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Box 36

Davidson County DEEDWARR
Recvd: 10/12/01 15:20 5pgs
Fees:28.00 Taxes:67710.00

20011012-0111724

THIS INSTRUMENT PREPARED BY:
Richard W. Sebastian, Attorney
ORTALE, KELLEY, HERBERT & CRAWFORD
200 Fourth Avenue, North, 3rd Floor
Nashville, TN 37219

SPECIAL WARRANTY DEED

Name and Address of New Owner:
Gray Lumber Company, Grayland Company, L.P.,
Bank of America, N.A., and Elmon T. Gray, Trustees
5004 Monument Ave., Suite 200, Richmond, VA 23230

Send Tax Bills To:
Grayco, Inc.
5004 Monument Ave., #200
Richmond, VA 23230

Map/Parcel:
Map 26-16, Parcel 62.00, 63.00

Street Address of Subject Property:
100 Riverchase Boulevard
Nashville, Tennessee 37115

FOR AND IN CONSIDERATION of Ten ($10.00) Dollars, cash in hand paid by the hereinafter named Grantee, and other good and valuable considerations, the receipt and sufficiency of which are hereby acknowledged, **BRISTOL PARK AT RIVERCHASE, LLC, a Tennessee limited liability company, "Grantor",** has bargained and sold, and by these presents does transfer and convey unto **GRAY LUMBER COMPANY, a Virginia corporation; GRAYLAND COMPANY, L.P., a Virginia limited partnership; BANK OF AMERICA, N.A. and ELMON T. GRAY, Trustees of four separate trusts under an agreement dated December 31, 1970, with Garland Gray, one for the benefit of each of Elmon T. Gray, Agnes G. Duff, Mary G. Stettinius and Florence G. Tullidge; and BANK OF AMERICA, N.A. and ELMON T. GRAY, Trustees of four separate trusts under the Will of Garland Gray, one for the benefit of each of Elmon T. Gray, Agnes G. Duff, Mary G. Stettinius and Florence G. Tullidge, as Tenants in Common,** those certain tracts or parcels of land in **Nashville, Davidson County, State of Tennessee,** more particularly described as follows:

Lot No. 1:

Being a tract of land known as Lot 1 of the "Second Revision, Resubdivision of Lot 1 of Northside Marketplace" as shown on plat of record as Instrument No. 20011003-0107284, said tract being located in the northern portion of Davidson County, lying in the 10th Councilmanic District of Nashville, Tennessee. Bounded on the north by the following: Duane E. Harrison, et ux as recorded in Deed Book 7868, Page 450 Registers Office Davidson County (RODC), KIR Northside Marketplace, LP as recorded in Deed Book 11754, Page 615 RODC, Right-of-Way (ROW) of Riverchase Boulevard (72' ROW), Davevest Associates, LP as recorded in Deed Book 11628, Page 50 RODC & the "Resub. of Section I & II, Mansker Meadows as recorded in Plat Book 2954, Page 32, on the east by Section II Mansker Meadows as recorded in Plat Book 2663, Page 16 RODC, and Section III Mansker Meadows as recorded in Plat Book 2900, Page 26 RODC, on the south by Lot 3 of the "Second Revision Resubdivision of Lot 1 of Northside Marketplace", a plat not recorded as of this date, being a portion of Map 26-16, Parcel 62, on the west by the following: Section III of North Hill Estates as recorded in Plat Book 3842, Page 185 RODC, ROW of Spring Branch Road (ROW varies), & Section II of North Hill Estates as recorded in Deed Book 3700, Page 51 RODC. Tract being described as follows:

POINT OF BEGINNING being a found iron rod in the easterly ROW margin of

Riverchase Boulevard at the termination of said ROW into Lot 1 of the "Resubdivision of Lot 1 Northside Marketplace" as recorded in Plat Book 11700, Page 70 RODC; thence leaving said ROW North 75°01'13" East 581.87 feet to a found iron rod; thence North 70°07'37" East 291.31 feet to a set point; thence North 3°40'01" West 463.90 feet to a set point; thence South 58°52'34" East 120.59 feet to a set point; thence South 18°04'31" East 220.38 feet to a found monument on the northern ROW margin of Mansker Drive; thence with said ROW South 28°27'12" East 50.69 feet to a found concrete monument on the southern ROW margin of Mansker Drive; thence leaving said ROW South 19°55'00" East 179.95 feet to a set point; thence South 30°06'14" West 144.70 feet to a set point; thence South 10°21'49" East 754.55 feet to a found concrete monument; thence South 54°51'05" East 420.69 feet to a found iron rod; thence South 41°38'05" East 178.30 feet to a found iron rod; thence South 64°40'06" West 317.30 feet to a set point; thence North 50°33'58" West 250.77 feet to a set point; thence North 38°12'52" West 148.95 feet to a set point; thence North 88°06'08" West 302.00 feet to a set point; thence North 74°38'34" West 103.61 feet to a set point; thence North 74°55'04" West 56.39 feet to a set point; thence South 34°51'49" West 155.00 feet to a set point; thence South 6°47'49" East 155.19 feet to a set point; thence South 40°34'48" West 204.57 feet to a set point; thence South 43°46'15" West 239.72 feet to a found iron rod, being the southwest corner of the tract being described, also lying on the northern ROW margin of East Hill Drive; thence North 49°29'56" West 332.05 feet to a set point; thence North 49°18'07" West 396.62 feet to a found concrete monument on the southern ROW margin of Spring Branch Road; thence with said ROW North 49°40'34" West 53.42 feet to a found concrete monument on the northern ROW margin of Spring Branch Road; thence leaving said ROW with a curve to the right having a radius of 625.00 feet, an arc length of 319.70 feet, a central angle of 29°18'30", a chord bearing and distance of North 34°40'34" East 316.23 feet to a set point; thence North 49°17'30" East 96.93 feet to a found monument; thence North 40°40'28" West 464.87 feet to a found iron rod; thence North 72°55'37" West 40.21 feet to a found iron rod; thence North 64°14'58" East 544.87 feet to the point of beginning. Containing 1,829,837 square feet or 42.00 acres.

Lot No. 3

Being a tract of land known as Lot 3 of the "Second Revision, Resubdivision of Lot 1 of Northside Marketplace" as shown on plat of record as Instrument No. 20011003-0107284, said tract being located in the northern portion of Davidson County, lying in the 10th Councilmanic District of Nashville, Tennessee. Bounded on the north by Lot 1 of the "Second Revision, Resubdivision of Lot1 of Northside Marketplace", a plat not of record as of this date, being a portion of Map 26-16, Parcel 62, also on the north by Section III Mansker Meadows as recorded in Plat Book 2900, Page 26 Registers Office Davidson County (RODC), on the east by Section II Mansker Meadows as recorded in Plat Book 2668, Page 15 RODC, on the south by the following: Right-of-Way (ROW) of CSX Transportation Railroad (ROW varies), Phillips Branch Subdivision as recorded in Plat Book 5060, Page 35 RODC, & ROW of Cumberland Hills Drive (50' ROW) on the west by Section IV North Hill Estates as recorded in Plat Book 3843, Page 229 RODC, also on the west by ROW of East Hill Drive (50' ROW). Tract being described as follows:

POINT OF BEGINNING being a found iron rod at the southwest corner of Lot 71, as shown on "Section II, Mansker Meadows as recorded in Plat Book 2900, Page 26 RODC, lot being located at the southerly most intersection of Cumberland Hills Drive and Mansker Drive; thence North 64°40'06" East 252.46 feet to a set point in the westerly ROW margin of Cumberland Hills Drive; thence with said ROW and a curve to the right having a radius of 625.00 feet, an arc length of 281.36 feet, a central angle of 25°47'36", a chord bearing and distance of South 16°23'38" East 278.99 feet to a found monument at the termination of said ROW into the lot being described herein; thence leaving said ROW North 86°30'46" East 262.81 feet to a found monument; thence North 39°40'14" East 220.96 feet to a found monument; thence South 25°15'21" East 528.34 feet to a set point in the northerly ROW of the CSX Transportation Railroad; thence with said ROW South 69°45'26" West 290.93 feet to a set point; thence with a curve to the left having a radius of 6689.44 feet, an arc length 75.82 feet, a central angle 0°38'58", a chord bearing

and distance of South 69°25'58" West 75.80 feet to a set point; thence North 20°53'31" West 25.00 feet to a set point; thence with a curve to the left having a radius of 6714.44 feet, an arc length of 977.23 feet, a central angle of 8°20'20", a chord bearing and distance of South 64°56'20" West 976.34 feet to a set point; thence leaving said ROW North 42°22'24" West 483.82 feet to a set point on the northerly ROW margin of Cumberland Hills Drive; thence with said ROW South 47°37'36" West 356.79 feet to a found monument; thence leaving said ROW North 48°59'09" West 226.13 feet to a found monument; thence North 49°34'17" West 390.77 feet to a found monument on the southerly ROW margin of East Hill Drive at the point of termination of said ROW into the tract being described; thence with said ROW North 49°29'56" West 50.68 feet to a found iron rod; thence leaving said ROW North 43°46'15" East 239.72 feet to a set point; thence North 40°34'48" East 204.57 feet to a set point; thence North 6°47'49" West 155.19 feet to a set point; thence North 34°51'49" East 155.00 feet to a set point; thence South 74°55'04" East 56.39 feet to a set point; thence South 74°38'34" East 103.61 feet to a set point; thence South 88°06'08" East 302.00 feet to a set point; thence South 38°12'52" East 148.95 feet to a set point; thence South 50°33'58" East 250.77 feet to a set point; thence North 64°40'06" East 317.30 feet to the point of beginning. Containing 1,515,882 square feet or 34.79 acres.

Lots Nos. 1 and 3 described above being the same property conveyed to Bristol Park at Riverchase, LLC, a Tennessee limited liability company, by Special Warranty Deed from Davevest Associates, Limited Partnership, of record in Book 11598, page 313, Register's Office for Davidson County, Tennessee, as corrected by Corrective Special Warranty Deed of record in Book 11628, page 53, in said Register's Office.

TOGETHER WITH an exclusive permanent sign easement totaling thirty-six (36) square feet and appurtenant rights thereto as contained in Grant of Sign Easement by KIR Northside Marketplace, L.P., to Bristol Park at Riverchase, LLC, of record as Instrument No. 20011012-0111412 in the Register's Office for Davidson County, Tennessee, said sign easement being more particularly described as follows:

Being an easement on land lying in Nashville, Davidson County, Tennessee, easement is located on a portion of Lot 2, Plat of "Resubdivision of Lot 2, Northside Marketplace", said Plat recorded in Plat Book 9700, page 894, Register's Office for said County; said Lot 2 is owned by KIR Northside Marketplace, L.P., by instrument of record in Deed Book 11754, page 615, Register's Office for said County, more particularly described as follows:

Commencing at an existing iron rod located at the westernmost right-of-way radius return of Riverchase Boulevard in the south right-of-way line of Gallatin Pike, being a northeast corner of said Lot 2; thence, South 23 deg. 00 min. 15 sec. East 15.02 feet to the northernmost corner of said easement, being the Point of Beginning; thence with said easement the following bearings and distances: South 64 deg. 17 min. 19 sec. East 6.00 feet to a point; South 25 deg. 42 min. 41 sec. West 6.00 feet to a point; North 54 deg. 17 min. 19 sec. West 6.00 feet to a point; North 25 deg. 42 min. 41 sec. East 6.00 feet to the Point of Beginning, containing 36 square feet, or 0.0008 acre, more or less.

TOGETHER WITH beneficial rights and easements contained in Reciprocal Easement and Operating Agreement dated May 27, 1997, by and between Morton Seaman, as Managing Co-Tenant, et al, and Davevest Associates, Limited Partnership, of record in Book 10478, page 333, as amended by First Amendment to Reciprocal Easement and Operating Agreement of record in Book 10884, page 749, in the Register's Office for Davidson County, Tennessee.

The conveyance of the above described land is subject to the following:

1. Taxes and assessments for 2001 and subsequent years, not yet due and payable.
2. Matters on plat of record as Instrument No. 20011003-0107284 in the Register's Office for Davidson County, Tennessee.

3. Telephone line easement to Southern Bell Telephone and Telegraph Company set forth in instrument of record in Book 1710, page 563, in said Register's Office.
4. Absolute Release and Covenant Not to Sue by and between USI Properties East, Inc., and Davevest Associates, Limited Partnership, of record in Book 9852, page 550, in said Register's Office.
5. Sewer Easement and Agreement of record in Book 9502, page 666, in said Register's Office.
6. Easement for ingress and egress of record in Book 7868, page 454, in said Register's Office.
7. Perpetual right of railroad to cut, trim, remove or otherwise destroy any and all trees, timger, undergrowth and obstruction, of whatever nature, size or kind, as set forth in Book 2598, page 153, in said Register's Office.
8. Restrictive Covenants as to "Buffer Land" contained in Special Warranty Deed of record in Book 11598, page 313, in said Register's Office.
9. Reciprocal Easement and Operating Agreement dated May 27, 1997, by and between Morton Seaman, as Managing Co-Tenant, et al., and Davevest Associates, Limited Partnership, of record in Book 10478, page 333, as amended by First Amendment to Reciprocal Easement and Operating Agreement of record in Book 10884, page 749, in said Register's Office.
10. Stormwater Detention Agreement, File No. 99-172, by and between Bristol Park at Riverchase, LLC, and Metropolitan Government of Nashville and Davidson County, of record as Instrument No. 20010928-0105291 in said Register's Office.
11. Subject to right-of-way for flow of creeks or streams.
12. Any and all zoning regulations, setback lines, if any, easements and rights of way for public utilities that may be applicable to the lot in question.

TO HAVE AND TO HOLD said tracts or parcels of land, with the appurtenances, estate, title and interest thereto belonging to the said GRANTEES, their heirs, successors and assigns, forever, and GRANTOR does covenant with the said GRANTEES that it is lawfully seized and possessed of said land in fee simple, has a good right to convey it, and the same is unencumbered, unless otherwise herein set out; and GRANTOR does further covenant and bind itself, its heirs, successors, assigns and representatives, to warrant and forever defend the title to the said land to the said GRANTEES, their heirs and assigns, against the lawful claims of all persons claiming by or through Grantor. 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.

WITNESS its hand this 12th day of October, 2001.

BRISTOL PARK AT RIVERCHASE, LLC,
a Tennessee limited liability company,

By: S & J Investments of Franklin, LLC,
a Tennessee limited liability company,
Its Sole Member

By: _____
Richard W. Sebastian
Its Chief Manager

STATE OF TENNESSEE]
COUNTY OF DAVIDSON]

Before me, the undersigned, a Notary Public in and for said State and County, personally appeared Richard W. Sebastian, whom I am personally acquainted or proved to me on the basis of satisfactory evidence, and who, upon oath acknowledged himself to be the Chief Manager of S & J Investments of Franklin, LLC, a Tennessee limited liability company, and that as such Chief Manager, being authorized so to do, executed the foregoing instrument on behalf of Bristol Park at Riverchase, LLC, as its sole member, for the purposes therein contained.

WITNESS my hand and official seal at Nashville, Tennessee, this 12th day of October, 2001.

My commission expires: _____

Jamie L. Hallman
NOTARY PUBLIC

~~NOTARY PUBLIC~~
AT LARGE
Jamie L. Hallman
My Commission Expires
May 29, 2005
STATE OF TENNESSEE

STATE OF TENNESSEE]
COUNTY OF DAVIDSON]

The actual consideration or value whichever is greater for this transfer is $18,300,000.00.

Carolyn R. Bullion
Affiant

Subscribed and sworn to before me, this the 12th day of October, 2001.

My commission expires: _____

Jamie L. Hallman
Notary Public

NOTARY PUBLIC
AT LARGE
Jamie L. Hallman
My Commission Expires
May 29, 2005
STATE OF TENNESSEE