prepared.

Recording requested by, and
After recording return to:

REALTY INCOME CORPORATION
ATTN: LEGAL DEPARTMENT
220 WEST CREST STREET
ESCONDIDO, CA 92025-1707

STATE OF CALIFORNIA §
§
§
COUNTY OF SAN DIEGO §

Davidson County DEEDWARR
Recvd: 06/10/02 14:32 4pgs
Fees:23.00 Taxes:3145.00
20020610-0070369

SPECIAL WARRANTY DEED

KNOW ALL MEN BY THESE PRESENTS:

THAT, REALTY INCOME CORPORATION, a Maryland corporation ("Grantor"), for and in consideration of the sum of Ten Dollars ($10) and other good and valuable consideration in hand paid to the undersigned by HORRELL PROPERTIES, INC., a Tennessee corporation ("Grantee"), whose mailing address is 3030 Sidco Drive, Nashville, TN 37204 the receipt and sufficiency of such consideration being hereby acknowledged, has GRANTED, BARGAINED, SOLD, AND CONVEYED, and by these presents does hereby GRANT, BARGAIN, SELL, AND, CONVEY and CONFIRM unto Grantee that certain real property being more particularly described on Exhibit "A," attached hereto and made a part hereof for all purposes, together with all improvements and fixtures situated thereon (collectively, the "Property"); subject, however to all matters of record, taxes and assessments not yet due and payable, and matters which would be shown by a current survey or inspection of the Property.

THE REMAINDER OF THIS PAGE WAS LEFT BLANK INTENTIONALLY.

TO HAVE AND TO HOLD the Property, together with all and singular the rights, hereditaments, and appurtenances thereto in anywise belonging, unto Grantee, its successors and assigns, and Grantor hereby agrees to WARRANT AND FOREVER DEFEND all and singular the Property unto Grantee, its successors and assigns, against every person whomsoever lawfully claiming, or claim the same, or any part thereof, by, through, or under Grantor but not otherwise.

EXECUTED this 28th day of May, 2002.

GRANTOR:

REALTY INCOME CORPORATION,
a Maryland corporation

By: _____

Name: Mark Selman

Title: Senior Vice President, Portfolio Management

STATE OF CALIFORNIA §
§ SS.
COUNTY OF SAN DIEGO §

Personally came before me this 28th day of May, 2002, Mark Selman, known to me to be the person who executed the foregoing instrument and acknowledged the same.

_____
Notary Public

My Commission Expires: 02.04.04

Notary's Printed Name: Gail Ferrell

GAIL FERRELL
Commission # 1252566
Notary Public - California
San Diego County
My Comm. Expires Feb 4, 2004

TAX PARCEL NO.:

132-15-0-028.01

NAME AND ADDRESS OF A PROPERTY OWNER:

Herrell Properties, Inc
3030 Sidco Drive
Nashville, TN 37204

NAME AND ADDRESS OF THE PERSON OR ENTITY
RESPONSIBLE FOR THE PAYMENT OF THE REAL PROPERTY TAXES

SAME

STATE OF Tennessee
COUNTY OF Davidson

I 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 $850,000.00, which amount is equal to or greater than the amount which the property would command at a fair and voluntary sale.

Affiant

DOROTHY S. POTTS
NOTARY PUBLIC AT LARGE
DAVIDSON COUNTY, TENN.

Subscribed and sworn to before me this the 10th day of June 2002.

Notary Public

My Commission Expires: My commission expires: 10.25.03

Exhibit A

Land in Davidson County, Tennessee, being part of Lot No. 1 as shown on the Resubdivision of Lot Number 1 and 2, South Plaza II, of record in Book 5800, page 96, Register's Office for Davidson County, Tennessee, being located between Sidco Drive and Interstate 65, north of and adjacent to Elysian Fields Road and being more particularly described according to a survey prepared by Phillip E. Holmes, Jr., RLS No. 1728, dated May 1, 2002 as follows:

Beginning at a point on the westerly margin of Sidco Drive and the southeasterly corner of the Second Berkshire Properties, LLC, Property, as of record in Book 6908, page 649, Register's Office for Davidson County, Tennessee, and being more particularly described as follows:

Thence with a curve to the left, having a central angle of 01 deg. 40' 59", a radius of 5,147.49 feet and an arc length of 151.21 feet to a point; thence S 07 deg. 51' 00" E, 171.12 feet to a point; thence with a curve to the right, having a central angle of 89 deg. 00' 53", a radius of 25.00 feet and an arc length of 38.84 feet to a point; thence S 81 deg. 09' 53" W, 1.02 feet to a point; thence with a curve to the right, having a central angle of 02 deg. 56' 08", a radius of 2,508.32 feet and an arc length of 128.51 feet to a point; thence S 78 deg. 13' 45" W, 137.28 feet to a point; thence N 08 deg. 14' 31" E, 293.65 feet to a point; thence N 81 deg. 05' 13" W, 9.95 feet to a point; thence N 08 deg. 06' 17" E, 83.37 feet to a point; thence N 83 deg. 00' 17" E, 198.39 feet to the point of beginning, containing 84,896.18 square feet or 1.95 acres.

Being part of the same property conveyed to R.I.C. Properties, Ltd., a California Limited Partnership, Realty Income Corporation, General Partner, by deed from R.I.C., 15, Ltd., a California Limited Partnership, Realty Income Corporation, a California corporation, General Partner, of record in Book 6446, page 424, and re-recorded in Book 6579, page 121, Register's Office for Davidson County, Tennessee. The said R.I.C. Properties, Ltd., having merged with and into Realty Income Corporation by Certificate of Merger of record in Book 9559, page 327, Register's Office for Davidson County, Tennessee.