Box 49
8845

SPECIAL WARRANTY DEED

Davidson County DEEDWARR
Recvd: 10/28/03 15:38 14pgs
Fees:73.00 Taxes:114089.50
20031028-0158863

RECORD & RETURN TO:

Ivan W. May
Real Estate Paralegal
ProLogis-North Carolina Limited Partnership
14100 E. 35th Place
Aurora, Colorado 80011

SPECIAL WARRANTY DEED	STATE OF COLORADO, COUNTY OF ADAMS THE ACTUAL CONSIDERATION OR VALUE, WHICHEVER IS GREATER FOR THIS TRANSFER IS $30,835,000. *ProLogis-North Carolina Limited Partnership, a Delaware limited partnership* *By ProLogis-North Carolina (1) Incorporated, a Maryland corporation, its General Partner* *By: Stephen K. Schutte,* *Its: Vice President* SUBSCRIBED AND SWORN TO BEFORE ME THIS 22nd DAY OF OCTOBER, 2003. Ivan W. May Ivan W. May, Public Notary SEAL My commission expires: July 19, 2004

THIS INSTRUMENT WAS PREPARED BY:
ORRICK HERRINGTON & SUTCLIFFE LLP
777 South Figueroa Street, Suite 3200
Los Angeles, CA 90017

DOCSLA1:458152.1
6826-46 LK1

NAME/ADDRESS OF NEW OWNER:	SEND TAX BILLS TO:	MAP – PARCEL #
ProLogis-North Carolina Limited Partnership 14100 E. 35th Place Aurora, Colorado 80011	Shane Moncreif Deloitte & Touche 2500 Cumberland Parkway, #350 Atlanta, Georgia 30330 (707) 432-0601	Davidson County Map 183- Parcels 92, 90, 89, 87, 42 and 28 Rutherford County Map 17- Parcels 29, 29.01, 29.02, 28.07

FOR AND IN CONSIDERATION of Ten ($10.00) Dollars, cash in hand paid by the hereinafter named Grantees, and other good and valuable considerations, the receipt and sufficiency of which are hereby acknowledged, GATEWAY CUMBERLAND PROPERTIES, INC., a California corporation, hereinafter called **"GRANTOR,"** has bargained and sold, and by these presents does transfer and convey unto PROLOGIS-NORTH CAROLINA LIMITED PARTNERSHIP, a Delaware limited partnership, hereinafter called **"GRANTEE,"** a certain tracts or parcels of land in Davidson County and Rutherford County, State of Tennessee, described as follows:

See Legal Description attached as Exhibit "A" and incorporated herein by this reference.

Being the same property conveyed to Gateway Cumberland Properties, Inc. by Deeds from System Realty Nine, Inc., a Virginia Corporation, of record in Book 10263, page 390, in the Register's Office for Davidson County, Tennessee; and of record in Deed Book 585, page 727, and Deed Book 600, page 540, in the Register's Office for Rutherford County, Tennessee.

The conveyance of the above-described parcel of land is subject to the following:

1. 2003 Davidson County and Rutherford County taxes which have been prorated by the parties and assumed by the Grantees; and
2. Subject to any and all zoning regulations, building restrictions, setback lines, if any, and easements and rights of way for public utilities applicable to this property; and

This property is also known as improved property located at 1401 Gould Boulevard, 1430 Gould Boulevard, 1450 Gould Boulevard, 1277 Heil-Quaker Boulevard, 1284 Heil-Quaker Boulevard, 1293 Heil-Quaker Boulevard, 1325 Heil-Quaker Boulevard, 1349 Heil-Quaker Boulevard, 1375 Heil-Quaker Boulevard, 1405 Heil-Quaker Boulevard and 1435 Heil-Quaker Boulevard

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 GRANTOR does covenant with the said GRANTEE that it is lawfully seized and possessed of said land in fee simple, has a good right to convey it, and the same is unencumbered, unless otherwise herein set out; and GRANTOR does further covenant and bind itself, its successors, assigns and representatives, 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 claiming by or through Grantor. 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 our hands this 23 day of October, 2003.

GATEWAY CUMBERLAND PROPERTIES, INC., a California corporation

By: _____
Name: EARL W. BUEHNER
Title: VICE PRESIDENT, ASST. SECRETARY & ASST. TREASURER

DOCSLA1:458152.1
6826-46 LK1

ACKNOWLEDGMENT

STATE OF CALIFORNIA)
) ss:
COUNTY OF LOS ANGELES)

On October 23, 2003, before me, Wayne Petersen, Notary Public, personally appeared Earl W. Buehner, personally known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Wayne Petersen
Notary Public

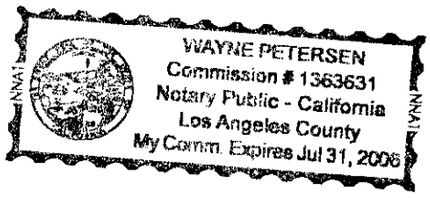


Exhibit "A"
Legal Description

TRACT 1:

Parcel A:

A tract of land in the 3rd Civil District of Rutherford County, City of Lavergne, Tennessee, lying between Heil-Quaker Boulevard and Interstate 24 and being more particularly described as follows:

Beginning at an existing iron pin in the southerly right-of-way line of Heil-Quaker Boulevard (60-foot R.O.W.) that is 2473.08 feet south of the south end of the southeasterly return curve at the intersection of Heil-Quaker Boulevard and Firestone Parkway (80-foot R.O.W.) as measured along the southerly right-of-way line of Heil-Quaker Boulevard and proceeding as follows:

1. Southeastwardly with the southerly right-of-way line of Heil-Quaker Boulevard, having a 4582.75-foot radius curve to the right, a distance of 1198.38 feet to an existing iron pin at the northwesterly property corner of Lot No. 1 as shown on the Final Plat of Interchange City Industrial Park as of record in Plat Book 8, Page 100, Register's Office of Rutherford County, Tennessee; said curve has a chord bearing and distance of S 50° 30' 15" E, 1194.968 feet; thence,

2. Leaving said right-of-way line, with the westerly property line of Lot No. 1 - Section 32 - Interchange City Industrial Park S 49° 42' 12" W, 705.11 feet to an iron pin set by an existing concrete highway monument on the northerly right-of-way line of Interstate 24; thence,

3. With the northerly right-of-way line of Interstate 24, N 46° 30' 38" W, 1114.47 feet to a chiseled "X" on rock painted; thence,

4. Leaving said right-of-way line, with a new line, N 43° 22' 16" E, 617.75 feet to the point of beginning and containing 790,043 square feet or 18.137 acres, more or less.

This description was prepared from an ALTA/ACSM Land Title Survey by Ragan-Smith-Associates, Inc., Job No. 84-095/4273; dated 7/15/93 and certified by John O. Spry, RLS #727.

Parcel B:

A tract of improved land, in the 3rd Civil District of Rutherford County, City of Lavergne, Tennessee, lying between Heil-Quaker Boulevard and Interstate 24 and being more particularly described as follows:

Beginning an iron pin set on the southerly right-of-way line of Heil-Quaker Boulevard (60-foot R.O.W.) that is 1671.01 feet, more or less, south of the south end of the southwesterly return curve at the intersection of Heil-Quaker Boulevard and Firestone Parkway (80-foot R.O.W.) as measured along the southerly right-of-way line of Heil-Quaker Boulevard; said point also being the easterly property corner of a tract of land described as Phase I - Property Description in Memorandum of Lease to Nuturn Corporation as of record in Deed book 8120, Page 87, Register's Office of Davidson County, Tennessee and proceeding as follows:

Exhibit "A"
Legal Description
(continued)

1.. Southeastwardly with the southerly right-of-way line of Heil-Quaker Boulevard, having a 909.95-foot radius curve to the left, a distance of 110.45 feet to an existing concrete monument; said curve has a chord bearing and distance of S 55° 09' 36" E, 110.381 feet; thence,

2. S 58° 43' 30" E, 635.04 feet to an existing iron pin; thence,

3. With a 4582.75-foot radius curve to the right a distance of 56.58 feet to an iron pin set; said curve has a chord bearing and distance of S 58° 20' 57" E, 56.583 feet; thence,

4. Leaving said right-of-way line, with a severance, S 43° 22' 16" W, 617.75 feet to a chiseled "X" on rock painted on the northerly right-of-way line of Interstate 24; thence,

5. With the northerly right-of-way line of Interstate 24, N 46° 30' 38" W, 786.63 feet to a railroad spike set at the southerly property corner of said Nutum Corporation Lease Tract; thence,

6. Leaving said right-of-way line, with the southeasterly property line of the said Nutum Corporation Lease Tract, N 43° 30' 45" E, 455.19 feet to the point of beginning and containing 419,297 square feet or 9.626 acres, more or less.

This description was prepared from an ALTA/ACSM Land Title Survey by Ragan-Smith-Associates, Inc., Job No. 84-095/4273; dated 7/15/93 and certified by John O. Spry, RLS #727.

Parcel C:

A tract of land, partly in the 3rd Civil District of Rutherford County, City of Lavergne, Tennessee, and partly in the Scoood Civil District of Metropolitan Nashville, Davidson County, Tennessee; lying between Heil-Quaker Boulevard and Interstate 24 and being more particularly described as follows:

Beginning at a point on the southerly right-of-way line of Heil-Quaker Boulevard (60-foot R.O.W.); said point being witnessed by a P.K. nail in the concrete curb of a box culvert that is N 59° 03' 37" E, 3.64 feet; said point is also 1191.31 feet, more or less, south of the south end of the southwesterly return curve at the intersection of Heil-Quaker Boulevard and Firestone Parkway (80-foot R.O.W.) as measured along the southerly right-of-way line of Heil-Quaker Boulevard. Said point also being the easterly property corner of Lot No. 1 - Interchange City Industrial Park Section 29 as of record in Plat Book 5210, Page 350, Register's Office of Davidson County, Tennessee and proceeding as follows:

1. Southeastwardly with the southerly right-of-way line of Heil-Quaker Boulevard, having a 909.95-foot radius curve to the left, a distance of 479.70 feet to an iron pin set; said curve has a chord bearing and distance of S 36° 34' 49" E, 474.17 feet; thence,

2. Leaving said right-of-way line, with a severance and lease line, S 43° 30' 45" W, 455.19 feet to a railroad spike set on the northerly right-of-way line of Interstate 24; thence,

3. With the northerly right-of-way line of Interstate 24, N 46° 30' 38" W, 337.00 feet to an existing concrete highway monument at the southeasterly corner of property devised to Mary King by Will of G. W. Johnson,

Exhibit "A"
Legal Description
(continued)

deceased, of record in Will Book 49, Page 241, County Court for Davidson County, the said Mary King having since died, leaving as her heir-at-law, Isabella Wilson; thence,

4. Leaving said right-of-way line, with the easterly property line of the Wilson tract, N 01° 08' 09" E, 135.64 feet to an existing iron pin; thence,

5. N 46° 31' 31" W, 160.21 feet to an existing iron pin in the center of the West Branch of Hurricane Creek, in the southeasterly property line of the said Lot No. 1 - Interchange City Industrial Park Section 29; thence,

6. With the southeasterly property line of Lot 1, N 59° 03' 37" E, 453.40 feet to the point of beginning and containing 239,821 square feet or 5.51 acres, more or less.

This description was prepared from an ALTA/ACSM Land Title Survey by Ragan-Smith-Associates, Inc., Job No. 84-095/4273; dated 7-15-93 and certified by John O. Spry, RLS #727.

TRACT 2:

A tract of land in the Second Civil District of Metropolitan Nashville, Davidson County, Tennessee, being Lot No. 1 as shown on the Final Plat of Resubdivision of Section XXII - Interchange City Industrial Park as of record in Plat Book 5210, Page 202, Register's Office of Davidson County, Tennessee and being more particularly described as follows:

Beginning at an existing iron pin on the easterly right-of-way line of Gould Boulevard (60-foot R.O.W.) that is 270.09 feet from the southerly end of the southeasterly return curve at the intersection of Firestone Parkway and Gould Boulevard, as measured along the easterly right-of-way line of Gould Boulevard; said iron pin also being the southwesterly property corner of Tract 216B as shown on the Final Plat of Subdivision of Tracts 216A and 216B - Interchange City Industrial Park as of record in Plat Book 6900, Page 95, R.O.D.C., Tennessee and proceeding as follows:

1. Leaving said right-of-way line, with the southerly property line of Tract 216B, N 72° 11' 53" E a distance of 221.44 feet to an existing iron pin; thence,

2. S 39° 19' 27" E a distance of 301.14 feet to an existing concrete monument at the common westerly property corner between Tracts 216A and 216B; thence,

3. With the westerly property line of Tract 216A, S 17° 52' 00" E a distance of 507.06 feet to a painted spot on manhole cover in the northerly property line of Lot No. 1 - Section XXI - Interchange City Industrial Park as of record in Plat Book 5210, Page 88, R.O.D.C., Tennessee; thence,

4. With the northerly property line of Lot No. 1 (Plat Book 5210, Page 88) in part, N 76° 49' 18" W a distance of 217.88 feet to an iron pin (set); thence,

5. S 72° 08' 00" W a distance of 157.97 feet to a railroad spike (set) on the easterly right-of-way line of Gould Boulevard at the northwesterly property corner of Lot No. 1 (Plat Book 5210, Page 88); thence,

Exhibit "A"
Legal Description
(continued)

6. With the easterly right-of-way line of Gould Boulevard, N 17° 52' 00" W a distance of 542.05 feet to an existing iron pin; thence,

7. With a 686.20-foot radius curve to the right, a distance of 134.013 feet to the point of beginning; said curve has a chord bearing and distance of N 12° 16' 20" W, 133.800 feet. The tract contains 227,129 square feet or 5.214 acres, more or less.

This description was prepared from an ALTA/ACSM Land Title Survey by Ragan-Smith-Associates, Inc, Job No. 84-095/4273; dated 7-15-93 and certified by John O. Spry, R.L.S. #727.

TRACT 3:

A tract of land in the Second Civil District of Nashville, Davidson County, Tennessee, being shown as Lot 1 on the Plat of Interchange City, Industrial Park, Section XXI of record in Plat Book 5210, Page 88, Register's Office of Davidson County, Tennessee and more fully described as follows:

Beginning at a railroad spike on the easterly right-of-way line of Gould Boulevard; said spike being southerly 946.09 feet from the south end at the southeast radius return of Firestone Parkway and proceeding as follows:

1. Leaving said right-of-way line of Gould Boulevard and with the southerly property line of Lot 1 of Interchange City, Resubdivision of Section XXII of record in Book 5210, Page 202, R.O.D.C., Tennessee, N 72° 08' 00" E, 157.97 feet to an iron pin set; thence,

2. Continuing with said property line, S 76° 49' 18" E, passing a painted spot on manhole cover at the southerly property corner of Tract 216A of Interchange City, Resubdivision of Tracts 216A and 216B of record in Book 6900, Page 95, R.O.D.C., Tennessee at 217.85 feet and continuing on with the southerly property line of the Interchange City Associates, Ltd. property as of record in Book 6381, Page 227, R.O.D.C., Tennessee for a total distance of 534.67 feet to an existing iron pin; thence,

3. Continuing with the southerly property line of said Interchange City Associates Ltd. property and the westerly property line of the Interchange City Industrial Park Section XXVIII of record in Plat Book 5210, Page 297, R.O.D.C., S 14° 21' 44" W, 522.00 feet to an existing iron pin; said pin being at the northerly common property corner of the Interchange City Industrial Park property, Lot 1, Resubdivision of Tract 215B of record in Plat Book 7900, Page 222 and Lot 215A, Interchange City Industrial Park property, Resubdivision of Tract 215B as recorded in Plat Book 6900, Page 642, R.O.D.C., Tennessee; thence,

4. With the northerly property line of Lot 215A, N 45° 58' 49" W, 143.91 feet to an iron pin set; thence,

5. N 62° 55' 22" W, 381.27 feet to an existing iron pin on the easterly right-of-way line of said Gould Boulevard; thence,

6. With the easterly right-of-way line of Gould Boulevard in a northerly direction, N 17° 52' 00" W, 321.05 feet to the point of beginning. Said tract contains 242,389 square feet or 5.564 acres, more or less.

This description was prepared from an ALTA/ACSM Land Title Survey by Ragan-Smith-Associates, Inc., Job No. 84-095/4273; dated 7-15-93 and certified by John O. Spry, RLS #727.

Exhibit "A"
Legal Description
(continued)

TRACT 4:

A tract of land in the Second Civil District of Metropolitan Nashville, Davidson County, Tennessee, being Lot No. 1 as shown on the Final Plat of Revised Section III - Interchange City Industrial Park as of record in Plat Book 5050, Page 100, Register's Office of Davidson County, Tennessee and being more particularly described as follows:

Beginning at an existing iron pin at the southeasterly property corner of Reserved Parcel "A" - Section III - Interchange City Industrial Park on the westerly right-of-way line of Gould Boulevard (60-foot R.O.W.) that is 1520.14 feet south of the south end of the southwest return curve at Firestone Parkway as measured along the westerly right-of-way line of Gould Boulevard and proceeding as follows:

1. Southeastwardly, with the westerly right-of-way line of Gould Boulevard, with a 630.00-foot radius curve to the left, a distance of 240.48 feet to an existing iron pin; said curve has a chord bearing and distance of S 35° 31' 46" E, 239.023 feet; thence,

2. S 46° 27' 53" E a distance of 202.50 feet to a concrete monument; thence,

3. With a 60-foot radius curve to the left a distance of 74.29 feet to an existing iron pin at the westerly property corner of Lot No. 1 as shown on the Final Plat of Interchange City Industrial Park - Subdivision of Lot 215B as of record in Plat Book 7900, Page 222, R.O.D.C., Tennessee; said curve has a chord bearing and distance of S 81° 27' 31" E, 69.635 feet; thence,

4. Leaving said right-of-way line, with the westerly property line of Lot No. 1 (Plat Book 7900, Page 222), S 28° 09' 36" E a distance of 122.26 feet to an existing concrete monument in the northerly property line of Lot No. 1 as shown on the Final Plat of Interchange City Industrial Park - Section XXIX as of record in Plat Book 5210, Page 350, R.O.D.C., Tennessee; thence,

5. With the southwesterly property line of Lot No. 1 (Plat Book 5210, Page 350), S 43° 32' 35" W, a distance of 375.00 feet to an iron pin (set) on the northerly right-of-way line of Interstate 24; thence,

6. With said right-of-way line, N 46° 35' 27" W a distance of 725.00 feet to an existing iron pin at the southerly property corner of Reserved Parcel "A"; thence,

7. Leaving said right-of-way line, with the southeasterly property line of Reserved Parcel "A", N 43° 24' 33" E a distance of 210.00 feet to an existing concrete monument; thence,

8. N 72° 14' 21" E a distance of 239.88 feet to the point of beginning and containing 271,090 square feet or 6.223 acres more or less.

This description was prepared from an ALTA/ACSM Land Title Survey by Ragan-Smith-Associates, Inc., Job No. 84-095/4273; dated 7-15-93 and certified by John O. Spry, RLS #727.

Exhibit "A"
Legal Description
(continued)

TRACT 3:

A tract of land in the Second Civil District of Metropolitan Nashville, Davidson County, Tennessee, being Lot No. 1 as shown on the Final Plat of Interchange City Industrial Park - Section XXVIII as of record in Plat Book 5210, Page 297, Register's Office of Davidson County, Tennessee and being more particularly described as follows:

Beginning at an existing iron pin on the westerly right-of-way line of Heil-Quaker Boulevard (60-foot R.O.W.) that is 225.63 feet south of the south end of the southwesterly return curve at the intersection of Firestone Parkway (80-foot R.O.W.) and Heil-Quaker Boulevard as measured along the westerly right-of-way line of Heil-Quaker Boulevard; said iron pin also being the southerly property corner of a tract of land deeded to Interchange City Associates, Ltd. as of record in Deed Book 6381, Page 227, R.O.D.C., Tennessee and proceeding as follows:

1. Southwestwardly, with the westerly right-of-way line of Heil-Quaker Boulevard, having a 909.45-foot radius curve to the left a distance of 471.73 feet to an existing iron pin at the northeasterly property corner of Lot No. 2 as shown on the Final Plat of Interchange City Industrial Park - Subdivision of Lot 215B as of record in Plat Book 7900, Page 222, R.O.D.C., Tennessee, said curve has a chord bearing and distance of S 24° 18' 27° W, 466.455 feet; thence,

2. Leaving said right-of-way line, with the northerly property line of Lot No. 2, N 70° 09' 48° W a distance of 207.82 feet to an existing iron pin; thence,

3. S 86° 40' 15° W a distance of 124.35 feet to an existing iron pin in the easterly property line of Lot No. 1 (Plat Book 7900, Page 222); said iron pin being the common northerly property corner between Lots 1 and 2; thence,

4. With the northeasterly property line of Lot No. 1 (Plat Book 7900, Page 222), N 45° 58' 49° W a distance of 170.42 feet to an existing iron pin at the southerly property corner of Lot No. 1 as shown on the Final Plat of Section XXI - Interchange City Industrial Park as of record in Plat Book 5210, Page 88, R.O.D.C., Tennessee; thence,

5. With the easterly property line of Lot No. 1 (Plat Book 5210, Page 88), in part, N 14° 21' 44° E a distance of 477.00 feet to an existing iron pin in the southerly property line of a tract of land deeded to Interchange City Associates, Ltd. as of record in Deed Book 6381, Page 227, R.O.D.C., Tennessee; thence,

6. With the southerly property line of the Interchange City Associates, Ltd. tract, S 76° 05' 27° E a distance of 395.05 feet to an existing iron pin; thence,

7. S 46° 56' 06° E a distance of 181.23 feet to the point of beginning and containing 261,475 square feet or 6.003 acres, more or less.

This description was prepared from an ALTA/ACSM Land Title Survey by Ragan-Smith-Associates, Inc., Job No. 84-095/4273; dated 7-15-93 and certified by John O. Spry, RLS #727.

Exhibit "A"
Legal Description
(continued)

TRACT 6:

A tract of land in the Second Civil District of Metropolitan Nashville, Davidson County, Tennessee; being Lot No. 1 as shown on the Final Plat of Interchange City Industrial Park, Section 29 as of record in Plat Book 5210, Page 350, Register's Office of Davidson County, Tennessee and being more particularly described as follows:

Beginning at an iron pin (set) on the westerly right-of-way line of Heil-Quaker Boulevard (60-foot R.O.W.) that is 890.31 feet south of the south end of the southwest return curve at Firestone Parkway (80-foot R.O.W.) as measured along the westerly right-of-way line of Heil-Quaker Boulevard; said iron pin also being the southeasterly property corner of Lot No. 2 as shown on the Final Plat of Interchange City Industrial Park - Subdivision of Lot 215B as of record in Plat Book 7900, Page 222, R.O.D.C., Tennessee and proceeding as follows:

1. Southeastwardly, with the westerly right-of-way line of Heil-Quaker Boulevard and a 909.45-foot radius curve to the left a distance of 302.09 feet to a point witnessed by a P.K. nail at the northeasterly property corner of a tract of land deeded to LaSalle Fund II as of record in Deed Book 7284, Page 716, R.O.D.C., Tennessee; said curve has a chord bearing and distance of S 11° 44' 27" E, 300.705 feet; thence,

2. Leaving said right-of-way line, with the northerly property line of the LaSalle Fund II tract and the northerly property line of a tract of Isabella Wilson as of record in Will Book 49, Page 241, R.O.D.C., Tennessee S 59° 03' 37" W a distance of 557.29 feet to an iron pin (set) in the northerly right-of-way line of Interstate 24; thence,

3. With said northerly right-of-way line, N 46° 35' 27" W a distance of 399.74 feet to an iron pin (set) at the southerly property corner of Lot No. 1 as shown on the Final Plat of Revised Section III - Interchange City Industrial Park as of record in Plat Book 5050, Page 100, R.O.D.C., Tennessee; thence,

4. Leaving said right-of-way line, with the southeasterly property line of Lot No. 1 (Plat Book 5050, Page 100), N 43° 32' 35" E a distance of 375.00 feet to an existing concrete monument at the southwesterly property corner of Lot No. 1 as shown on the Final Plat of Interchange City Industrial Park - Subdivision of Lot 215B as of record in Plat Book 7900, Page 222, R.O.D.C., Tennessee; thence,

5. With the southerly property line of Lot 1 and Lot 2 (Plat Book 7900, Page 222) N 85° 36' 57" E, passing an existing concrete monument 446.99 feet for a total distance of 450.18 feet to the point of beginning and containing 274,777 square feet or 6.308 acres more or less.

This description was prepared from an ALTA/ACSM Land Title Survey by Ragan-Smith-Associates, Inc., Job No. 84-095/4273; dated 7-15-93 and certified by John O. Spry, RLS #727.

Tracts 2 through 6 being the same property conveyed to LaSalle Fund II by Special Warranty Deed from The Prudential Insurance Company of America, of record in Book 7097, page 466, Register's Office for Davidson County, Tennessee.

Exhibit "A"
Legal Description
(continued)

TRACT 7:

Parcel A

A tract of land in the 13th Civil District of Rutherford County, City of Lavergne, Tennessee, being Lot #1 of Interchange City Industrial Park - Section 32 as of record in Plat Book 8, Page 100, Register's Office of Rutherford County, Tennessee and more particularly described as follows:

Beginning at an existing iron pin on the southerly right-of-way line of Heil Quaker Boulevard (60-foot R.O.W.) that is 3748.91 feet west of the west end of the southwest return curve at Waldron Road and Heil Quaker Boulevard, being the northerly property corner of this tract and proceeding as follows:

1. From the point of beginning and with the southerly right-of-way line of said street and a 4582.75-foot radius curve to the right for a distance of 410.50 feet to an existing iron pin; said curve has a central angle of 5° 07' 56" and a chord bearing and distance of S 40° 31' 07" E, 410.36 feet; thence,

2. Leaving the southerly right-of-way line of Heil-Quaker Boulevard and with the common property line of Lot #2 of Interchange City Industrial Park - Section 32 and this tract S 49° 17' 24" W, 660.43 feet to an existing iron pin; thence,

3. Leaving Lot #2 and with the common property line of Interstate 24 and this tract, N 46° 39' 22" W, 417.69 feet to an existing iron pin; thence,

4. Leaving Interstate 24 and with the common property line of McDowell Development Corporation and this tract, N 49° 42' 12" E, 705.09 feet to the point of beginning and containing 283,111 square feet or 6.50 acres, more or less.

This description was prepared from an ALTA/ACSM Land Title Survey by Ragan-Smith-Associates, Inc., Job No. 84-095/4273; dated 7-15-93 and certified by John O. Spry, RLS #727.

Parcel B

A tract of land in the 13th Civil District of Rutherford County, City of Lavergne, Tennessee, being Lot #2 of Interchange City Industrial Park - Section 32 as of record in Plat Book 8, Page 100, Register's Office of Rutherford County, Tennessee and more particularly described as follows:

Beginning at an existing iron pin on the southerly right-of-way line of Heil-Quaker Boulevard (60-foot R.O.W.) at the easterly common property corner of Lot #1 of Interchange City Industrial Park - Section 32 as of record in Plat Book 8, Page 100, Register's Office of Rutherford County, Tennessee, being 3338.41 feet west of the west end at the southwest return curve at Waldron Road and Heil-Quaker Blvd. and also the northerly property corner of this tract and proceeding as follows:

1. From the point of beginning and with the southerly right-of-way line of said street and a 4582.75-foot radius curve to the right for a distance of 357.24 feet to an existing P.K. nail; said curve has a central angle of 4° 27' 59" and a chord bearing and distance of S 35° 43' 09" E, 357.15 feet; thence,

2. Continuing with said right-of-way line, S 33° 30' 55" E, 10.00 feet to an existing railroad spike; thence,

Exhibit "A"
Legal Description
(continued)

3. Leaving the southerly right-of-way line of Heil-Quaker Boulevard and with the common property line of Lot #3 of Interchange City Industrial Park - Section 32 and this tract, S 49° 17' 16" W, 586.82 feet to an existing iron pin; thence,

4. Leaving Lot #3 and with the common property line of Interstate 24 and this tract and with an 11,310.00-foot radius curve to the right for a distance of 268.07 feet to an existing highway monument; said curve has a central angle of 1°21'29" and a chord bearing and distance of N 47° 20' 06" W, 268.06 feet; thence,

5. Continuing with the northerly right-of-way line of Interstate 24, N 46° 39' 22" W, a distance of 100.00 feet to an existing iron pin at the southeasterly property corner of Lot No. 1 as shown on the Final Plat of Interchange City Industrial Park as of record in Plat Book 8, Page 100, R.O.R.C., Tennessee; thence,

6. Leaving Interstate 24 and with the common property line of Lot #1 of Interchange City Industrial Park - Section 32 and this tract, N 49° 17' 24" E, 660.43 feet to the point of beginning and containing 229,270 square feet or 5.269 acres, more or less.

This description was prepared from an ALTA/ACSM Land Title Survey by Ragan-Smith-Associates, Inc., Job No. 84-095/4273; dated 7-15-93 and certified by John O. Spry, RLS #727.

TRACT 1 being the same property conveyed to System Realty Nine, Inc., a Virginia corporation, by Special Warranty Deed from Kenneth M. Campia, C. Gary Gerst, Robert C. Spoerri and Stuart L. Scott, not personally but solely as Trustees of LaSalle Fund, II, a Group Trust, of record in Book 9045, page 433, Register's Office for Davidson County, Tennessee, and of record in Book 508, page 147, Register's Office for Rutherford County, Tennessee; and TRACTS 2, 3, 4, 5, 6 and 7 being the same property conveyed to System Realty Nine, Inc., a Virginia corporation, by Special Warranty Deed from LaSalle Fund II, of record in Book 9045, page 443, Register's Office for Davidson County, Tennessee, and of record in 508, page 156, Register's Office for Rutherford County, Tennessee.

Exhibit "A"
Legal Description
(continued)

Tract 8

A tract of land in the Third Civil District of Rutherford County, Lavergne, Tennessee and being more fully described as follows:

Beginning at an existing iron pin in the southerly right-of-way line of Bridgestone Parkway, an 80-foot road formerly designated as Firestone Parkway, and the northwesterly corner of Freight Terminals, Incorporated Tract 28.12, said iron pin being 2233.89 feet, as measures along said southerly line from the intersection of said southerly line with the westerly right-of-way line of Waldron Road and proceeding as follows:

1. Leaving said southerly line and with the westerly line of Freight Terminals, Inc. as recorded in Deed Book 432, Page 528, R.O.R.C., Tennessee, S 10°35'26" W a distance of 375.63 feet to a point in the East Branch of Hurricane Creek and a break in the northerly line of Lot 5, Interchange City Industrial Park, Section XXXII as recorded in Plat Book 8, Page 100, R.O.R.C., Tennessee, said point being witnessed by an existing Railroad spike that bears S 69°15'35" W, 7.16 feet, thence:

2. With said northerly line, N 76°10'50" W a distance of 153.42 feet to an existing iron pin in the northwesterly corner of aforementioned Section XXXII, thence:

3. With the westerly line of Section XXXII in a southerly direction with a 478.34-foot radius curve to the right, 297.38 feet to an existing iron pin, said curve having a bearing and distance of S 33°28'54" W 292.61 feet, thence:

4. S 51°28'49" W a distance of 33.51 feet to an existing iron pin in the northeasterly right-of-way line of Heil Quaker Boulevard, a 60-foot road, thence:

5. With said right-of-way line, N 32°01'31" W a distance of 69.21 feet to an existing iron pin, thence:

6. With a 4642.75-foot radius curve to the left, 575.84 feet to a set iron pin in the southerly corner of Con-Way Southern Express, Inc. property as recorded in Deed Book 439, Page 731, R.O.R.C., Tennessee, said curve having a chord bearing and distance of N 35°26'50" W, 575.47 feet, thence:

7. Leaving said right-of-way line and with the southerly line of said property, N 46°23'57" E a distance of 414.97 feet to an existing iron pin in the southwesterly right-of-way line of Bridgestone Parkway, a 80-foot road, thence:

8. With a 803.94-foot radius curve to the left, 532.07 feet to the Point Of Beginning, said curve having a chord bearing and distance of S 65°33'31" E, 522.41 feet.

This tract contains 335,406 square feet or 7.700 acres ±, more or less, as calculated by the above courses which were determined within the precision requirements of a Class I Survey.