RETURN TO:
progressive land title
kaden tower, suite 501
6100 Dutchmans Lane
Louisville, KY 40205

This instrument prepared by:
Bettye Jones-Davis
Associate General Counsel
Delaware Investment Advisers
1300 South Clinton Street
Fort Wayne, IN 46802

STATE OF TENNESSEE:
County of Davidson:
The actual value or consideration for this transfer, whichever is greater, is $9,750,000.00, this 20 day of September, 2002

Affiant

Sworn to and subscribed before me this 20th day of Sept., 2002.

Notary Public - My Comm. Exp. 7/26/03

THOMAS M. P... NOTARY PUBLIC STATE OF TENNESSEE

Map 12 Parcels 201, 202
Map 12-15-0-A Parcel 203

SPECIAL WARRANTY DEED

THIS SPECIAL WARRANTY DEED, made this 16th day of September, 2002 from Lincoln Realty Capital Corporation, a corporation existing under the laws of the State of Indiana, having its principal office at 1300 South Clinton Street, Fort Wayne, Allen County, Indiana, 46802, Grantor, and PCO NORTHFORK LP, A Tennessee limited partnership, whose Post Office address is 4400 Post Oak Parkway, Suite 2350, Houston, Texas 77027, Grantee.

WITNESSETH, That Lincoln Realty Capital Corporation in consideration of the sum of Ten Dollars ($10.00), and other good and valuable consideration, paid to Grantor by Grantee, the receipt and sufficiency whereof are hereby acknowledged, does hereby grant, bargain, sell and convey unto the said Grantee, its successors and assigns, that certain real property, lying and being in the County of Davidson, City of Nashville, State of Tennessee, more particularly described on Exhibit A, attached hereto and made a part hereof.

Subject to any existing building and zoning laws or ordinances; any legal highways; any easements, restrictions and conditions of record; any easements or restrictions visible upon the ground; and any state of facts which an accurate survey would disclose.

Subject to taxes assessed for the year 2002, and all taxes thereafter; and subject to all assessments, which taxes and assessments Grantee expressly assumes and agrees to pay. Together with all and singular the hereditaments and appurtenances thereunto belonging, or in anywise appertaining, and all the estate, right, title, interest, claim, or demand whatsoever, of the said Grantor, either in law or equity, of, in and to the above described premises.

Lincoln Realty Capital Corporation, as Grantor, for itself, and its successors, does warrant and covenant to the said Grantee, its successors and assigns, only against its own acts, that it has not done or suffered to be done, any act or thing whereby the said premises hereby granted are, or may be, encumbered or charged, except as herein recited; and that it will so warrant and defend to Grantee, its successors and assigns.

Davidson County DEEDWARR
Recvd: 09/20/02 13:12 7pgs
Fees:38.00 Taxes:36075.00

20020920-0114910

Purchaser acknowledges and agrees that the property is being purchased in its "as is-where is" condition with no representations or warranties, expressed or implied, as to the physical or operating condition or existence of any personal property, the physical or operating condition or existence of any of the property, the improvements on the property, condition of the roof, any past or existing vermin infestation, condition of plumbing or electrical service, the structural integrity of any improvements or buildings or the status of any leases with respect to the property, other than as stated in this Special Warranty Deed.

INTENTIONALLY LEFT BLANK

IN TESTIMONY WHEREOF, Lincoln Realty Capital Corporation has caused these presents to be executed in its corporate name and its corporate seal to be hereunto affixed by its proper officers, thereunto duly authorized, the day and year first above written.

LINCOLN REALTY CAPITAL CORORATION

By: _____

Name: Walter M. Korinke

Title: Vice President

Address of Grantee: 4400 Post Oak Parkway, Suite 2350
Houston, Texas 77027
Attention: Alfredo L. Gutierrez

STATE OF INDIANA)
) SS:
COUNTY OF ALLEN)

Personally appeared before me, the undersigned, a Notary Public within and for said State and County, duly commissioned and qualified, Walter M. Korinke, with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence, and who, upon oath, acknowledged himself to be the Vice President of Lincoln Realty Capital Corporation, and that he as such Vice President, being authorized to do so, executed the foregoing instrument, for the purposes therein contained by signing the name of the corporation by himself as such officer.

Witness my hand and seal at office on this 16th day of September, 2002.

Richelle K. Reeves

NOTARY PUBLIC SEAL INDIANA

My Commission Expires:

RICHELLE K. REEVES
Notary Public
Resident of Allen County
My Commission Expires 03-19-2009

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Ctr. No. 4190

EXHIBIT A

TRACT I:

Being a parcel of land in the Second Civil District of Nashville, Davidson County, Tennessee, located west of Springfield Highway (U.S. Highway 41) north of Goodlettsville, Tennessee, being Lot No. 1 on the Second Revision of Northfork Industrial Park, Section I, Phase I, of record in Plat Book 9700, Page 387, R.O.D.C. and being more particularly described as follows:

BEGINNING, at an iron pin in the northerly margin of Northfork Lane (60' R.O.W), said point being S 75 degrees 40'43" W, 262.58 feet along said margin from the west end of the northwest return at the intersection of Springfield Highway and Northfork Lane;

Thence, with said northerly margin of Northfork Lane, S 75 degrees 40'43" W, 83.46 feet to a point;

Thence with Northfork Lane and with a curve concave to the north having a central angle of 10 degrees 01'22", a radius of 495.00 feet and a chord of S 80 degrees 41'25" W, 86.48 feet to an arc length of 86.59 feet to a point;

Thence, S 85 degrees 42'05'05" W, 221.26 feet to a point;

Thence, with Northfork Lane with a curve concave to the north having a central angle of 90 degrees 51'04", a radius of 30.00 feet and a chord of N 48 degrees 52'23" W, 42.47 feet for an arc length of 47.57 feet to a point in the easterly margin of Oakbluff Lane; (60' R.O.W.)

Thence, with said margin and a curve concave to the east having a central angle of 01 degrees 49'18", a radius of 495.00 feet and a chord of N 02 degrees 32' 15" W, 15.74 feet for a arc length of 15.74 feet to a point;

Thence, with Oakbluff Lane and along a northerly projection of the same N 01 degrees 37'33" W, 323.60 feet to a point;

Thence, with a curve concave to the west having a central angle of 08 degrees 27'39", a radius of 555.00 feet and a chord of N 05 degrees 51'21" W, 81.88 feet for an arc length of 81.96 feet to a point;

Thence, N 88 degrees 22'26" E, 286.43 feet to a point in the proposed 100 year flood plain line;

Thence, with said 100-year flood plain line the following calls:
S 01 degrees 45'55" E 15.58 feet to a point;
S 26 degrees 05'28" E 253.53 feet to a point;
S 13 degrees 29'36" E 167.01 feet to the point of beginning, containing 158,911 square feet or 3.65 acres more or less.

TOGETHER WITH all rights, privledges and appurtenances set forth in Amended and Restated Declaration of Protective Covenants, Agreement, Charges, Assessments and Lien for Northfield Industrial Park, Section I, recorded on September 23, 1996, in Book 10199, Page 480, as amended by Amendment to Amended and Restated Declaration of Protective Covenants, Agreement, Charges, Assessments and Lien for Northfield Industrial Park, Section I, recorded on September 30, 1996, in Book 10208, Page 371, as further amended by Amendment to Declaration and Bylaws, recorded on June 25, 1997, in Book 10505, Page 509, all in the Register's Office of Davidson County, Tennessee.

TRACT II:

Being a parcel of land in the Second Civil District of Nashville, Davidson County, Tennessee, located west of Springfield Highway (U.S. Highway 41) north of Goodlettsville, Tennessee, being Lot No. 2 on the Second Revision of Northfolk Industrial Park, Section I, Phase I, of record in Plat Book 9700, Page 387, R.O.D.C. and being more particularly described as follows:

BEGINNING at a pin in the southerly margin of Northfolk Lane (60' R.O.W.), said point being S 75 degrees 40'43" W, 261.00 feet from the west end of the return at the southwest intersection of Springfield Highway and Northfolk Lane;
Thence, leaving Northfork Lane, with 100-year flood plain line the following calls:
S 16 degrees 17'07" E 77.14 feet to a point;
S 05 degrees 34'42" E 135.77 feet to a point;
S 11 degrees 13'13" W 295.52 feet to a point in the northeast corner of Lot No. 3;

Thence, with the common line of Lot No. 3, S 85 degrees 42' 05" W, 343.10 feet to a point in the easterly margin of Oakbluff Lane; (60' R.O.W.):

Thence, with said Oakbluff Lane, and a curve concave to the west having a central angle of 45 degrees 34'22", a radius of 60.00 feet and a chord of N 27 degrees 05'06" W, 46.48 feet for a arc length of 47.72 feet to a point;

Thence, with said Oakbluff Lane, with a curve concave to the north having a central angle of 45 degrees 34'25", a radius of 40.00 feet and a chord of N 27 degrees 05'04" W. 30.98 feet for an arc length of 31.82 feet to a point;

Thence, with said Oakbluff Lane, N 04 degrees 17'55" W, 370.00 feet to a point;

Thence, with a curve concave to the east having a central angle of 89 degrees 59'58", a radius of 30.00 feet and a chord of N 40 degrees 42' 04" E, 42.43 feet for an arc length of 47.12 feet to a point in the southerly margin of Northfork Lane;

Thence, with Northfork Lane, N 85 degrees 42'05" E, 221.31 feet to a point;

Thence, with a curve concave to the north having a central angle of 10 degrees 01'22", a radius of 555.00 feet and a chord of N 80 degrees 41'25" E, 96.96 feet for an arc length of 97.09 feet to a point;

Thence, N 75 degrees 40'43" E, 88.74 feet to the point of beginning, containing 202,398 square feet or 4.65 acres, more or less.

TOGETHER WITH all rights, privledges and appurtenances set forth in Amended and Restated Declaration of Protective Covenants, Agreement, Charges, Assessments and Lien for Northfield Industrial Park, Section I, recorded on September 23, 1996, in Book 10199, Page 480, as amended by Amendment to Amended and Restated Declaration of Protective Covenants, Agreement, Charges, Assessments and Lien for Northfield Industrial Park, Section I, recorded on September 30, 1996, in Book 10208, Page 371, as further amended by Amendment to Declaration and Bylaws, recorded on June 25, 1997, in Book 10505, Page 509, all in the Register's Office of Davidson County, Tennessee.

TRACT III:

Being a parcel of land in the Second Civil District of Nashville, Davidson County, Tennessee, located west of Springfield Highway (U.S. Highway 41) north of Goodlettsville, Tennessee, being Lot No. 3 on the Second Revision of Northfork Industrial Park, Section 1, Phase I, of record in Plat Book 9700, Page 387, R.O.D.C., and being more particularly described as follows:

Beginning at a point in the easterly margin of Oakbluff Lane, said point being the common corner of herein described Lot 3 and Lot No. 2:

Thence, leaving Oakbluff Lane with the common line of Lots 2 and 3, N 85 degrees 42' 05" E, 343.10 feet to a point in the proposed 100-year flood plain;

Thence, with the proposed 100-year flood plain line the following
S 63 degrees 24'50" W, 19.77 feet to a point;
S 85 degrees 08'07" W, 72.02 feet to a point;
S 08 degrees 34'54" W, 95.45 feet to a point;
S 62 degrees 14'26" W, 47.00 feet to a point;
S 05 degrees 45'07" E, 288.53 feet to a point;
S 19 degrees 23'13" W, 48.35 feet to a point;
S 09 degrees 48'42" W, 79.04 feet to a point;
S 07 degrees 18'59" E, 40.44 feet to a point;
S 83 degrees 37'46" W, 255.12 feet to a point;
S 85 degrees 10'49" E, 163.31 feet to a point;
S 04 degrees 14'13" W, 10.60 feet to a point;
in the northerly line of New Testament Church of record in Deed Book 10616, Page 709, R.O.D.C.;

Thence, with said Church's north line, S 82 degrees 06'32"W., 574.99 feet to an Iron Pin in the easterly margin of CSX Transportation Railroad;

Thence, with said margin, N 06 degrees 51'11"W, 651.99 feet to an Iron Pin;

Thence, leaving said margin with the southerly line of Lot No. 4, N 85 degrees 42'05" E, 419.05 feet to an iron pin in the westerly margin of Oakbluff Lane;

Thence with the margin of Oakbluff Lane and á curve concave to the north having a central angle of 180 degrees 00'00, a radius of 60.00 feet and a chord of N 85 degrees 42'04" E, 120.00 feet for an arc length of 188.50 feet to the point of beginning, containing 440,486 square feet or 10.11 acres, more or less.

TOGETHER WITH all rights, privledges and appurtenances set forth in Amended and Restated Declaration of Protective Covenants, Agreement, Charges, Assessments and Lien for Northfield Industrial Park, Section I, recorded on September 23, 1996, in Book 10199, Page 480, as amended by Amendment to Amended and Restated Declaration of Protective Covenants, Agreement, Charges, Assessments and Lien for Northfield Industrial Park, Section I, recorded on September 30, 1996, in Book 10208, Page 371, as further amended by Amendment to Declaration and Bylaws, recorded on June 25, 1997, in Book 10505, Page 509, all in the Register's Office of Davidson County, Tennessee.

Lincoln Realty Capital Corp
having acquired ownership
in Instrument # 20000830008591 4