Box 44
DD

Davidson County DEEDWARR
Recvd: 01/02/03 14:28 4pgs
Fees:23.00 Taxes:2775.00

20030102-0000641

THIS INSTRUMENT PREPARED BY:
George V. Crawford, Jr.
GULLETT, SANFORD, ROBINSON & MARTIN, PLLC
230 Fourth Avenue, North
P. O. Box 198888
Nashville, Tennessee 37219-8888
(615) 244-4994

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $750,000.00

Affiant

Subscribed and sworn to before me this 30th day of December, 2002.

Notary Public

My Commission Expires: 8.2.05

CHRISTINE L. LIND NOTARY PUBLIC AT LARGE SUMNER COUNTY, TENN.

Address New Owner As Follows:
Hickory 1, LLC
c/o A & H Ventures
2209 Crestmoor Drive, #110
Nashville, TN 37215

Send Tax Bills To:
Same as New Owner

Map-Parcel Number:
Map 142 Parcel 308
Map 142 Parcel 359

WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of Ten and no/100 Dollars ($10.00), cash in hand paid by the hereinafter named Grantee, and other good and valuable consideration, the receipt of which is hereby acknowledged, **MONTCLAIR INVESTMENT CORPORATION, an Alabama corporation,** hereinafter called the Grantor, has bargained and sold, and by these presents does transfer and convey unto **HICKORY 1, LLC, a Tennessee limited liability company,** hereinafter called the Grantee, its successors and assigns, a certain tract or parcel of land in Davidson County, Tennessee, described as follows:

TRACT 1:
Land in Davidson County, Tennessee, being Lot No. 1 on the Plan of the Galleries at Bellevue, of record in Book 7900, page 272, Register's Office for Davidson County, Tennessee, to which plan reference is hereby made for a more complete description.

TRACT II:
Land in Davidson County, Tennessee, being Lot No. 8 on the Resubdivision of Lot 7, Galleries at Bellevue, of record as Instrument No. 200103006-0021171, Register's Office for Davidson County, Tennessee, to which plan reference is hereby made for a more complete description.

Being part of the same property conveyed to Montclair Investment Corporation by deed from Brooks, Mulkey & Partners, an Alabama general partnership (successor by merger to BMP-Bellevue, L.P., formerly known as The Bellevue Galleries, L.P., a Tennessee limited partnership), of record at Book 10514, page 895, Register's Office for Davidson County, Tennessee.

198192.1/2002216

This conveyance is made subject to:

1. Matters shown on the Plan of record at Book 7900, page 272, Register's Office for Davidson County, Tennessee and at Instrument No. 20010306-0021171, Register's Office for Davidson County, Tennessee.

2. Memorandum of Lease entered into as of the 21st day of May, 1990, by and between The Bellevue Galleries, L.P., as landlord, and The TJX Operating Companies, Inc., as tenant, of record in Book 8131, page 69, Register's Office for Davidson County, Tennessee.

   Amendment to Lease and Memorandum of Lease entered into as of the 26th day of March, 1991, by and between The Bellevue Galleries, L.P., as landlord, and The TJX Operating Companies, Inc., as tenant, of record in Book 8323, page 277, Register's Office for Davidson County, Tennessee.

3. Joint Access and Utility Easement entered into as of the 11th day of February, 1991, by and among The Bellevue Galleries, L.P., a Tennessee limited partnership, Service Merchandise Company, Inc., a Tennessee corporation, and Stewart F. Kresge, Trustee, of record in Book 8293, page 3, Register's Office for Davidson County, Tennessee.

   Amendment to Joint Access and Utility Easement entered into as of the 27th day of March, 1991, by and among The Bellevue Galleries, L.P., a Tennessee limited partnership, Service Merchandise Company, Inc., a Tennessee corporation, and Stewart F. Kresge, Trustee, of record in Book 8323, page 82, Register's Office for Davidson County, Tennessee.

4. Amendment to Accessway Agreement entered into as of the 27th day of March, 1991, by and among The Bellevue Galleries, L.P., a Tennessee limited partnership, Service Merchandise Company, Inc., a Tennessee corporation, and Stewart F. Kresge, Trustee, of record in Book 8323, page 100, Register's Office for Davidson County, Tennessee, and Accessway Agreement attached thereto, dated as of the 11th day of February, 1991, by and among the same parties, of record in Book 8323, page 106, Register's Office for Davidson County, Tennessee.

5. Reciprocal Easement and Operation Agreement dated March 27, 1991, by and between The Bellevue Galleries, L.P., and Home Depot U.S.A., Inc., of record in Book 8323 page 183, Register's Office for Davidson County, Tennessee.

   Amendment to Reciprocal Easement and Operation Agreement dated July 3, 1991, by and among The Bellevue Galleries, L.P., Home Depot U.S.A., Inc., Toys "R" Us, Inc., and Sovran Bank/Tennessee, of record in Book 8394 page 993, Register's Office for Davidson County, Tennessee.

   Second Amendment to Reciprocal Easement and Operation Agreement dated January 7, 1994, by and among BMP Bellevue, L.P., a Tennessee limited partnership (formerly named The Bellevue Galleries, L.P.), Home Depot U.S.A., Inc., Toys "R" Us, Inc., Taco Bell Corp., Circuit City Stores, Inc., and NationsBank of Tennessee, of record in Book 9214, page 962, Register's Office for Davidson County, Tennessee.

   Third Amendment to Reciprocal Easement and Operation Agreement dated June 23, 1995, by and among Home Depot U.S.A., Inc., BMP Bellevue L.P., a Tennessee limited partnership (formerly named The Bellevue Galleries, L.P.), Toys "R" Us, Inc., Taco Bell Corp., and Circuit City Stores, Inc., of record in Book 9720, page 53, Register's Office for Davidson County, Tennessee.

6. Agreement Regarding Amendment to Reciprocal Easement and Operation Agreement dated June 30, 1993, by and between Home Depot U.S.A., Inc., and BMP Bellevue, L.P., a Tennessee limited partnership, of record in Book 9005, page 237, Register's Office for Davidson County, Tennessee.

7. Development Agreement dated March 27, 1991, by and between The Bellevue Galleries, L.P., a Tennessee limited partnership, and Home Depot, U.S.A., Inc., of record in Book 8323, page 234, Register's Office for Davidson County, Tennessee.

   First Amendment to Development Agreement dated effective April 16, 1992, by and between The Bellevue Galleries, L.P., a Tennessee limited partnership, and Home Depot, U.S.A., Inc., of record in Book 8617, page 890, Register's Office for Davidson County, Tennessee.

8. Memorandum of Agreement made as of July 3, 1991, by and between The Bellevue Galleries, L.P., a Tennessee limited partnership, and Toys "R" Us, Inc., a Delaware corporation, of record in Book 8395, page 6, Register's Office for Davidson County, Tennessee.

9. Agreement Regarding Joint Access and Utility Easement and Accessway Agreement dated June 30, 1993, by and between BMP Bellevue, L.P., a Tennessee limited partnership, and Home Depot U.S.A., Inc., a Delaware corporation, of record in Book 9005, page 233, Register's Office for Davidson County, Tennessee.

10. Declarations of Restrictive Covenants by and between The Bellevue Galleries, L.P., and Taco Bell Corp., of record in Book 8399, page 88, and Book 8399, page 90, Register's Office for Davidson County, Tennessee.

11. Ground Lease and Declaration of Easements, Covenants, and Restrictions, dated March 27, 1991, by and between Stewart F. Kresge, Trustee, and Home Depot, U.S.A., Inc., with The Bellevue Galleries, L.P., and Service Merchandise Company, Inc., joining in, of record in Book 8323, page 111, Register's Office for Davidson County, Tennessee.

12. Reciprocal Easement, Maintenance, Indemnity and Restriction Agreement, dated January 7, 1994, by and between BMP Bellevue, L.P., a Tennessee limited partnership, and Circuit City Stores, Inc., a Virginia corporation, of record in Book 9214, page 985, Register's Office for Davidson County, Tennessee.

13. All matters as shown on the survey by Mark E. Sawyer, Sawyer Land Surveying, P.O. Box 215, Spring Hill, TN, RLS No. 1649, dated December 13, 2002, and as corrected on December 16, 2002, Job No. 02-086. (Affects Lot No. 8)

14. All matters as shown on the survey by Mark E. Sawyer, Sawyer Land Surveying, P.O. Box 215, Spring Hill, TN, RLS No. 1649, dated December 6, 2002, Job No. 02-076. (Affects Lot No. 1)

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said Grantee, its successors and assigns, forever; and it covenants with the said Grantee that it is lawfully seized and possessed of said land in fee simple, have a good right to convey it, and the same is unencumbered, unless otherwise herein set out; and further covenant and bind itself, its successors and assigns, to warrant and forever defend the title to the said land to the said Grantee, its successors and assigns, against the lawful claims of all persons whomsoever.

WITNESS my hand this 20th day of December, 2002.

MONTCLAIR INVESTMENT CORPORATION,
an Alabama corporation

By: _____
Terry Johnson, Vice President

STATE OF TEXAS)
COUNTY OF Harris)

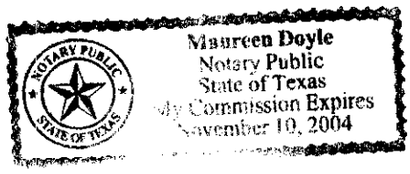
Personally appeared before me, the undersigned, a Notary Public in and for said County and State, **TERRY JOHNSON**, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the **Vice President** of the maker or a constituent of 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.

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WITNESS my hand, at office, this 28 day of December, 2002.

Maureen Doyle
Notary Public

My Commission Expires: Nov 10, 2004



198182.1/2002216