S 88 degrees 44' 03; E, 159.11 feet to a monument in the southerly margin of Richards Road; thence, S 88 degrees 26' 29" E, 137.29 feet to a monument in the southerly margin of Richards Road; thence, leaving Richards Road, S 04 degrees 30' 30" W, 156.59 feet; thence, with Lori Heights Subdivision, S 37 degrees 49' 26" E, 119.57 feet; thence, S 03 degrees 26' 07" E, 220.85 feet to the northeast corner of Antioch Church of Christ property; thence, with the church property S 75 degrees 59' 01" W, 434.86 feet to a point in the easterly margin of Antioch Pike; thence, N 41 degrees 12' 36" W, 526.59 feet to a point in the easterly margin of Antioch Pike; thence N 83 degrees 33' 12" E, 111.60 feet to a monument being the southwest corner of Parcel 198, Tax Map 148, of record in Book 5331, Page 565, said Register's Office; thence, N 85 degrees 08' 52" E, 92.85 feet; thence N 87 degrees 41' 38" E, 31.47 feet; thence, N 06 degrees 31' 18" W, 177.35 feet to the point of beginning.

Being the same property conveyed to JDN Realty Corporation by deed from JDN Realty Investment, L.P., of record in Book 11545, page 391, Register's Office for Davidson County, Tennessee.

EXHIBIT B

Permitted Encumbrances

1. Taxes and assessments for the year 2001 and subsequent years, not yet due and payable.

2. Rights of tenants, as tenants only, under recorded and unrecorded leases.

3. All matters as shown on the plan of record in Book 5200, page 771, Register's Office for Davidson County, Tennessee.

4. All matters as shown on the plan of record in Book 7900, page 152, said Register's Office.

5. Easement for use and maintenance of a driveway reserved in the deed of record in Book 6285, page 54, said Register's Office.

6. Perpetual non-exclusive easement for ingress and egress contained in the deed of record in Book 4732, page 145, said Register's Office.

7. Restrictive Covenants of record in Book 3407, page 195, said Register's Office.

8. Restrictive Covenants of record in Book 6285, page 70, said Register's Office.

9. Rights of Food Lion, Inc. as tenant only, as described in the Memorandum of Lease by and between Food Lion, Inc. and JDN Realty Corporation of record in Book 8093, page 469, said Register's Office.

10. Rights of Walgreen Co. as tenant only, as described in the Memorandum of Lease by and between Walgreen Co. and JDN Realty Corporation of record in Book 8131, page 708, said Register's Office.

11. Right-of-way Easement of record in Book 8207, page 901, said Register's Office.

12. Stormwater Detention Agreement of record in Book 9241, page 198, said Register's Office.