18A
cdb

Davidson County DEEDWARR
Recvd: 01/23/02 15:10 4pgs
Fees:23.00 Taxes:7585.00
20020123-0009370

THIS INSTRUMENT PREPARED BY:
BASS, BERRY & SIMS PLC (CDB)
315 Deaderick Street, Suite 2700
Nashville, Tennessee 37238-3001

SPECIAL WARRANTY DEED

Address New Owner(s)	Send Tax Bills To:	Map-Parcel Number(s)
Watkins Institute 100 Powell Place Nashville, TN 37204	Same	70-15-47

FOR AND IN CONSIDERATION OF THE SUM OF TEN ($10.00) DOLLARS, and other good and valuable consideration, receipt of all of which is hereby acknowledged, AP CONSOLIDATED THEATRES II LIMITED PARTNERSHIP, a Texas limited partnership ("Grantor"), has this day bargained and sold, and does hereby transfer and convey unto WATKINS INSTITUTE, a Tennessee non-profit organization ("Grantee"), certain real property in Davidson County, Tennessee, described on Exhibit A attached hereto.

This is improved property located at 2298 MetroCenter Boulevard, Nashville, Tennessee.

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

GRANTOR covenants and binds itself and its successors to warrant specially and forever defend the title to said real estate to Grantee, its successors and assigns, 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), but not further or otherwise.

IN WITNESS WHEREOF, Grantor executed this instrument on this 22 day of January, 2002.

AP CONSOLIDATED THEATRES II
LIMITED PARTNERSHIP
By: AP Consolidated Theatres
Management, Inc., its general
partner

By: _____
Title: President

STATE OF TEXAS

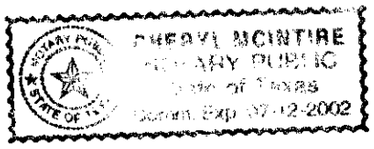
COUNTY OF DALLAS

Personally appeared before me, a Notary Public, R. Jay Anthony, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is President of AP Consolidated Theatres Management, Inc., a corporation that is general partner of AP Consolidated Theatres II Limited Partnership, a limited partnership, and is authorized on behalf of the corporation, which is authorized on behalf of the limited partnership, to execute this instrument..

WITNESS my hand, at office, as of this 18th day of January, 2002.

Cheryl McIntire
Notary Public

My Commission Expires: 7-12-02



STATE OF TEXAS)
COUNTY OF DALLAS)

The actual consideration or value (whichever is greater) for this transfer is $2,050,000.

R. Jay Anthony
Affiant

Subscribed and sworn to before me, this 18th day of January, 2002.

Cheryl McIntire
Notary Public

My Commission Expires:
7-12-02

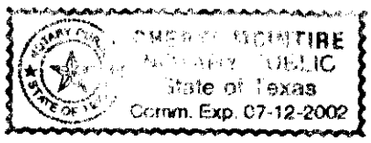


EXHIBIT A

Land in Nashville, First Civil District, Twentieth Councilmanic District Davidson County, Tennessee, located on the northerly right-of-way of MetroCenter Boulevard and the easterly right-of-way of Great Circle Road, said parcel being Lot No. 28A on the plan of Third Revision, Resubdivision of Tract 28, Section II, MetroCenter, as of record in Book 7900, Page 409, R.O.D.C., and being more particularly described as follows:

BEGINNING at a lead plug on the northerly right-of-way of MetroCenter Boulevard, 356 feet more or less, east of the easterly terminus of the curve return to the easterly right-of-way of Great Circle Road as measured along the northerly right-of-way of MetroCenter Boulevard, said lead plug also being the southeast corner of the herein described parcel;

THENCE, with the said northerly right-of-way of MetroCenter Boulevard, the following calls:

N 79° 43' 21" W, 144.79 feet;

Along a curve to the left 207.77 feet to a lead plug, said curve having a central angle of 04° 04' 48", a radius of 2,917.79 feet, a tangent of 103.93 feet and a chord of N 81° 45' 49" W, 207.73 feet;

N 83° 47' 49" W, 3.09 feet to a lead plug;

Along a curve return to the right a distance of 63.37 feet to the easterly right-of-way of Great Circle Road, said curve having a central angle of 72° 37' 01", a radius of 50.00 feet, a tangent of 36.74 feet and a chord of N 47° 29' 41" W, 59.21 feet;

THENCE, with the easterly right-of-way of Great Circle Road, the following calls:

N 11° 11' 04" W, 97.97 feet;

Along a curve to the left 351.74 feet, said curve having a central angle of 37° 11' 00", a radius of 542.00, a tangent of 182.32 feet and a chord of N 29° 46' 37" W, 345.60 feet;

N 48° 22' 04" W, 136.09 feet;

Along a curve to the left 282.80 feet, said curve having a central angle of 37° 03' 04", a radius of 437.34 feet, a tangent of 146.54 feet and a chord of N 29° 50' 33" W, 277.90 feet;

N 11° 19' 0" W, 50.03 feet to the southwesterly property corner of Lot 31, Second Revision, Resubdivision of Tracts 28 and 31, Section II, MetroCenter, as of record in Book 7900, Page 366, R.O.D.C.;

THENCE, leaving Great Circle Road and following the southerly property line of said Lot 31, the following calls:

N 78° 41' 00" E, 90.72 feet;
N 84° 01' 01" E, 135.03 feet;
N 89° 03' 14" E, 776.12 feet to the northeast property corner of the herein described parcel;

THENCE, leaving said southerly property line of Lot 31, S 10° 10' 13" W, 931.99 feet to the Point of Beginning.

Containing 593,353 square feet or 13.62 acres more or less.

Being the same property conveyed to Grantor by deed of record in Book 10270, page 506, Register's Office for Davidson County, Tennessee.

EXHIBIT B

1. Taxes for 2002 and thereafter.
2. Metropolitan Government Easement as contained in Metro Council Bill No. 73-608, amended in Metro Council Bill No. 86-1344.
3. Matters shown on the plat of record in Book 7900, page 409, said Register's Office.
4. Restrictions of record in Book 5225, page 112, and Book 5225, page 120, said Register's Office.
5. Declaration of Agreements, Charges, Assessments and Liens for Metro Center Business park, of record in Book 7487, page 952, said Register's Office.
6. Terms and conditions of Declaration of Covenants, Conditions, Restrictions and Easements, of record in Book 8884, page 775.
7. Restrictive Covenants of record in Book 5242, page 389, as modified in Book 5792, page 787, and as clarified in Book 7012, page 61, all made applicable to said land in Plat Book 7900, page 409, said Register's Office.
8. Matters shown on survey prepared by Barge, Waggoner,, Sumner and Cannon, dated 8-24-92, last revised by Ronald W. Ferguson, RLS No. 1972 on 12-11-01.