THIS INSTRUMENT PREPARED BY:	NEW OWNER:	PROPERTY ADDRESS:	MAIL TAX BILLS TO:	TAX PARCEL NO.:
Lynn A. Landau Baker, Donelson, Bearman & Caldwell 165 Madison Avenue, Suite 2000, Memphis, Tennessee 38103 **WHEN RECORDED RETURN TO:** _____ _____ _____ _____	Westport Holdings Madison, LP 3801 PGA Blvd., Ste. 805 Palm Beach Gardens, FL 33410	Vacant Land	Westport Holdings Madison , LP 3801 PGA Blvd., Ste. 805 Palm Beach Gardens, FL 33410	Tax Map 42 Parcel 40

QUITCLAIM DEED

KNOW ALL PERSONS BY THESE PRESENTS that **SCHAEDLE WORTHINGTON HYDE PROPERTIES, L.P.**, a Delaware limited partnership whose address is 2300 Peachford Road, Bldg. 2, Suite 2250, Atlanta, GA 30338 ("Grantor"), for and in consideration of Ten Dollars ($10.00) cash in hand paid, and other good and valuable consideration, the receipt of all of which is hereby acknowledged, does hereby bargain, sell, remise, release, quitclaim and convey unto **WESTPORT HOLDINGS MADISON, LP**, a Delaware limited partnership whose address is 3801 PGA Blvd., Suite 805, Palm Beach Gardens, Florida 33410, all of Grantor's right, title and interest in and to the following described real estate situated and being in the County of Davidson, State of Tennessee, to-wit:

All that certain real estate described in **Exhibit "A"** attached hereto and incorporated herein by reference.

This being the same real estate conveyed to Grantor by Quitclaim Deed of record under Instrument No. 200005250052490 in the Register's Office of Davidson County, Tennessee. The foregoing legal description was taken from an ALTA Survey dated December 13, 2001, last revised January 15, 2002, prepared by Volunteer Surveying, 2826-D Dogwood Place, Nashville, Tennessee 37204, Phillip E. Holmes, Jr., Tennessee RLS #1728.

IN WITNESS WHEREOF, Grantor has caused this instrument to be executed by and through its duly authorized officer as of the 29th day of April, 2002.

SCHAEDLE WORTHINGTON HYDE PROPERTIES, L.P., a Delaware limited partnership

By: Pittco Holdings, Inc., a Delaware corporation, Sole General Partner

By: John H. Pontius

John H. Pontius, Vice-President

Davidson County DEEDQC
Recvd: 04/29/02 12:11 3pgs
Fees:17.00 Taxes:0.00

20020429-0052165

M LL 636356 v2
788426-165 04/09/2002

ACKNOWLEDGMENT

STATE OF TENNESSEE
COUNTY OF SHELBY

Personally appeared before me, Lynn A. Landau, a Notary Public in and for said State and County duly commissioned and qualified, **JOHN H. PONTIUS**, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the Vice-President of **PITTCO HOLDINGS, INC.**, a Delaware corporation (the "Constituent"), the sole general partner of **SCHAEDLE WORTHINGTON HYDE PROPERTIES, L.P.**, a Delaware limited partnership (the "Maker"), and is authorized by the Maker or by its Constituent, the Constituent being authorized by the Maker, to execute this instrument on behalf of the Maker.

WITNESS my hand, at office, this 23rd day of April, 2002.

Lynn A. Landau
Notary Public

LYNN A. LANDAU NOTARY PUBLIC AT LARGE MY COMM. EXP. 4-20-05 SHELBY CO., TN

My Commission Expires:

4-20-05

State of Tennessee
County of Shelby

AFFIDAVIT OF VALUE

I, or we, hereby swear or affirm that, to the best of affiant's knowledge, information and belief, the actual consideration for this transfer is $10.00.

John H. Pontius
AFFIANT

SWORN TO AND SUBSCRIBED before me this 23rd day of April, 2002.

Lynn A. Landau
Notary Public

My Commission Expires:

4-20-05

LYNN A. LANDAU NOTARY PUBLIC AT LARGE MY COMM. EXP. 4-20-05 SHELBY CO., TN

M I.L 636356 v2
788426-165 04/09/2002

PROPERTY DESCRIPTION

BEING ALL OF PARCEL (40) LABELED AS "FUTURE DEVELOPMENT", ON THE PLAN OF PARK HILLS, PHASE ONE, AS OF RECORD BOOK 6250, PAGE 561, AS BEING AMENDED BY DEED OF CORRECTION IN BOOK 7053, PAGE 2, AND 7508, PAGE 92, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT AN IRON PIN, THE NORTHWEST CORNER OF TRACT II OF SAID PARK HILLS, PHASE ONE;

(1) THENCE, NORTH 11°29'50'" EAST, 1630.90 FEET TO A CONCRETE MONUMENT;
(2) THENCE, SOUTH 80°31'30" EAST, 457.78 FEET TO A CONCRETE MONUMENT;
(3) THENCE, NORTH 04°38'56" WEST, 510.84 FEET TO A CONCRETE MONUMENT;
(4) THENCE, NORTH 04°44'31" WEST, 673.81 FEET TO AN IRON PIN;
(5) THENCE, SOUTH 81°31'44" EAST, 633.60 FEET TO AN IRON PIN;
(6) THENCE, SOUTH 83°28'44" EAST, 162.73 FEET TO AN IRON PIN;
(7) THENCE, NORTH 72°13'11" EAST, 875.48 FEET TO AN IRON PIN;
(8) THENCE, SOUTH 83°04'53" EAST, 143.73 FEET TO AN IRON PIN ON THE WESTERLY MARGIN OF INTERSTATE 65;
(9) THENCE, WITH SAID MARGIN OF INTERSTATE 65 AND A CURVE TO THE LEFT (HAVING A CENTRAL ANGLE OF 09°02'00", A RADIUS OF 5879.58 FEET, A TANGENT OF 464.45 FEET, AND A CHORD BEARING AND DISTANCE OF SOUTH 16°52'17" WEST, 926.02 FEET) A DISTANCE OF 926.98 FEET TO AN IRON PIN;
(10) THENCE, CONTINUING WITH SAID MARGIN, SOUTH 12°21'17" WEST, 221.04 FEET TO AN IRON PIN;
(11) THENCE, CONTINUING WITH SAID MARGIN, NORTH 77°38'43" WEST, 20.00 FEET TO AN IRON PIN;
(12) THENCE, CONTINUING WITH SAID MARGIN, SOUTH 12°21'17" WEST, 750.00 FEET TO AN IRON PIN;
(13) THENCE, CONTINUING WITH SAID MARGIN, NORTH 87°39'09" WEST, 411.53 FEET TO AN IRON PIN;
(14) THENCE, CONTINUING WITH SAID MARGIN, SOUTH 08°04'47" WEST, 50.00 FEET TO AN IRON PIN;
(15) THENCE, CONTINUING WITH SAID MARGIN, SOUTH 73°34'02" EAST, 402.36 FEET TO AN IRON PIN;
(16) THENCE, CONTINUING WITH SAID MARGIN, SOUTH 12°21'17" WEST, 700.00 FEET TO AN IRON PIN;
(17) THENCE, CONTINUING WITH SAID MARGIN, SOUTH 16°10'08" WEST, 300.67 FEET TO AN IRON PIN;
(18) THENCE, CONTINUING WITH SAID MARGIN, SOUTH 07°46'51" WEST, 38.19 FEET TO AN IRON PIN;
(19) THENCE, CONTINUING WITH SAID MARGIN, NORTH 61°49'32" WEST, 162.29 FEET TO AN IRON PIN;
(20) THENCE, CONTINUING WITH SAID MARGIN, SOUTH 26°32'55" WEST, 369.39 FEET TO AN IRON PIN;
(21) THENCE, LEAVING SAID MARGIN OF INTERSTATE 65, NORTH 54°10'41" WEST, 511.41 FEET TO AN IRON PIN;
(22) THENCE, NORTH 63°25'51" WEST, 129.00 FEET TO AN IRON PIN;
THENCE, NORTH 87°06'18" WEST, 840.05 FEET TO THE POINT OF BEGINNING, CONTAINING 4,556,983.034 SQUARE FEET OR 104.614 ACRES.