This Instrument Prepared By:
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Suite 1000, 211 Commerce Street
Nashville, Tennessee 37201

Davidson County DEEDWARR
Recvd: 06/02/03 09:52 7pgs
Fees:38.00 Taxes:12580.00
20030602-0074437

ADDRESS NEW OWNER	SEND TAX BILLS TO:	MAP PARCEL
GDT CG1, LLC	Same	51-6/56
7707 S.W. 44th Street		51-6/55
Oklahoma City, Oklahoma 73179		51-6/13
		51-6/11

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $3,400,000.00.

Affiant

Subscribed and sworn to before me this the 30th of May, 2003.

Notary Public

My Commission Expires: My Commission Expires 12/17/03

PAMELA B. HAMPTON NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION OF the sum of Ten Dollars ($10.00), cash in hand paid by the hereinafter named GRANTEE, and other good and valuable considerations, the receipt and sufficiency of which are hereby acknowledged, **PNL Nashville, LLC**, a Delaware limited liability company, hereinafter called "GRANTOR," has bargained and sold, and by these presents does transfer and convey unto **GDT CG1, LLC**, an Oklahoma limited liability company, hereinafter called "GRANTEE," its successors and assigns, certain real property in Davidson County, State of Tennessee, described as follows (the "Property"):

(SEE EXHIBIT "A" ATTACHED HERETO AND INCORPORATED BY REFERENCE AS FULLY AS THOUGH COPIED HEREIN)

The Property is transferred subject to the limitations, restrictions, and encumbrances set forth on **Exhibit "B**."

This is improved property known as 610 Due West Avenue, Madison, Tennessee.

TO HAVE AND TO HOLD the Property, with the appurtenances, estate, title and interest thereto belonging to the said GRANTEE, its successors and assigns, forever, and GRANTOR does covenant with said GRANTEE that it is lawfully seized and possessed of the Property in fee simple, has a good right to convey it, and the same is free from all encumbrances made or suffered by Grantor, except as listed on **Exhibit B** and representations and limitations as expressly provided for hereby; and GRANTOR does further covenant and bind itself, its successors, assigns and representative, to warrant and forever defend the title to the Property to the said GRANTEE, its successors and assigns, against the lawful claims of all persons claiming by, through or under the GRANTOR, but not further or otherwise. Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

WITNESS its hand this, the 30th day of May, 2003.

GRANTOR:

PNL Nashville, LLC, a Delaware limited liability company

By: _____
John C. Gilbert
Manager

STATE OF TEXAS
COUNTY OF DALLAS

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared **John C. Gilbert**, with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledge himself to be Manager of PNL Nashville, LLC, the within named bargainor, a Delaware limited liability company, and that he as such Manager, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the limited liability company by himself as Manager.

Witness my hand and seal, at office, in DALLAS, TEXAS, this the 30th day of May, 2003.

_____
Notary Public

My Commission Expires:

10-26-03

ZELA A. MORRIS
NOTARY PUBLIC
STATE OF TEXAS
MY COMM. EXP. 10-26-2003

N MBH 427259 v1
825449-00003 05/29/2003

EXHIBIT "A"

Land lying in the Third Councilmanic District of Metropolitan Nashville and Davidson County, Tennessee, being a part of the PNL Nashville, LLC property of record in Instrument Number 20010119-0006088, Register's Office for Davidson County (R.O.D.C.), Tennessee and being more particularly described as follows:

Beginning at an iron rod (old) in the westerly right-of-way of South Graycroft Avenue, said iron rod being the north terminus of the northwesterly return curve at the intersection of said South Graycroft Avenue and Due West Avenue; thence,

With said return curve in a southerly and westerly direction with a 28.00-foot radius curve to the right an arc length of 44.22 feet, an interior angle of 90 degrees 29 minutes 12 seconds and a chord bearing and distance of South 48 degrees 04 minutes 28 seconds West, 39.77 feet to an iron rod (new) in the north right-of-way margin of said Due West Avenue; thence,

With said north margin, North 86 degrees 40 minutes 56 seconds West, 1056.52 feet to an iron rod (old); thence,

North 87 degrees 34 minutes 11 seconds West, 408.87 feet to an iron rod (new); thence,

North 02 degrees 53 minutes 19 seconds East, 5.91 feet to an iron rod (new); thence,

North 87 degrees 29 minutes 16 seconds West, 110.42 feet to an iron rod (new) that is the southeast corner of the Marion G. Doyle property of record in Book 6226, Page 945, R.O.D.C., Tennessee; thence,

Leaving said northerly right-of-way of Due West Avenue, with the east property line of said Doyle property, North 01 degrees 22 minutes 50 seconds East, 531.07 feet to an iron rod (new) in the easterly right-of-way of Interstate 65; thence,

With said easterly right-of-way of Interstate 65, North 32 degrees 17 minutes 49 seconds East, 430.86 feet to an iron rod (new); thence,

North 06 degrees 13 minutes 19 seconds East, 358.34 feet to an iron rod (new); thence,

North 19 degrees 09 minutes 50 seconds East, 32.05 feet to an iron rod (new) that is the southwest corner of The Metropolitan Government of Nashville and Davidson County, Tennessee property of record in Instrument Number 20000512-0047944, R.O.D.C., Tennessee; thence,

Leaving said easterly right-of-way of Interstate 65, with the south property line of said Metropolitan Government property, South 87 degrees 14 minutes 47 seconds East, 403.88 feet to

an iron rod (old), the southwest corner of the HTI Memorial Hospital Corporation property of record in Instrument Number 2001016-0004489, R.O.D.C., Tennessee; thence,

With HTI Memorial Hospital Corporation's south property line, South 87 degrees 15 minutes 09 seconds East, 440.49 feet to an iron rod (old) that is in the southwest corner of the Charles R. Ogle and wife, Barbara Ogle property of record in Instrument 20000815-0080918, R.O.D.C., Tennessee; thence,

With Ogle's south property line, South 87 degrees 16 minutes 28 seconds East, 80.74 feet to an iron rod (old) that is the northwest corner of the Oliver R. Campbell, et ux property of record in Book 2929, page 485, R.O.D.C., Tennessee; thence,

With Oliver R. Campbell's west property line, South 03 degrees 54 minutes 09 seconds West, 289.16 feet to an iron rod (old); thence,

With Oliver R. Campbell's south property line, South 87 degrees 10 minutes 38 seconds East, 149.90 feet to an iron rod (old) that is the southwest corner of Frances K. Campbell property of record in Book 3375, page 39, R.O.D.C., Tennessee; thence,

With the Frances K. Campbell's south property line, South 87 degrees 07 minutes 37 seconds East, 304.09 feet to an iron rod (old) in the west right-of-way line of South Graycroft Avenue,

With said west right-of-way line, South 02 degrees 44 minutes 17 seconds West, 134.93 feet to an iron rod (old) that is the northeast corner of the Minnie L. Moore property of record in Book 2882, page 186, R.O.D.C., Tennessee; thence,

With Moore's north property line, North 87 degrees 03 minutes 25 seconds West, 307.27 feet to an iron rod (old) that is in the northwest corner of the Minnie L. Moore property thence,

With Moore's west property line, South 03 degrees 58 minutes 11 seconds West, 134.12 feet to an iron rod (old) that is Moore's southwest property corner; thence,

With Moore's south property line, South 86 degrees 54 minutes 54 seconds East, 310.15 feet to an iron rod (old) in the westerly right-of-way of South Graycroft Avenue; thence,

With said westerly right-of-way of South Graycroft Avenue, South 02 degrees 44 minutes 17 seconds West, 149.03 feet to an iron rod (old) that is the northeast corner of the Eugenia Elmore Peay property of record in Book 3505, Page 267, R.O.D.C., Tennessee; thence,

Leaving said westerly right-of-way of South Graycroft Avenue, with Peay's north property line, North 87 degrees 10 minutes 13 seconds West, 314.17 feet to an iron rod (old) that is Peay's northwest property corner; thence,

With Peay's west property line, South 04 degrees 34 minutes 31 seconds West, 194.93 feet to an iron rod (old) that is Peay's southwest property corner; thence,

With Peay's south property line, South 87 degrees 10 minutes 16 seconds East, 320.42 feet to an iron rod (old) in the west right-of-way margin of South Graycroft Avenue; thence,

With said west margin, South 02 degrees 44 minutes, 17 seconds West, 376.27 feet to the Point of Beginning and containing 1,738,649 square feet or 39.914 acres, more or less, as calculated by the above courses and distances, as shown by survey made by Ragan Smith Associates, Kenneth R. Shreeve, Registered Land Surveyor, Tennessee License No. 2298, 315 Woodland Street, Nashville, Tennessee 37206, dated February 19, 2003, bearing Job No. 83-147.

Being the same property conveyed to PNL Nashville, LLC, a Delaware limited liability company, in Instrument No. 20010119-0006088, Register's Office for Davidson County, Tennessee.

Together with appurtenant Access Easement as set forth in Instrument No. 200102160015188, Register's Office for Davidson County, Tennessee.

EXHIBIT "B"

THE FOREGOING DESCRIBED PROPERTY IS CONVEYED SUBJECT TO THE FOLLOWING:

1. Metropolitan Government and Davidson County taxes for the year 2003 and subsequent years, which have been assumed by Grantee.

2. Easement(s) to Nashville Gas Company, as set forth in instrument recorded in Book 6928, page 969, Register's Office for Davidson County, Tennessee.

3. Deeds of Conveyance to The Metropolitan Government of Nashville and Davidson County, Department of Water and Sewerage Service, of record in Book 4067, page 959, Register's Office for Davidson County, Tennessee.

4. Overhead Line Easement, as set forth in instrument recorded in Book 5294, page 394, Register's Office for Davidson County, Tennessee.

5. Restrictions and Easements as contained in Book 2336, page 358, Register's Office for Davidson County, Tennessee.

6. Deeds of Conveyance to The Metropolitan Government of Nashville and Davidson County, Department of Water and Sewerage Service, of record in Book 3839, page 943, Book 3839, page 951, Book 3840, page 395 and in Book 7397, page 887, Register's Office for Davidson County, Tennessee.

7. Right of Way Easement(s), as set forth in instrument recorded in Book 8312, page 772, Register's Office for Davidson County, Tennessee.

8. Agreement for Dedication of Easement for utility pole anchor purposes of record in Book 8527, page 733, Register's Office for Davidson County, Tennessee.

9. Deeds of Conveyance to The Metropolitan Government of Nashville and Davidson County, Department of Water and Sewerage Service, of record in Book 7756, page 728, Register's Office for Davidson County, Tennessee.

10. Deeds of Conveyance to The Metropolitan Government of Nashville and Davidson County, Department of Water and Sewerage Service, of record in Book 4067, page 963, Register's Office for Davidson County, Tennessee.

11. Covenants and Restrictions contained in Special Warranty Deed of record in Instrument No. 20010119-0006088, Register's Office for Davidson County, Tennessee.

12. Deeds of Conveyance to The Metropolitan Government of Nashville and Davidson County, Department of Water and Sewerage Service, of record in Instrument No. 20021211-0152941, Register's Office for Davidson County, Tennessee.

13. Deeds of Conveyance to The Metropolitan Government of Nashville and Davidson County, Department of Water and Sewerage Service, of record in Instrument No. 20021211-0152939, Register's Office for Davidson County, Tennessee.

14. Easement(s) to Madison Suburban Utility District, as set forth in instrument recorded in Instrument No. 20021004-0121383, Register's Office for Davidson County, Tennessee.

15. Easement(s) to State of Tennessee, as set forth in instrument recorded in Instrument No. 20020125-0010539, Register's Office for Davidson County, Tennessee.

16. Rights of others in Access Easement of record in Instrument No. 20010216-0015188.

17. As to the west boundary of subject property: Access is limited due to the fact that subject property is adjacent to I-65, a controlled access highway.

18. Easement for the flow of a creek crossing subject property.

19. Rights of Susan Brown and/or "All About Kids" in possession as tenants only under unrecorded leases(s).

20. Survey Job No. 83-147, Work Order No. 6922 dated February 19, 2003 and prepared by Kenneth R. Shreeve TN RLS #2298 of Ragan-Smith-Associates, Inc indicates the following:

    a. Mislocated fencing along northeasterly property line.
    b. 10' Sanitary Sewer crosses property line in easterly portion.

All as more particularly shown on said survey.