52385

Box 49

Address of New Owner and send tax bills to:

~~Prepared by~~:

~~Return to~~: Vanderbilt University Office of the General Counsel
Loews Vanderbilt Plaza
2100 West End Avenue, Suite 750
Nashville, TN 37205
Attn: Julia S. Faber, Esq.

Davidson County DEEDWARR
Recvd: 05/28/02 14:14 5pgs
Fees:28.00 Taxes:44585.00
20020528-0064382

SPECIAL WARRANTY DEED

THIS INDENTURE, made this 23 day of May, 2002, between 3319 WEA CORPORATION, a Delaware corporation ("**Grantor**"), and VANDERBILT UNIVERSITY, a Tennessee non-profit corporation, by and through its Vanderbilt University Medical Center ("**Grantee**").

WITNESSETH

Grantor, for and in consideration of the sum of Ten Dollars ($10.00), to it in hand paid by Grantee, and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, has granted, bargained and sold and does hereby grant, bargain and sell to Grantee the following described real estate, situated, lying and being in the County of Davidson, State of Tennessee, more particularly described on **Exhibit A** attached hereto and made a part hereof.

SUBJECT TO those matters of record and matters shown on a survey of the property or apparent (the "**Permitted Title Exceptions**").

TO HAVE AND TO HOLD the aforesaid real estate, together with all the tenements, hereditaments, easements and appurtenances thereto belonging or in anywise appertaining unto Grantee, its successors and assigns in fee simple forever.

And Grantor hereby covenants with Grantee that Grantor is lawfully seized in fee simple of the aforesaid real estate; that Grantor has good right o sell and convey the same; that the same is unencumbered except for the Permitted Title Exceptions, to all of which this conveyance is expressly made, and that the title and quiet possession thereto Grantor will warrant and forever defend against lawful claims of all persons claiming by, through or under Grantor, but against none other.

(When used herein the terms "Grantor" and "Grantee" shall be construed to include, masculine, feminine, singular or plural as the context permits or requires, and shall include heirs, personal representatives, successors or assigns.)

Tax Map and parcel: 104-6-162

Address of Property: 3319 West End Avenue
Nashville TN

IN WITNESS WHEREOF, Grantor has caused this Special Warranty Deed to be executed in its name and caused its seal to be affixed as of the day and year first above written.

3319 WEA Corporation,
a Delaware corporation

By: _____
Its: VICE PRESIDENT

By: _____
Its: PRESIDENT

Prepared by: Bouza, Klein & Goosenberg
950 South Flower Street
Suite 100
Los Angeles, California 90015

STATE OF California)
) ss.
COUNTY OF Orange)

On May 23, 2002, before me, L.S. Nakamura, a Notary Public in and for said state, personally appeared Richard H. Paul, Jr., personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument, the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

L.S. NAKAMURA
COMM. #1251367
NOTARY PUBLIC - CALIFORNIA
ORANGE COUNTY
My Commission Expires Jan. 24, 2004
QC01 QC01

L.S. Nakamura
Notary Public in and for said State

STATE OF California)
) ss.
COUNTY OF Orange)

On May 23, 2002, before me, L.S. Nakamura, a Notary Public in and for said state, personally appeared David L. Rabin, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument, the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

L.S. NAKAMURA
COMM. #1251367
NOTARY PUBLIC - CALIFORNIA
ORANGE COUNTY
My Commission Expires Jan. 24, 2004
QC01 QC01

L.S. Nakamura
Notary Public in and for said State

STATE OF California }
}
COUNTY OF Orange }

THE ACTUAL CONSIDERATION OR VALUE, WHICHEVER IS GREATER, FOR THIS TRANSACTION IS $ 12,050,000.00

AFFIANT

On May 23, 2002 before me, L.S. Nakamura, Notary Public, personally appeared Richard H. Paul, Jr., personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

signature of notary

L.S. NAKAMURA
COMM. #1251367
NOTARY PUBLIC - CALIFORNIA
ORANGE COUNTY
My Commission Expires Jan. 24, 2004

EXHIBIT "A"

LEGAL DESCRIPTION OF PROPERTY

Being the same property conveyed to 3319 WEA Corporation, By Deed of Record in Book 9777, page 707, Register's Office for Davidson County, Tennessee.

Being Lots Nos. 5 and 6, the westerly part of Lot No. 4 and the easterly part of Lot No. 7 on the plan of Bransford Realty Company's West End Heights, Subdivision, of record in Book 332, pages 124 and 125, Register's Office for Davidson County, Tennessee, and being described according to a survey prepared by Michael V. Holmes (Tennessee Registered Land Surveyor, No. 213) of Michael V. Homes & Associates, Inc. dated March 23, 1995, as follows:

BEGINNING at an iron pin in the southerly margin of West End Avenue and the northwesterly corner of the Leader Federal Savings and Loan Company's property; thence with said margin of West End Avenue, North 36 degrees 45 minutes 44 seconds East, 162.50 feet to an iron pin; thence leaving said margin of West End Avenue, South 53 degrees 53 minutes 00 seconds East, 315.00 feet to an iron pin in the northerly margin of Orleans Drive; thence with said margin of Orleans Drive, South 57 degrees 51 minutes 30 seconds West, 86.12 feet to an iron pin; thence continuing with the margin of Orleans Drive, South 62 degrees 01 minutes 04 seconds West, 91.71 feet to an iron pin; thence leaving said margin of Orleans Drive, North 53 degrees 53 minutes 00 seconds West, 244.87 feet to the point of beginning, containing 45,772,979 square feet, or 1.051 acres, more or less.