This instrument was prepared by: Ilan A. Lerman, Esq. Paul, Hastings, Janofsky & Walker LLP 75 East 55th Street New York, New York 10022	Davidson County DEEDWARR Recvd: 05/21/03 15:35 7pgs Fees:38.00 Taxes:21830.00 20030521-0069631

SPECIAL WARRANTY DEED

THIS SPECIAL WARRANTY DEED made as of this 16th day of May, 2003 between MPA 310 Nashville LLC (the "Grantor"), a Tennessee limited liability company, whose mailing address is 310 25th Avenue North, Suite 100, Nashville, Tennessee 37203, and Windrose 310 Properties, L.L.C., a Tennessee limited liability company (the "Grantee"), whose mailing address is 3502 Woodview Trace, Suite 210, Indianapolis, Indiana 46268.

WITNESSETH:

That Grantor, for and in consideration of the sum of TEN DOLLARS ($10.00) and other good and valuable consideration, to it in hand paid by Grantee, the receipt whereof is hereby acknowledged, does hereby bargain, sell, convey and confirm unto Grantee the real property and all improvements situated thereon (the "Property") located in Davidson County, Tennessee, and more particularly described as:

SEE EXHIBIT A ATTACHED HERETO AND MADE A PART HEREOF.

together with all buildings, structures, fixtures and improvements located thereon.

The property is improved with an address of 310 25th Avenue, Nashville, Tennessee.

BEING the same property described in and conveyed to the Grantor herein by Warranty Deed of record as Instrument No. 20001211-0121960, in the Register's Office of Davidson County, Tennessee.

The party of the first part does hereby covenant with the party of the second part that it is lawfully seized in fee of the aforedescribed real estate; that it has good right to sell and convey the same; that the same is unencumbered, except for:

ARTICLE 1

Those permitted exceptions contained on Exhibit "B" attached hereto, (none of which are hereby re-imposed by virtue of this Deed).

ARTICLE 2

Real estate taxes for the year 2003 and all subsequent years.

ARTICLE 3

Existing applicable governmental building and zoning ordinances and other governmental regulations.

TO HAVE AND TO HOLD the aforedescribed real estate, together with all appurtenances and hereditaments thereunto belonging or in any wise appertaining unto the party of the second part, its successors and assigns in feel simple forever.

AND GRANTOR hereby covenants with Grantee that the title and quiet possession thereto it will warrant and forever defend against lawful claims of all persons claiming by, through, or under it, but not further or otherwise.

[SIGNATURE PAGE TO FOLLOW]

IN WITNESS WHEREOF, Grantor has caused this Special Warranty Deed to be executed by its duly authorized representative on the day and year first above written.

Witness Signature
Print Name: Andrew Grissom

Witness Signature
Print Name: Barry Hardwick

MPA 310 NASHVILLE LLC

By: Medical Properties of America, LLC, a Delaware limited liability company, its authorized signatory

By: Richard Treadway
Name: Richard Treadway
Title: Chairman and CEO

STATE OF Tennessee

COUNTY OF Davidson

I hereby swear or affirm that, to the best of my knowledge, information, and belief, the actual consideration for this transfer or value of the property transferred, whichever is greater, is $5,900,000.00, which amount is equal to or greater than the amount which the property would command at a fair and voluntary sale.

Affiant

MPA 310 NASHVILLE LLC

By: Medical Properties of America, LLC, a Delaware limited liability company, its authorized signatory

By: Richard Treadway
Name: Richard Treadway
Title: Chairman and CEO

Subscribed and sworn to before me this the 8th day of May, 2003.

Notary Public
Maureen J. Anderson

My commission expires:
1-27-07

NY55/261150.5
43656.00017

ACKNOWLEDGMENT

STATE OF Tennessee)
)ss:
COUNTY OF Davidson)

Before me, the undersigned Notary Public in and for the State and County aforesaid, personally appeared RICHARD TREADWAY, with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence, and who, upon his oath, acknowledged himself to be the Chairman and CEO of Medical Properties of America, LLC, which is the authorized signatory of MPA 310 Nashville, LLC, the within-named bargainor, and that he, as such Chairman and CEO of such authorized signatory, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of the limited liability company, through its authorized signatory by himself as Chairman and CEO as his free act and deed.

Maureen T. Anderson
Notary Public

NOTARY PUBLIC AT LARGE

Print or Stamp Name: Maureen T. Anderson

Commission No.:
My Commission Expires:
1-27-07

Tax identification number: 92-11-111

Name and address of new Property Owner: Windrose 310 Properties, L.L.C.
3502 Woodview Trace, Suite 210
Indianapolis, Indiana 46268

Send tax bills to: Windrose 310 Properties, L.L.C.
3502 Woodview Trace, Suite 210
Indianapolis, Indiana 46268

EXHIBIT A

Legal Description

Land in Davidson County, Tennessee, being Lot No. 1 on the Resubdivision of Physicians Park, Section 8, of record in Plat Book 7900, page 58, Register's Office for Davidson County, Tennessee, to which plat reference is made for a more complete description.

EXHIBIT B

1. All assessments, and taxes for the year 2003, and thereafter, not yet due and payable.

2. All matters appearing on the plat of record in Plat Book 7900, page 58, Register's Office for Davidson County,).

3. Use and Building Restrictions contained in an instrument of record in Book 6454, page 695, and Book 6454, page 699, aforesaid Register's Office.

4. Restrictions contained in an instrument of record in Book 6500, page 282, aforesaid Register's Office.

5. Easements and conditions contained in Bill 83-60 of the Metropolitan Council of Nashville and Davidson County, Tennessee, which closed Alley 929.

6. Grant of Utility Line Easement to Metropolitan Government of Nashville and Davidson County, Tennessee, of record in Book 11227, page 349, aforesaid Register's Office.

7. Easement for construction of slopes and construction of working area as contained in the deed of record in Book 11303, page 137, aforesaid Register's Office.

8. Modification Agreement by and between MPA 310 Nashville, LLC and HCA Properties as to agreement to modify and extend rights of first refusal dated September 19, 2000, of record as Instrument No. 20001211-0121961, aforesaid Register's Office.

9. Waiver by HCA Properties dated September 14, 2000, as to rights of first refusal to purchaser certain real property of record as Instrument No. 20001212-0122224, aforesaid Register's Office.

10. The following matters, as shown upon that certain plat of Survey made on February 26, 2003 by William C. Cockrill, RLS No. 1401 with the firm of Barge Waggoner Sumner & Cannon, Inc. in Nashville, Tennessee and designated as Job No. 03909-38:

    (a) Rights of parties to maintain existing utilities and utility facilities;
    (b) Building set back lines;
    (c) Effect, if any, of failure of fences to lie exactly on the property lines;
    (d) Effect, if any, of failure of cross tie retaining wall to lie exactly on the property lines; and
    (e) Apparent right of parties for ingress/egress over property as indicated by curb cut and driveway in southeast corner of property.

11. Deed of Trust and Security Agreement recorded at Book 6454, page 710, the Register's Office (said Deed of Trust was amended by First Amendment to Deed of Trust and Security Agreement of record in Book 7952, page 688, aforesaid Register's Office), said indebtedness being further secured by:

(i) Collateral assignment of rents and leases at Book 6454, page 738, which was assigned to Commerce Union Bank at Book 6454, page 749;

(ii) Trust Indenture between the Industrial Board and Commerce Union Bank at Book 6454, page 750;

(iii) UCC Financing Statement at Book 6454, page 803; and

(iv) Subordination Agreement of record in Book 7952, page 685.