BOX 58-B

To: Hickory Hollow Associates, LLC

From: Bell Forge Corporation

THIS INSTRUMENT PREPARED BY:
RENSSELAER J. SMITH IV
NOSSAMAN, GUTHNER, KNOX & ELLIOTT, LLP
18101 VON KARMAN AVENUE
SUITE 1800
IRVINE, CA 92612

Address New Owner:	**Send Tax Bills To:**	**Map/Parcel No.**
Hickory Hollow Associates, LLC ATTN: Harrison J. Perrine c/o Perrine & Wheeler, Inc. Crown Center 580 East Main Street, Suite 300 Norfolk, Virginia 23510	SAME	Map 163, Parcel 302

KIM SCHWARTZ
Commission # 1202963
Notary Public - California
Los Angeles County
My Comm. Expires Nov 23, 2002

STATE OF CALIFORNIA)
COUNTY OF LOS ANGELES)

The actual consideration or value, whichever is greater, for this transfer is $12,750,000.

Affiant

Subscribed and sworn to before me, this 17 day of April, 2002.

Notary Public

My Comm. Expires: Nov. 23, 2002

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION OF the sum of Ten Dollars, cash in hand paid by the hereinafter named Buyer, and other good and valuable consideration, the receipt of which is hereby acknowledged, **Bell Forge Corporation**, a Delaware corporation (hereinafter called the "Seller"), has bargained and sold, and by these presents does transfer and convey, unto **Hickory Hollow Associates, LLC**, a Virginia limited liability company (hereinafter called the "Buyer"), Buyer's successors and assigns, all of Seller's interest in a certain tract of land in Davidson County, Tennessee, described in Exhibit A attached hereto and incorporated herein by reference.

The above-referenced property is conveyed subject to the matters described in Exhibit B attached hereto and incorporated herein by reference.

Davidson County DEEDWARR
Recvd: 04/12/02 15:13 5pgs
Fees:28.00 Taxes:47175.00
20020412-0045773

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

Seller further covenants and binds itself, its representatives, successors and assigns to warrant specially and forever defend the title to said real estate to Buyer, Buyer's successors and assigns, against the lawful claims of all persons claiming by, through and under Seller (other than claims arising out of the matters set forth in Exhibit B), but not further or otherwise. 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, Seller has caused this Special Warranty Deed to be executed effective as of the 4th day of April, 2002.

SELLER: BELL FORGE CORPORATION,
a Delaware corporation

By: _____
~~Scott~~ Darling,
Vice President and Secretary

State of California)
) ss
County of Los Angeles)

On this 4th day of April, in the year of 2002, before me Kim Schwartz personally appeared Scott Darling, Vice President and Secretary of Bell Forge Corporation, 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 this instrument the person(s), or the entity upon behalf of which the persons acted, executed the instrument.

WITNESS my hand and official seal.

_____
Notary Public

[seal]

KIM SCHWARTZ
Commission # 1202963
Notary Public - California
Los Angeles County
My Comm. Expires Nov 23, 2002

EXHIBIT A

A certain parcel of land in the First Civil District of Nashville, Davidson County, Tennessee, Being Lot 1 on the "Resubdivision of Section Two -- Bell Forge Commercial Park", as shown on plat of record in Book 6900, page 90, in the Register's Office of Davidson County, Tennessee, and being more particularly described as follows:

Beginning at an iron pin (set) in the southerly right-of-way of Bell Road at the radius return intersection with the northeast right-of-way of Mt. View Road;

Thence with the southerly right-of-way of Bell Road for the next two calls as follows:

N 69°11'55" E, a distance of 471.65' to an iron pin (found);

Along a 1712.14' radius curve to the left having a delta angle of 4°55'33", a chord bearing and distance of N 66°42'37" E, 147.15' for an arc length of 147.20' to an iron pin (set) at the radius return intersection with the westerly right-of-way of Bell Forge Lane East;

Thence with the westerly and northerly right-of-way of Bell Forge Lane East for the next eight calls as follows:

Along a 30.00' radius curve to the right having a delta angle of 88°17'34", a chord bearing and distance of S 72°12'03" E, 41.79' for an arc length of 46.23' to an iron pin (set);

Along a 915.93' radius curve to the right having a delta angle of 5°43'39", a chord bearing and distance of S 21°44'53" E, 91.52' for an arc length of 91.56' to an iron pin (found);

N 67°30'26" E, a distance of 9.32' to an iron pin (found);

Along a 996.39' radius curve to the right having a delta angle of 7°37'00", a chord bearing and distance of S 18°41'04" E, 132.36' for an arc length of 132.46' to an iron pin (found);

S 14°52'37" E, a distance of 423.49' to an iron pin (found);

Along a 420.00' radius curve to the right having a delta angle of 85°58'09", a chord bearing and distance of S 28°07'43" W, 572.71' for an arc length of 630.19' to an iron pin (found);

S 71°09'29" W, a distance of 208.20' to an iron pin (found) in concrete;

Along a 25.00' radius curve to the right having a delta angle of 95°04'42", a chord bearing and distance of N 61°49'27" W, 36.89' for an arc length of 41.49' to an iron pin (found) at the intersection with the easterly right-of-way of Mt. View Road;

Thence with the easterly right-of-way of Mt. View Road for the next three calls as follows:

Along a 725.74' radius curve to the right having a delta angle of 15°28'45", a chord bearing and distance of N 06°25'43" W, 195.47' for an arc length of 196.07' to an iron pin (found);

N 01°49'59" E, a distance of 178.09' to an iron pin (found);

Along a 611.81' radius curve to the left having a delta angle of 8°40'13", a chord bearing and distance of N 03°09'04" W, 92.50' for an arc length of 92.58" to an iron pin found at the southwest corner of Lot 2 of the "Resubdivision of Section Two -- Bell Forge Comercial Park" as shown on plat of record in Book 6900, page 90, R.O.D.C.;

Thence leaving said right-of-way with the south, east and north boundaries of Lot 2 for the next four calls as follows:

N 74°57'50" E, a distance of 98.74' to a P-K nail (found);

N 15°04'49" W, a distance of 140.23' to an iron pin (found);

CONTINUED ON NEXT PAGE

EXHIBIT A, CONTINUED

Along a 15.00' radius curve to the left having a delta angle of 89°01'33", a chord bearing and distance of N 61°22'13" W, 21.03" for an arc length of 23.31' to an iron pin (found);

S 75°08'10" W, a distance of 82.68' to an iron pin (found) in the easterly right-of-way of Mt. View Road;

Thence with said easterly right-of-way for the next five calls as follows:

Along a 611.81' curve to the left having a delta angle of 32°00'55", a chord bearing and distance of N 38°02'56" W, 337.43' for an arc length of 341.86' to a lead plug (found) in a sidewalk;

N 53°52'50" W, a distanc eof 54.60' to a chiseled "X" (set) in a sidewalk;

Thence N 36°07'10" E, a distance of 8.50' to an iron pin (found) disturbed;

Along a 38.00' radius curve to the right having a delta angle of 45°22'09", a chord bearing and distance of N 34°44'04" W, 29.31' for an arc length of 30.09' to an iron pin (set);

Along a 25.00' radius curve to the right having a delta angle of 49°04'10", a chord bearing and distance of N 44°39'50" E, 20.76' for an arc length of 21.41' to the point of beginning, containing an area of 560,724.02 square feet or 12.872 acres, more or less, according to survey dated August 9, 2001, as updated on November 21, 2001 and March 21, 2002 by Todd M. Fowlkes, TN RLS #2125, Fowlkes Land Surveying Company, 118 Porter Road, Dickson, Tennessee 37055.

Together with that certain Grant of Reciprocal Easements, Use and Maintenance Agreement dated May 6, 1986, of record in Book 6855, page 114, Register's Office for Davidson County, Tennessee.

Together with that Deed of Easement between MAP, Ltd., a Tennessee limited partnership having BAM, Inc. as general partner and Bell Forge Commercial Park Owners Association, a non-profit association, and AFPC Equity Investor Land Fund 83-1, Ltd., a Tennessee limited partnership, having W. Gerald Ezell as general partner, of record in Book 6301, page 771, Register's Office for Davidson County, Tennessee.

Being the same property conveyed by Special Warranty Deed to Bell Forge Corporation, a Delaware corporation, from Bell Forge Partners, L.P., of record in Book 10192, page 104, Register's Office for Davidson County, Tennessee.

EXHIBIT B

PERMITTED EXCEPTIONS

1. Davidson County property taxes for the year 2002 and subsequent years, a lien, but not yet due or payable. (Map 163-00-0, Parcel 302.00)

2. Subject to the following as shown on Resubdivision of Section Two, Bell Forge Commercial Park, of record in Book 6900, page 90, Register's Office for Davidson County, Tennessee: an owner's certificate; a 15' setback line and public utility and drainage easement from Bell Road, Mt. View Road and Bell Forge Lane East; a 25' Nashville Electric Service easement; an entrance sign easement; a 20' sanitary sewer easement and a notation that no access is allowed to Bell Road.

3. Subject to covenants, conditions, restrictions, reservations, easements, liens for assessments, options, powers of attorney, and limitations on title set forth in Declaration of Protective Covenants for Bell Forge Commercial Park, Section One of record in Book 5993, page 769, as amended by that Amendment to Declaration of Protective Covenants for Bell Forge Commercial Park Section One, of record in Book 6207, page 838, as further amended by that Second Amendment to Declaration of Protective Covenants for Bell Forge Commercial Park, of record in Book 6301, page 775, as further amended by that Third Amendment to Declaration of Protective Covenants for Bell Forge Commercial Park, of record in Book 7375, page 782, all of the Register's Office for Davidson County, Tennessee.

4. Subject to rights of tenants in possession, as tenants only, with no rights of first refusal or options to purchase. A list of the current tenants are as follows:
   (a) Accelerated Alterations;
   (b) Advanced Nutrition;
   (c) Allen Blourchain, DDS;
   (d) Army/Navy Recruiting;
   (e) Classique Cleaners;
   (f) Erkerd Drugs (dark);
   (g) Edward Jones;
   (h) Express Postal;
   (i) Heads Up Hair Cutting;
   (j) The Kroger Company as evidenced by that Lease between Bell Forge Shopping Center, Ltd., a Texas limited partnership as Lessor and The Kroger Co., an Ohio corporation as Lessee, of record in Book 6636, page 979, Register's Office for Davidson County, Tennessee;
   (k) LA Weight Loss;
   (l) Liquor World;
   (m) Nautilus Fitness;
   (n) Nextel;
   (o) Olan Mills;
   (p) Outback Steakhouse;
   (q) Party City;
   (r) Red Wing Shoes;
   (s) Sports Season;
   (t) Suncom;
   (u) Tanuki Restaurant;
   (v) Tennessee Quick Cash;
   (w) The Mattress Firm;
   (x) United Chiropractic Clinic.