Box 49
48549

Davidson County DEEDWARR
Recvd: 09/28/01 13:34 4pgs
Fees:23.00 Taxes:64935.00
20010928-0105117

This instrument prepared by:
John H. Nash, Esquire
5847 San Felipe, Suite 3600
Houston, Texas 77057

SPECIAL WARRANTY DEED

Map 174
parcel 195

THE STATE OF TENNESSEE §
§
COUNTY OF DAVIDSON §

WATERFORD CROSSINGS, G.P., a Texas general partnership (hereinafter referred to as "**Grantor**"), for and in consideration of the sum of TEN AND NO/100 DOLLARS ($10.00) and other good and valuable consideration to the undersigned in hand paid by WATERFORD CROSSINGS PROPERTIES, G.P., a Tennessee general partnership (82.82%), CSC ASSOCIATES II, G.P., a Virginia general partnership (8.18%), C & S Waterford Crossing, LLC, a Tennessee limited liability company (5.0%) and JAMES K. DORSETT, III (4.0%) (hereinafter referred to as "Grantee"), whose address for purposes of sending the tax bill is c/o STEVEN D. BELL & COMPANY, 823 North Elm Street, Suite 200, Greensboro, North Carolina 27401, the receipt and sufficiency of which is hereby acknowledged, has GRANTED, SOLD and CONVEYED, and by these presents does GRANT, SELL and CONVEY, unto the Grantee, in the undivided percentages set forth above, a parcel of land containing approximately 15.0 acres lying in the City of Antioch, Davidson County, Tennessee, with a physical address of 5825 Crossings Boulevard, Antioch, Tennessee 37013 [Map 174, Parcel 195], and being more particularly described by metes and bounds in Exhibit "A" attached hereto and by this reference made a part hereof, together with (i) all buildings, structures, parking areas, improvements and fixtures located thereon or therein; (ii) all easements, hereditaments and appurtenances belonging to or insuring to the benefit of Grantor and pertaining to the land and all of Seller's right, title and interests in any adjacent strips or gores of real estate and in and to any street or road butting said land to the centerlines thereof (all of the foregoing described real property and improvements being hereinafter collectively referred to as the "**Property**").

The Property is conveyed subject only to the matters set forth in Exhibit "B" attached hereto and by this reference made a part hereof, to the extent and only to the extent valid and enforceable against the Property (herein called the "**Permitted Encumbrances**").

TO HAVE AND TO HOLD the Property, together with all and singular the rights and appurtenances thereto in anywise belonging, unto the Grantee, its successors and assigns, forever. Grantor does hereby bind itself, its successors and assigns, subject as aforesaid, to Warrant and Forever Defend all and singular the Property unto the Grantee, its successors and assigns, against every person whomsoever, lawfully claiming or to claim the same, or any part thereof by, through or under Grantor, but not otherwise.

Current taxes on the Property have been prorated between Grantor and Grantee.

Property Address:
Crossings Blvd
Nashville Tn 37013

EXECUTED on this the 21 day of September, 2001.

WATERFORD CROSSINGS, G.P.

By: THC 1996 Limited Partnership, its general partner

By: Hanover G.P. LLC, its general partner

By: Kathy K. Binford
Name: Kathy K. Binford
Title: Vice President

THE STATE OF TEXAS §
§
COUNTY OF HARRIS §

This instrument was acknowledged before me on the 21 day of September, 2001, by Kathy K. Binford, Vice President of Hanover G.P. LLC, a Texas limited liability company and the sole general partner of THC 1996 Limited Partnership, a Texas limited partnership and a general partner of Waterford Crossings, G.P., a Texas general partnership for and on behalf of said partnership.

[SEAL]

DRUSILLA A. PHELPS
NOTARY PUBLIC, STATE OF TEXAS
MY COMMISSION EXPIRES
APRIL 17, 2003

Dru. A. Phelps
Notary Public in the
State of Texas

Name: DRUSILLA A. PHELPS
(typed, printed or stamped)

My Commission Expires:

4-17-03

AFTER RECORDING RETURN TO:

STATE OF TENNESSEE
COUNTY OF DAVIDSON
THE ACTUAL CONSIDERATION OR TRUE VALUE, WHICHEVER IS GREATER, FOR THIS TRANSFER IS $ 17,550,000
AFFIANT
SUBSCRIBED AND SWORN TO BEFORE ME, THIS THE 28th DAY OF September 20 01.
Brandi M. Wheeler
Deputy Register

Address of where to send Tax Bills:

Steven D. Bell & Company
P.O. Box 3288
Greensboro, North Carolina 27402

EXHIBIT "1"

Land

Land in Davidson County, Tennessee, Being Lot No. 1 on the Subdivision Plat of The Crossings at Hickory Hollow, Section 3, Old Franklin Road and Crossings Boulevard, of record in Plat Book 9700, page 199, Register's Office for Davidson County, Tennessee, and being more particularly described as follows:

Being property of Waterford Crossings, G.P., as recorded in Deed Book 10095, page 196, Register's Office for said County, and being bounded on the North by Hickory Downs Development, Inc., on the East by the West right-of-way line of Old Franklin Road, on the South by the North right-of-way line of Crossings Boulevard, and being more particularly described as follows:

BEGINNING at a point in the North right-of-way line of Crossings Boulevard at the West right-of-way line of Old Franklin Road;

Thence, with the North right-of-way line of Crossings Boulevard, North 82 deg. 58' 02" West, 51.34 feet to a point;

Thence, along a curve to the right, 720.89 feet to a point, said curve having a central angle of 29 deg. 52' 43", a radius of 1,382.39 feet, a tangent of 368.84 feet and a chord of North 68 deg. 01' 40" West 712.75 feet;

Thence, with the southeast line of of Hickory Downs Development, Inc., of record in Book 9534, Page 423, R.O.D.C., and with the southeast line of American Properties Company, L.P., of record in Book 10523, Page 878, R.O.D.C., North 35 deg. 18' 07" E. 1,033.43 feet to a point;

Thence, with the southwest line of Hickory Downs Development, Inc., of record in Book 9534, page 423, R.O.D.C., South 54 deg. 41' 53" East, 641.83 feet to a point, in the West right-of-way line of Old Franklin Road;

Thence, with the West right-of-way line of Old Franklin Road along an arc to the left, 801.01 feet to an iron rod; said curve having a central angle of 40 deg. 12' 39" a radius of 1,141.35 feet, a tangent of 417.80 feet and a chord of South 27 deg. 08' 17" West, 784.67 feet to a point;

Thence, continuing with said West right-of-way line, South 07 deg. 01' 58" West, 8.08 feet to a point;

Thence, along a curve to the right, said curve having a central angle of 90 deg. 00' 00" a radius of 45.00 feet, a tangent of 45.00 feet and a chord of South 52 deg. 01' 58" West, 63.64 feet to the point of beginning, containing 653,400 square feet or 15.00 acres, more or less.

BEING the same property conveyed to Waterford Crossings, G.P., a Texas general partnership, by Deed of Record in Book 10095, page 196, Register's Office for Davidson County, Tennessee.

TOGETHER with a Non-Exclusive Drainage Easement recorded in Book 10095, page 208, Register's Office for Davidson County, Tennessee.

Exhibit "B"

PERMITTED ENCUMBRANCES

1. Covenants, conditions, restrictions, reservations, easements, liens for assessments, options, powers of attorney, and limitations on title set forth in restrictions recorded in Book 7963, page 145, re-recorded in Book 7966, page 60, as amended in Book 8085, page 402 and Book 9730, page 957.

2. Easement(s) to United Telephone Company, as set forth in instrument recorded in Book 10891, page 63 and Book 11337, page 907.

3. All matters shown on Plats recorded in Book 7900, page 39; Book 7900, page 229; Book 9700, page 36; and Book 9700, page 199.

4. Terms and Provisions set forth in deed recorded in Book 10095, page 196.

5. Rights of tenants in possession as "Tenants Only" under unrecorded lease(s).

6. Matters shown on Survey Number 14956-02, dated August 24, 2001, prepared by Barge, Waggoner, Sumner & Cannon, Inc., Surveyors.