THIS INSTRUMENT PREPARED BY:	PROPERTY OWNER:	PROPERTY ADDRESS:	MAIL TAX BILLS TO:	TAX PARCEL NOS.:
Mary L. Aronov, Attorney Baker, Donelson, Bearman & Caldwell 165 Madison Ave., Ste. 2000 Memphis, TN 38103 **WHEN RECORDED RETURN TO:** Hollins & Associates 401 Church St., 27th Floor Nashville, TN 37219 Attention: Linda Elam	Concord Partners, LLC % Spivill Management & Investment Co., Inc. 4121 Hillsboro Rd. Nashville, TN 37215	3215 Powell Ave. Nashville, TN	Concord Partners, LLC % Spivill Management & Investment Co., Inc. 4121 Hillsboro Rd. Nashville, TN 37215	132-4 Parcel 001.00

Davidson County DEEDWARR
Recvd: 06/06/02 15:01 7pgs
Fees:38.00 Taxes:12025.00

20020606-0069197

WARRANTY DEED

THIS INDENTURE, made and entered into this 5th day of June, 2002, by and between **QW MEMPHIS CORP.**, a Delaware corporation ("Grantor"), and **CONCORD PARTNERS, LLC**, a Tennessee limited liability company ("Grantee");

W I T N E S S E T H :

THAT 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, Grantor has bargained and sold and does hereby bargain, sell, convey, and confirm unto Grantee the following described real estate, situated and being in City of Nashville, County of Davidson, State of Tennessee, to-wit:

> All of that certain real estate described in **Exhibit "A"** attached hereto and incorporated herein by this reference, together with all right, title and interest of Grantor in and to any easements, alleyways, streets, and rights of way adjoinng or abutting said real estate and appurtenant thereto.

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

AND, Grantor does hereby covenant with Grantee that Grantor is lawfully seized in fee of the aforedescribed real estate; that Grantor has a good right to sell and convey the same; that the same is unencumbered, except for those matters set forth in **Exhibit "B,"** attached hereto and incorporated herein by reference, to all of which this conveyance is expressly made subject, and that the title and quiet possession thereto Grantor will warrant and forever defend against the lawful claims of all persons.

As used herein, pronouns shall be construed according to their gender and number according to the context thereof.

IN WITNESS WHEREOF, Grantor has caused this instrument to be executed by and through its duly authorized officers on this the day and year first above written.

QW MEMPHIS CORP.

By: _____
Title: VP-VS

STATE OF ~~STATE OF CONNECTICUT~~
COUNTY OF ~~COUNTY OF FAIRFIELD~~

Before me, CHARLENE A SIMS, a Notary Public in and for the State and County aforesaid, personally appeared KEVIN HAYDEN, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself (or herself) to be the V. P. of **QW MEMPHIS CORP.**, the within-named bargainor, a corporation, and that he as such V. P., being duly authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as such V P.

WITNESS my hand and seal at office, on this the 3 day of JUNE, 2002.

Charlene A Sims
~~Notary~~ Public

My Commission Expires:

CHARLENE A. SIMS
~~Notary Public~~
My Commission Expires Apr. 30, 2004

NOTARY PUBLIC

M MLA 653669 v6
0-0 05/31/2002

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 or value of the property transferred, whichever is greater, is Three Million Two Hundred Fifty Thousand Dollars ($3,250,000.00), which amount is equal to or greater than the amount which the property transferred would command at a fair voluntary sale.

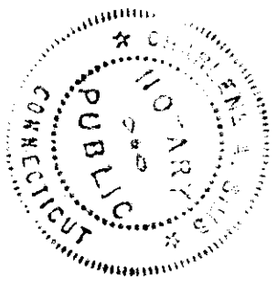
AFFIANT

SUBSCRIBED AND SWORN TO before me this 3 day of June, 2002.

Notary Public

My Commission Expires:

CHARLENE A. SIMS
Notary Public
My Commission Expires Apr. 30, 2004



M MLA 653669 v6
0-0 05/31/2002

EXHIBIT "A"
TO
WARRANTY DEED
FROM
QW MEMPHIS CORP.
TO
CONCORD PARTNERS, LLC

Description Of Real Estate

LOCATED IN NASHVILLE, DAVIDSON COUNTY, TENNESSEE:

Being a tract of land lying in Nashville, Davidson County, Tennessee, and being more particularly described as follows:

Beginning at a chiseled hole in the westerly right-of-way line of Powell Avenue, width varies, at a corner common with the property of the State of Tennessee, as of record in Deed Book 1731, Page 533, at the Register's Office for Davidson County, Tennessee, said chiseled hole being located at Northing: 643,357.96, Easting: 1,743,917.89, on the state plane coordinate system NAD-83 (1990);

thence leaving the westerly right-of-way line of Powell Avenue with the northerly property line of the State of Tennessee, South 71 deg 08 min 20 sec West, 567.13 feet to an existing iron rod in the easterly right-of-way line of CSX Transportation Railroad, 33 feet from the centerline of the easterly tract;

thence with the easterly right-of-way line of CSX Transportation Railroad, North 18 deg 19 min 44 sec West, 717.26 feet to an iron rod set;

thence with a curve to the left, along an arc length of 8.74 feet, the central angle of which is 00 deg 04 min 34 sec, the radius of which is 6588.10 feet, the chord of which is North 18 deg 22 min 01 sec West, 8.74 feet to an existing iron rod, at a corner common with the property of Graphic Arts Properties, Inc., as of record in Deed Book 4651, Page 569, at the Register's Office for Davidson County, Tennessee;

thence leaving the easterly right-of-way line of CSX Transportation Railroad, with the southerly property line of Graphic Arts Properties, Inc., North 70 deg 55 min 21 sec East, 518.52 feet to an existing iron rod in the westerly right-of-way line of Powell Avenue;

thence with the westerly right-of-way line of Powell Avenue, South 18 deg 18 min 31 sec East, 95.60 feet to an existing iron rod;

thence with a curve to the left, along an arc length of 423.09 feet, the central angle of which is 06 deg 38 min 22 sec, the radius of which is 3651.12 feet, the chord of which is South 21 deg 37 min 42 sec East, 422.86 feet to an existing iron rod;

thence South 24 deg 56 min 52 sec East, 211.16 feet to the Point of Beginning.

This being the same real estate conveyed to Grantor by Quitclaim Deed of record under Instrument No. 20020411-0045335 in the Register's Office of Davidson County, Tennessee and by Warranty Deed of record under Instrument No. 20020411-0045334 in the Register's Office of Davidson County, Tennessee.. The foregoing legal description was taken from the boundary

survey of R. Scott Cherry (License No. 1512), 622 West Iris Drive, Nashville, Tennessee 37204, said survey dated November 14, 2000 having been prepared in connection with this conveyance.

EXHIBIT "B"
TO
WARRANTY DEED
FROM
QW MEMPHIS CORP.
TO
CONCORD PARTNERS, LLC

Encumbrances

1. Davidson County taxes for 2002, a lien, but not yet due and payable.

2. T.V.A. easement granted the United States of America by Conn Thompson Harris, et al., of record in Book 1163, page 145, in the Register's Office of Davidson County, Tennessee, and by Emma Thompson Paine Eager of record in Book 1174, page 128, said Register's Office, said easements being 150 feet wide and being for one or more electric power lines and for telegraph and telephone lines, Agreement affecting said easement recorded in Book 4092, page 386, said Register's Office, which includes certain prohibited uses, prohibitions against alterations of the buildings, and obligations regarding maintenance.

3. That portion of the premises within the bounds of the chartered right-of-way of CSX Transportation Systems Railroad.

4. Easements, reservations, reversions, and rights of parties with reference to the rights of way for tracks and to construction and maintenance of spurs, and to mineral rights, of record in Book 1630, page 466, Book 1723, page 371, Book 1643, page 603, and Book 1813, page 205, said Register's Office.

5. Easement dated February 11, 1967 of record in Book 2638, page 576, said Register's Office, granted the City of Nashville to lay a 10-inch water main in the above roadway.

6. Reservations contained in deed from United States of America to State of Tennessee of record in Book 1731, page 533, said Register's Office, covering uranium, thorium and all minerals determined pursuant to Section 5(b) of the Atomic Energy Act of 1946 (60 Statutes 761) to be peculiarly essential to the production of fissionable material; and further subject to exceptions in such deed for all existing easements for roads, highways, utilities, railways and pipelines, TVA transmission line, Nashville & Decatur Railroad easement, certain electric transmission lines, and sewer and water mains.

7. Permanent easement for Water Mains and Appurtenances granted Metropolitan Government of Nashville and Davidson County, Tennessee, of record in Book 5969, page 4, said Register's Office.

8. Easement for Storm Sewers and/or Sanitary Sewers granted Metropolitan Government of Nashville and Davidson County, Tennessee, of record in Book 7444, page 912, said Register's Office.

(For Recording Data Only)