Davidson County DEEDWARR
Recvd: 05/20/04 15:46 4pgs
Fees:23.00 Taxes:2160.80
20040520-0059680

This Instrument Prepared By:
John T. Cook, P.C.
2927 Berry Hill Drive
Nashville, Tennessee 37204-3126

File No. 17034-4
Davidson County Box 14-A
Map 060-14-0
Parcels 016.00, 016.01 and 017.00

ADDRESS NEW OWNER AS FOLLOWS:
TENNESSEE PROCESSING CENTER LLC
c/o Bank of New York
100 Church Street, 8th Floor
New York, New York 10826
Attn: Director of Property Management

SEND TAX BILLS TO:
New Owner

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 consideration, the receipt and sufficiency all of which is hereby acknowledged, MERLEAN SLOAN DOWNING, an unmarried person, hereinafter called the "Grantor", has bargained and sold, and by these presents does transfer and convey unto SUNTRUST EQUITY FUNDING, LLC, a Delaware limited liability company, hereinafter called the "Grantee", its successors and/or assigns, certain tracts or parcels of land in Davidson County, Tennessee, described as follows, to-wit:

SEE ATTACHED EXHIBIT "A" FOR COMPLETE LEGAL DESCRIPTION

THIS is improved property, known as: 2512, 2600 and 2604 Brick Church Pike, Nashville, Tennessee 37207-4408.

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, and its successors and assigns, forever; and, the Grantor further covenants with the said Grantee that Grantor is lawfully seized and possessed of said land in fee simple, has a good right to convey it; and the same is unencumbered, except as set forth on the attached Exhibit "B". Grantor does further covenant and bind herself and her heirs and assigns, to warrant and forever defend the title to the said Grantee, its successors and assigns, against the lawful claims of all persons whomsoever.

IN WITNESS WHEREOF, the Grantor has caused her name to be affixed hereto on this 18 day of May, 2004.

MERLEAN SLOAN DOWNING

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named Merlean Sloan Downing, the within-named bargainor, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that she executed the within instrument for the purposes therein contained.

WITNESS my hand and official seal at Nashville, Tennessee this 18 day of May, 2004.

Notary Public
My Commission Expires: 4/10/05

JOHN T. COOK NOTARY PUBLIC AT LARGE WILLIAMSON COUNTY, TN
Comm. Expires 04/10/05

STATE OF ~~GEORGIA~~ TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $ 584,000.00.

Affiant

Subscribed and sworn to before me this the 18 day of May 2004.

Notary Public
My Commission Expires: 4/10/05

JOHN T. COOK NOTARY PUBLIC AT LARGE WILLIAMSON COUNTY, TN
Comm. Expires 04/10/05

EXHIBIT "A"

LEGAL DESCRIPTION

Being a tract of land lying in Nashville, Davidson County, Tennessee, and being more particularly described as follows:

BEGINNING AT AN EXISTING IRON ROD ON THE WESTERLY RIGHT-OF-WAY LINE OF BRICK CHURCH PIKE, 84 FEET IN WIDTH, AT THE SOUTH EAST CORNER OF WALTON BUSINESS PARK, G.P., AS OF RECORD IN DEED BOOK 11270, PAGE 879, AT THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE; THENCE WITH THE WESTERLY RIGHT-OF-WAY LINE OF BRICK CHURCH PIKE ALONG A CURVE TO THE RIGHT WITH AN ARC LENGTH OF 296.92 FEET, THE RADIUS OF WHICH IS 1390.39 FEET, THE CENTRAL ANGLE OF WHICH IS 12 DEG 14 MIN 08 SEC, THE CHORD OF WHICH IS SOUTH 17 DEG 28 MIN 27 SEC EAST, 296.36 FEET TO AN IRON ROD SET; THENCE SOUTH 11 DEG 21 MIN 23 SEC EAST, 151.11 FEET TO AN IRON ROD SET AT A CORNER COMMON WITH DAVID LANGHANS, AS OF RECORD IN DEED BOOK 10378, PAGE 941, AT THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE; THENCE LEAVING THE WESTERLY RIGHT-OF-WAY LINE OF BRICK CHURCH PIKE WITH THE NORTHERLY PROPERTY LINE OF DAVID LANGHANS SOUTH 80 DEG 35 MIN 35 SEC WEST, PASSING AN EXISTING IRON ROD AT 386.34 FEET AT CORNER COMMON WITH ANNE H. WEATHERFORD, AS OF RECORD IN DEED BOOK 7107, PAGE 568, AT THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, FOR A TOTAL OF 1451.29 FEET TO AN EXISTING IRON ROD ON THE EASTERLY PROPERTY LINE OF P.H.P. MINISTRIES, AS OF RECORD IN DEED BOOK 11444, PAGE 811, AT THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE; THENCE WITH THE EASTERLY PROPERTY LINE OF P.H.P. MINISTRIES, NORTH 19 DEG 26 MIN 24 SEC WEST, 294.95 FEET TO AN EXISTING IRON ROD AT A CORNER COMMON WITH SAID WALTON BUSINESS PARK, G.P.; THENCE WITH THE SOUTHERLY PROPERTY LINE OF WALTON BUSINESS PARK, G.P., THE FOLLOWING CALLS, NORTH 06 DEG 03 MIN 18 SEC EAST, 48.14 FEET TO AN EXISTING IRON ROD; THENCE NORTH 79 DEG 50 MIN 33 SEC EAST, 381.33 FEET TO AN EXISTING IRON ROD; THENCE NORTH 80 DEG 25 MIN 29 SEC EAST, 874.78 FEET TO AN EXISTING IRON ROD; THENCE NORTH 20 DEG 54 MIN 31 SEC WEST, 91.30 FEET TO AN EXISTING IRON ROD; THENCE NORTH 77 DEG 38 MIN 29 SEC EAST, 205.52 FEET TO THE POINT OF BEGINNING, CONTAINING 523,483 SQUARE FEET (12.018 ACRES MORE OR LESS).

Being the same property conveyed to James L. Downing and wife, Merlean Sloan Downing, as of record in Deed Book 5636, page 568, Deed Book 5173, page 742 and Deed Book 3071, Page 123, Register's Office for Davidson County, Tennessee. The said James Laughton Downing having since died. The property is vested in Merlean Sloan Downing as the surviving tenant by the entirety.

MD

EXHIBIT "B"

PERMITTED ENCUMBRANCES

1. Taxes for 2004 and subsequent years, a lien, not yet due and payable.

2. The Plan of record in Book 21, Page 7, Register's Office for Davidson County, Tennessee, and is subject to all matters as set forth therein.

3. Boundary Survey of Parcels 16, 16.01 and 17, Map 60-14, Nashville-Davidson County, Tennessee, prepared by R. Scott Cherry, RLS Tennessee No. 1512, Cherry Land Surveying, Inc., dated May 6, 2004 discloses the following:

   a. A fence crossing the Northwest corner;

   b. A fence and stone wall located on the interior Eastern end of the property;

   c. Sanitary sewer easement in the Northeaster portion of Parcel 17;

   d. Overhead power lines and power poles along Brick Church Pike, along the Southern boundary and in the interior Eastern end of the property;

   e. Reinforced concrete pipes and corrugated metal pipes installed in the interior Eastern end of the property;

   f. Three one-story structures and one trailer located on the Eastern end of the property.

4. Easement for Sanitary Sewer and/or Storm Drainage of record in Book 7911, page 342, and in Book 7911, page 429, Register's Office for Davidson County, Tennessee.