ADDRESSS NEW OWNER/SEND TAX BILLS TO:
c/o Howard L. Stone
615 Palisades Avenue
Santa Monica, CA 90402

THIS INSTRUMENT PREPARED BY:

J. Craig Kiser, Esquire
Suite 1500 Renaissance Plaza
230 North Elm Street
Greensboro, North Carolina 27401

TAX MAP & PARCEL: Map 174, Parcel 195

Davidson County DEEDWARR
Recvd: 07/27/04 14:30 10pgs
Fees:53.00 Taxes:76017.98
20040727-0089758

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of TEN and NO/100 DOLLARS ($10.00) cash in hand paid, and other good and valuable consideration, the receipt and sufficiency of all of which are hereby acknowledged, WATERFORD CROSSINGS PROPERTIES, G.P., a Tennessee general partnership (as to an 82.82% interest), CSC ASSOCIATES II, G.P., a Virginia general partnership (as to an 8.18% interest), C & S WATERFORD CROSSINGS, LLC, (also known as C & S WATERFORD CROSSING, LLC) a Tennessee limited liability company (as to a 5.00% interest), and JAMES K DORSETT, III, an individual (as to a 4.00% interest), (collectively, the "Grantor") has bargained and sold, and by these presents transfers and conveys an undivided fifty percent (50%) interest to KENNETH D. HELLER and the remaining undivided fifty percent (50%) interest jointly to HOWARD L. STONE and CATHERINE A. STONE, husband and wife (collectively, the "Grantee"), Grantee's heirs and assigns, certain land in Davidson County, State of Tennessee, being more particularly described on Exhibit A, which is attached hereto and incorporated herein by reference (the "Property").

STATE OF ~~TENNESSEE~~ Colorado
COUNTY OF ~~DAVIDSON~~ Eagle

The actual consideration or value, whichever is greater, for this transfer is $20,545,400.00

Affiant

Subscribed and sworn to before me, this the ~~28~~ 21st day of July, 2004.

Notary Public

My Commission Expires: My Commission Expires Dec. 18, 2007

VALERIE L. GONZALES NOTARY PUBLIC STATE OF COLORADO

WITNESSETH

This is improved real property located at 5825 Crossings Boulevard, Antioch, Davidson County, Tennessee 37013.

TO HAVE AND TO HOLD the Property unto the Grantee, its successors representatives, and assigns, forever, with all appurtenances, hereditaments, estate, title, and interest thereto appertaining, hereby releasing all claims therein, including homestead.

AND said Grantor covenants with the Grantee that it is lawfully seized and possessed of said land in fee simple and has a good right to convey it.

AND said Grantor, for itself and its successors, representatives and assigns, does hereby covenant with said Grantee, its successors, representatives and assigns, that it has done nothing to impair such title as Grantor received, and Grantor will warrant and defend the title against the lawful claims of all persons claiming by, under or through Grantor, provided, however, this conveyance is made subject to the matters set forth in **Exhibit "B"** attached hereto and made a part hereof and 2004 taxes which shall be prorated as of the date of closing and its prorata portion of which First Party agrees to pay.

Whenever in this instrument a pronoun is used it shall be construed to represent either singular or plural, or the masculine, feminine or neuter gender, as the case may demand.

IN WITNESS WHEREOF, the said First Party hereunder has caused this instrument to be executed as of the day and year first above written.

WATERFORD CROSSINGS PROPERTIES, G.P.

By: Steven D. Bell
Steven D. Bell, Partner

STATE OF North Carolina)

COUNTY OF Guilford)

Before me, Lois J. Blankenship, of the state and county aforementioned, personally appeared STEVEN D. BELL, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged such person to be a partner of WATERFORD CROSSINGS PROPERTIES, G.P., the within named bargainor, a partnership, and that such person, as such partner, executed the foregoing instrument for the purpose therein contained, by signing the name of the partnership by such person as partner.

Witness my hand and seal, this 20 day of July, 2004.

Lois J Blankenship
Notary Public

My commission expires: 4-1-2007

LOIS J. BLANKENSHIP NOTARY PUBLIC ROCKINGHAM COUNTY, N.C.

IN WITNESS WHEREOF, the said First Party hereunder has caused this instrument to be executed as of the day and year first above written.

CSC ASSOCIATES II, G.P.

By: Clayton R. Wisely
Clayton R. Wisely, General Partner

STATE OF Virginia
COUNTY OF Alexandria

Before me, Brenda S. Nulty, of the state and county aforementioned, personally appeared CLAYTON R. WISELY, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged such person to be a general partner of CSC ASSOCIATES II, G.P., the within named bargainor, a partnership, and that such person, as such partner, executed the foregoing instrument for the purpose therein contained, by signing the name of the partnership by such person as partner.

Witness my hand and seal, this 20 day of July, 2004.

Brenda S. Nulty
Notary Public

My commission expires: 5/31/07

BRENDA S. NULTY NOTARY PUBLIC COMMONWEALTH OF VIRGINIA

IN WITNESS WHEREOF, the said First Party hereunder has caused this instrument to be executed as of the day and year first above written.

C & S WATERFORD CROSSINGS, LLC

By: _____
Name: Maurice N. Jennings, Jr.
Title: Manager

STATE OF NORTH CAROLINA)

COUNTY OF GUILFORD)

Before me, CAROLYN H. COOLEY, of the state and county aforementioned, personally appeared MAURICE N. JENNINGS, JR., with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged such person to be the Manager of C & S WATERFORD CROSSINGS, LLC, the within named bargainor, a limited liability company, and that such person, as such Manager, being authorized so to do, executed the foregoing instrument for the purpose therein contained, by signing the name of the limited liability company by such person as Manager.

Witness my hand and seal, this 20th day of JULY, 2004.

Carolyn H. Cooley
Notary Public

My commission expires: 4-30-08

CAROLYN H. COOLEY NOTARY PUBLIC GUILFORD COUNTY, NC

IN WITNESS WHEREOF, the said First Party hereunder has caused this instrument to be executed as of the day and year first above written.

James K. Dorsett, III

STATE OF North Carolina

COUNTY OF Wake)

Before me, C. Elizabeth Pfeifer, of the state and county aforementioned, personally appeared James K. Dorsett, III with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), the within named bargainor, and who acknowledged that he executed the foregoing instrument for the purposes therein contained.

Witness my hand and seal, this 13th day of July 2004.

C. ELIZABETH PFEIFER
NOTARY PUBLIC
HARNETT CO., N.C.
My Commission Expires 4-8-2008.

C. Elizabeth Pfeifer
Notary Public

My commission expires: 04/08/2008

The undersigned joins in the making of this instrument for the sole purpose of releasing any marital interest she may have in the property described herein.

Wynn G. Dorsett

STATE OF North Carolina)

COUNTY OF Wake)

Before me, C. Elizabeth Pfeifer, of the state and county aforementioned, personally appeared Wynn G. Dorsett, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), the within named bargainor, and who acknowledged that she executed the foregoing instrument for the purposes therein contained.

Witness my hand and seal, this 13th day of July, 2004.

C. ELIZABETH PFEIFER
NOTARY PUBLIC
HARNETT CO., N.C.
My Commission Expires 4-8-2008.

C. Elizabeth Pfeifer
Notary Public

My commission expires: 04/08/2008

EXHIBIT "A"

Attached to and made a part of that certain Special Warranty Deed by and between WATERFORD CROSSINGS PROPERTIES, G.P., CSC ASSOCIATES II, G.P., C & S WATERFORD CROSSINGS, LLC, and JAMES K DORSETT, III, collectively, Grantor, and Howard L. Stone, Catherine A. Stone and Kenneth D. Heller, collectively, Grantee.

Land in Davidson County, Tennessee, Being Lot No. 1 on the Subdivision Plat of the Crossings at Hickory Hollow, Section 3, Old Franklin Road and Crossings Boulevard, of record in Plat Book 9700, Page 199, Register's Office for Davidson County, Tennessee, and being more particularly described as follows:

BEGINNING at a point in the North right-of-way line of Crossings Boulevard at the West right-of-way line of Old Franklin Road;

Thence, with the North right-of-way line of Crossings Boulevard, North 82° 58' 02" West 51.34 feet to a point;

Thence, along a curve to the right, 720.89 feet to a point, said curve having a central angle of 29° 52' 43", a radius of 1,382.39 feet, a tangent of 368.84 feet and a chord of North 68° 01' 40" West 712.75 feet;

Thence, with the southeast line of Barbara Eathely and Bill Owen, et. al. of record in Book 11688, Page 763, R.O.D.C. and with the southeast line of American Properties Company, L.P. of record in Book 10523, Page 878, R.O.D.C. and the southeast line of TSC Realty Capital, L.P. of record in Book 11647, Page 168, R.O.D.C., North 35° 18' 17" East 1,033.43 feet to a point;

Thence, with the southwest line of said TSC Realty Capital, L.P., South 54° 41' 53" East 641.83 feet to a point in the West right-of-way line of Old Franklin Road;

Thence, with the west right-of-way line of Old Franklin Road along an arc to the left, 801.01 feet to an iron rod, said curve having a central angle of 40° 12' 39", a radius of 1141.35 feet, a tangent of 417.80 feet and a chord of South 27° 08' 17" West 784.67 feet;

Thence, continuing with said West right-of-way line, South 07° 01' 58" West 8.08 feet to a point;

Thence, along a curve to the right 70.69 feet, said curve having a central angle of 90° 00' 00", a radius of 45.00 feet, a tangent of 45.00 feet and a chord of South 52° 01' 58" West, 63.64 feet to the point of beginning.

Containing 653,400 square feet, or 15.00 acres, more or less.

Being the same property conveyed to Waterford Crossings, G.P., a Texas general partnership(82.82%), CSC Associates II, G.P., a Virginia limited partnership (8.18%), C & S Waterford Crossing, LLC, a Tennessee limited liability company (5.0%) and James K. Dorsett,

III (4.0%) by Special Warranty Deed from Steven D. Bell & Company of Record as Instrument No. 20010928-0105117, Register's Office for Davidson County, Tennessee.

TOGETHER with a Non-Exclusive Drainage Easement recorded in Book 10095, Page 208, Register's Office for Davidson County, Tennessee.

TOGETHER with a twenty foot sanitary sewer easement shown on plats of record in Book 7900, Page 229 and Book 9700, Page 36, Register's Office for Davidson County, Tennessee.

EXHIBIT "B"

Attached to and made a part of that certain Special Warranty Deed by and between WATERFORD CROSSINGS PROPERTIES, G.P., CSC ASSOCIATES II, G.P., C & S WATERFORD CROSSINGS, LLC, and JAMES K DORSETT, III, collectively, Grantor, and Howard L. Stone, Catherine A. Stone and Kenneth D. Heller, collectively, Grantee.

The conveyance of the property described herein is made subject to the following:

All those matters listed in Schedule B – Section 2 of that certain Agreement to Issue Policy of First American Title Insurance Company dated June 24, 2004, and bearing an issuing office file number of NCS-92123-NAS.