Davidson County DEEDWARR
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Fees:33.00 Taxes:5281.92
20040116-0007098

Box [redacted] 3B
10433 LT

WARRANTY DEED

FROM: NTW Incorporated
Grantor

TO: Crest Net Lease, Inc.,
A Delaware Corporation
Grantee

This instrument was prepared by:
D. Stuart Jones, Esq.
Lawyer's Title Insurance Corporation
424 Church Street, Suite 950
Nashville, Tennessee 37219

7290

Address New Owner(s) as follows:	Name and Address of the Person or Entity Responsible for the Payment of Real Property Taxes:	Tax Map and Parcel No.
Crest Net Lease, Inc. 220 West Crest Street Escondido CA 92025 Attn: Legal Department	SAME	163/84

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration of value, whichever is greater, for this transfer is One Million Four Hundred Twenty Seven Thousand Five Hundred Forty Six Dollars and No/100 ($1,427,546.00)

Affiant

SUBSCRIBED AND SWORN TO before me, this the 15th day of January, 2004.

Notary Public

PAMELA B. HAMPTON NOTARY PUBLIC AT LARGE CHEATHAM COUNTY, TN My Comm Exp Oct 16, 2007

My Commission Expires: 10-16-07

FOR AND IN CONSIDERATION OF the sum of One Million Four Hundred Twenty Seven Thousand Five Hundred Forty Six Dollars and No/100 ($1,427,546.00), the receipt and sufficiency of which are hereby acknowledged, **NTW INCORPORATED** (the "Grantor") has bargained and sold, and by these presents does transfer and convey unto **CREST NET LEASE, INC.**, a Delaware corporation (the "Grantee"), their heirs, successors and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, more particularly described on Exhibit A attached hereto and incorporated herein by this reference together with all improvements, buildings and structures located thereon (the "Property").

The Property is improved property. The street address of the Property is believed to be 5201 Hickory Hollow Parkway, Antioch, Tennessee, but such address is not part of the legal description of the Property. In the event of any discrepancy, the legal description herein shall control.

This conveyance is expressly made subject to those matters more specifically set forth on Exhibit B attached hereto and incorporated herein by reference.

TO HAVE AND TO HOLD the aforesaid Property together with all the appurtenances and hereditaments thereunto belonging or in any wise appertaining to the said Grantee, its successors and assigns in fee simple forever. The said Grantor does hereby covenant with said Grantee that it is lawfully seized in fee of the aforesaid real estate; that is has a good right to sell and convey the same; that the same is unencumbered, and that the title and quiet possession thereto it will warrant and forever defend against the lawful claims of all persons, but not further or otherwise, except as to those matters set forth on Exhibit B, to which this conveyance is expressly made subject. Whenever 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 19 day of November, 2003.

SIGNATURES ON NEXT PAGE

GRANTOR:

NTW INCORPORATED

By: _____

Name: Tim J. Miller

Title VP & Treasurer

STATE OF Tennessee

COUNTY OF Shelby

Before me, the undersigned, a Notary Public within and for the State and County aforesaid, personally appeared Tim J. Miller. with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence, and upon oath acknowledged himself/herself/themselves to be the VP + Treasurer of NTW INCORPORATED, a corporation, and that as such VP + Treasurer being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of said corporation.

Witness my hand and official seal at office Memphis, TN on this the 19 day of November, 2003.

Rosemary R. Timms
Notary Public

My Commission Expires: MY COMMISSION EXPIRES: May 11, 2004

ROSEMARY R. TIMMS NOTARY PUBLIC AT LARGE SHELBY COUNTY, TN

318163.1

EXHIBIT A

PROPERTY DESCRIPTION

Tract I

Being a parcel of land situated in Nashville, Davidson County, Tennessee, and being more particularly described by metes and bounds as follows:

Beginning at an iron pin in the southerly margin of Hickory Hollow Parkway. Said point being the northwest corner of the Jack Collins property and the northeast corner of the property herein described;

Thence, With Collins westerly line, S 38 degrees 35 minutes 03 seconds W, for a distance of 218.44 feet to a point;

Thence S 38 degrees 05 minutes 37 seconds W, for a distance of 82.82 feet to an iron pin in the CSX railroad right-of-way;

Thence, 50 feet south of and parallel to the centerline of the CSX railroad right-of-way, N 58 degrees 18 minutes 50 seconds W, for a distance of 319.44 feet to an iron pin;

Thence N 31 degrees 47 minutes 56 seconds E for a distance of 299.57 feet to an iron pin in the southerly margin of Hickory Hollow Parkway;

Thence, along said road, S 58 degrees 14 minutes 55 seconds E for a distance of 354.33 feet to the point of beginning.

Said parcel being the same property conveyed to Ruth S. Gaulden and husband, Charles F. Gaulden, by deed recorded in Book 7881, page 260, Register's Office for Davidson County, Tennessee.

Included in the above description is a parcel of land 50 feet in width and lying 50 feet north of the centerline of the CSX railroad, said parcel being more particularly described by metes and bounds as follows:

Beginning at a point situated in the easterly line of the aforedescribed Gaulden property, said point being S 38 degrees 35 minutes 03 seconds W, a distance of 149.14 feet from the southerly margin of Hickory Hollow Parkway;

Thence, continuing along Gaulden's easterly line, S 38 degrees 35 minutes 03 seconds W for a distance of 50.36 feet to a point;

Thence, parallel to and 50 feet north of he centerline of the CSX railroad right-of-way, N 58 degrees 18 minutes 50 seconds W, for a distance of 330.76 feet to a point;

Thence, along Gaulden's westerly line, N 31 degrees 47 minutes 56 seconds E, for a distance of 50.00 feet to a point;

Thence, S 58 degrees 18 minutes 50 seconds E, for a distance of 336.71 feet to the point of beginning.

Being the same property conveyed to Scruggs Homebuilders, Inc., of record in Book 7962, page 755, Register's Office for Davidson County, Tennessee.

Also described in the parcel first described above is a portion of Charter railroad right-of-way.

(CONTINUED)

EXHIBIT A

PROPERTY DESCRIPTION
(Continued)

TRACT II

Being a parcel of land situated in Nashville, Davidson County, Tennessee, and being a portion of the land conveyed to Frances Dale at vir by Deed as recorded in Deed Book 7881, page 266, of the Register's Office for Davidson County, Tennessee, and being more particularly described by metes and bounds as follows:

Beginning at a point, said point being situated in the northern margin of the CSX railroad at the southeast corner of the land conveyed to Frances Dale at vir, and the southwest corner of the land conveyed to Frances Dale at vir, and the southwest corner of the land conveyed to Ruth S. Gaulden at vir by Deed as recorded indeed Book 7881, page 260, of the Register's Office for Davidson County, Tennessee;

Thence, with said railroad, N 58 degrees 18 minutes 50 seconds W, a distance of 195.00 feet to a point;

Thence, severing the Frances Dale property, N 57 degrees 47 minutes 13 seconds E, a distance of 195.00 feet to a point;

Thence, S 53 degrees 02 minutes 17 seconds E, a distance of 110.00 feet to a point in the western boundary of the lands of Ruth S. Gaulden et vir;

Thence, with said Gaulden boundary, S 31 degrees 47 minutes 56 seconds W; a distance of 165.00 feet to the point of beginning and containing 0.599 acres of land more or less.

Created by Cross Easement Agreement by and among Frances S. Dale and husband, George P. Dale, Ruth S. Gaulden and husband, Charles F. Gaulden and Tire and Auto Holdings, Inc., a Delaware corporation, of record in Book 8206, page 373, Register's Office for said County. The said Tire and Auto Holdings, Inc., having changed their name to Parts America, Inc.

Being the same property conveyed to NTW Incorporated by Deed of record in Book 11056, Page 172, Register's Office for Davidson County, Tennessee.

#7290
Exhibit B
Permitted Exceptions

1. Taxes for the year 2004, a lien, which are not yet due and payable. Tax Parcel No. 163/84.

2. Cross Easement Agreement of record in Book 8206, page 373.

3. Partial Release of Cross Easement Agreement of record in Book 8483, page 533.

4. Deeds of Conveyance to The Metropolitan Government of Nashville and Davidson County, Department of Water and Sewerage Service, of record in Book 8486, page 353.