Davidson County DEEDWARR
Recvd: 09/22/04 12:05 5pgs
Fees:28.00 Taxes:29230.00
20040922-0114043

This Instrument Prepared by:
Sherrard & Roe, PLC (KAB)
424 Church Street, Suite 2000
Nashville, TN 37219

WARRANTY DEED

TO: 805 Realty Corp. and Lebberes Realty Corp., as tenants in common

FROM: MRW Retail Joint Venture

Address New Owner(s) as Follows:	Send Tax Bills To:	Map/Parcel Numbers
805 Realty Corp. and Lebberes Realty Corp. c/o 2697 N. Ocean Blvd. Unit 407-F Boca Raton, FL 33431	Same	Map 51-8; Parcel 20

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration for this transfer is $7,900,000.

Affiant

Sworn to and subscribed before me, this 20th day of September, 2004.

Notary Public

My Commission Expires:_____

NOTARY PUBLIC
AT LARGE
Dawnelle B. Smith
My Commission Expires
January 27, 2007
STATE OF TENNESSEE

DAWNELLE B. SMITH
NOTARY PUBLIC AT LARGE
DAVIDSON COUNTY

GENERAL WARRANTY DEED

FOR AND IN CONSIDERATION OF the sum of Ten Dollars, cash in hand paid by the hereinafter named Buyer, and other good and valuable considerations, the receipt of which is hereby acknowledged MRW Retail Joint Venture, a Tennessee joint venture (hereinafter called the "Seller"), has bargained and sold, and by these presents does transfer and convey unto 805 Realty Corp, a New York corporation ("805"), as to an eighty-six percent (86%) undivided interest, and Lebberes Realty Corp., a New York corporation ("LRC"), as to a fourteen percent (14%) undivided interest, as tenants in common (805 and LRC are referred to collectively as the "Buyer"), and each entity's respective successors and assigns, all of Seller's interest in certain real property located in Davidson County, Tennessee, described on Exhibit A attached hereto, incorporated herein by reference, together with any improvements thereon.

The above-referenced property is conveyed subject to the matters set forth on Exhibit B attached hereto and incorporated herein by reference.

TO HAVE AND TO HOLD the said real property, together with all rights and appurtenances thereunto belonging or in any wise appertaining to Buyer, its successors and assigns, forever in fee simple. Seller further covenants and binds itself, its representatives, successors and assigns to warrant and defend the title to said real estate to Buyer, and each entities respective successors and assigns, against the lawful claims of all persons (other than claims arising out of the matters set forth in Exhibit B hereto). 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.

IN WITNESS WHEREOF, Seller has caused this General Warranty Deed to be executed effective as of the 28th day of September, 2004.

SELLER:

MRW RETAIL JOINT VENTURE

By: GRW Properties IV, LLC, its Managing Member

By: _____
Glenn R. Wilson, Chief Manager

STATE OF TENNESSEE)
)
COUNTY OF Davidson)

Personally appeared before me, the undersigned, a Notary Public, Glenn R. Wilson, with whom I am personally acquainted, who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the Chief Manager of GRW Properties IV, LLC, the Managing Member of MRW Retail Joint Venture, a Tennessee joint venture, and is authorized by the joint venture to execute this instrument on behalf of the joint venture.

WITNESS my hand, at office, this 30th day of September, 2004.

My Commission Expires: _____

Dawnelle B. Smith
Notary Public

DAWNELLE B. SMITH NOTARY PUBLIC AT LARGE DAVIDSON COUNTY TENN

NOTARY PUBLIC
AT LARGE
Dawnelle B. Smith
My Commission Expires
January 27, 2007
STATE OF TENNESSEE

EXHIBIT A

PROPERTY DESCRIPTION

BEING A TRACT OF LAND LYING IN NASHVILLE, DAVIDSON COUNTY, TENNESSEE, ALSO BEING LOT 1 ON THE SUBDIVISION OF DUE WEST SHOPPING CENTER, AS OF RECORD IN PLAT BOOK 7900, PAGE 609, AT THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT AN EXISTING PK NAIL ON THE WESTERLY RIGHT-OF-WAY LINE OF GALLATIN PIKE, 85 FEET IN WIDTH, AT A CORNER COMMON WITH THE PROPERTY CONVEYED TO AARON RENTS, INC. OF RECORD IN INSTRUMENT NUMBER 20020107-0002323, AT THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE;

THENCE WITH THE WESTERLY RIGHT-OF-WAY LINE OF GALLATIN PIKE SOUTH 29 DEG 00 MIN 00 SEC WEST, 496.93 FEET TO AN EXISTING IRON ROD, AT A CORNER COMMON WITH THE PROPERTY CONVEYED TO PARADIGM TWO, LLC OF RECORD IN INSTRUMENT NUMBER 20011231-0145307, AT THE REGISTER'S OFFICE FOR DAVIDSON COUNTY,
TENNESSEE;

THENCE LEAVING THE WESTERLY RIGHT-OF-WAY LINE OF GALLATIN PIKE, WITH THE NORTHERLY PROPERTY LINE OF PARADIGM TWO, LLC, FOR THE FOLLOWING TWO CALLS:

1) WITH A CURVE TO THE LEFT, ALONG AN ARC LENGTH OF 30.58 FEET, THE CENTRAL ANGLE OF WHICH IS 87 DEG 35 MIN 39 SEC, THE RADIUS OF WHICH IS 20.00 FEET, THE CHORD OF WHICH IS NORTH 14 DEG 47 MIN 49 SEC WEST, 27.68 FEET TO AN EXISTING IRON ROD;

2) THENCE NORTH 58 DEG 35 MIN 39 SEC WEST, 132.85 FEET TO AN EXISTING IRON ROD;

THENCE WITH THE WESTERLY PROPERTY LINE OF PARADIGM TWO, LLC, SOUTH 28 DEG 04 MIN 21 SEC WEST, 125.00 FEET TO AN EXISTING PK NAIL, IN THE NORTHERLY PROPERTY LINE OF LOT 1 YATES MOTOR CO., INC. PROPERTY SUBDIVISION, AS OF RECORD IN PLAT BOOK 4660, PAGE 130, AT THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, ALSO BEING THE PROPERTY OF RABON W. JOHNSON AND GARY A. TOLIVER, AS OF RECORD IN DEED BOOK 9266, PAGE 456, AT THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE;

THENCE WITH THE NORTHERLY PROPERTY LINE OF RABON W. JOHNSON AND GARY A. TOLIVER, NORTH 58 DEG 35 MIN 39 SEC WEST, 74.46 FEET TO AN EXISTING PK NAIL AT A CORNER COMMON WITH LOT TWO ON THE SUBDIVISION OF DUE WEST SHOPPING CENTER, OF RECORD IN PLAT BOOK 7900, PAGE 609, AT THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE;

THENCE WITH THE NORTHERLY PROPERTY LINE OF SAID LOT TWO OF DUE WEST SHOPPING CENTER, NORTH 52 DEG 26 MIN 39 SEC WEST, 123.24 FEET TO AN EXISTING PK NAIL;

THENCE WITH THE WESTERLY PROPERTY LINE OF SAID LOT TWO OF DUE WEST SHOPPING CENTER, SOUTH 25 DEG 19 MIN 59 SEC WEST, 254.64 FEET TO AN EXISTING PK NAIL;

THENCE WITH THE EASTERLY PROPERTY LINE OF SAID LOT TWO OF DUE WEST SHOPPING CENTER, NORTH 64 DEG 44 MIN 26 SEC WEST, 347.60 FEET OT AN EXISTING IRON ROD IN THE EASTERLY RIGHT-OF-WAY LINE OF CSX TRANSPORTATION RAILROAD, 85 FEET IN WIDTH;

THENCE WITH THE EASTERLY RIGHT-OF-WAY LINE OF CSX TRANSPORTATION RAILROAD, NORTH 21 DEG 24 MIN 37 SEC EAST, 896.03 FEET TO AN EXISTING IRON ROD AT A CORNER COMMON WITH THE PROPERTY OF U-HAUL REAL ESTATE CO., AS OF RECORD IN DEED BOOK 7978, PAGE 988, AT THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE;

THENCE LEAVING THE EASTERLY RIGHT-OF-WAY LINE OF CSX TRANSPORTATION RAILROAD, WITH THE SOUTHERLY PROPERTY LINE OF U-HAUL REAL ESTATE CO., SOUTH 61 DEG 24 MIN 40 SEC EAST, 541.00 FEET TO AN EXISTING CONCRETE MONUMENT, IN THE WESTERLY PROPERTY LINE OF SAID AARON RENTS INC. PROPERTY;

THENCE WITH THE WESTERLY PROPERTY LINE OF AARON RENTS INC., SOUTH 29 DEG 35 MIN 09 SEC WEST, 42.00 FEET TO AN EXISTING PK NAIL;

THENCE WITH THE SOUTHERLY PROPERTY LINE OF AARON RENTS INC., SOUTH 61 DEG 22 MIN 01 SEC EAST, 254.50 FEET TO THE POINT OF BEGINNING, CONTAINING 535,372 SQUARE FEET OR 12.290 ACRES MORE OR LESS.

BEING A PORTION OF THE SAME PROPERTY CONVEYED TO MRW RETAIL JOINT VENTURE, A TENNESSEE JOINT VENTURE, BY DEED FROM UNION REALTY COMPANY GP, A TENNESSEE GENERAL PARTNERSHIP OF RECORD AT INSTRUMENT NO. 20010802-0082482, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE ("RODC").

TOGETHER WITH THE GRANTOR'S RIGHTS IN THE APPURTENANT EASEMENTS DESCRIBED IN THE INSTRUMENTS OF RECORD IN BOOK 7900, PAGE 609, BOOK 9116, PAGE 593, INSTRUMENT NO. 20010802-0082479, AND THE RIGHTS SET FORTH IN THE RECIPROCAL EASEMENT AGREEMENT DATED AS OF SEPTEMBER 20, 2004, BETWEEN GRANTOR AND 805 REALTY CORP. AND LEBBERES REALTY CORP., TO BE RECORDED IN SAID REGISTER'S OFFICE.

EXHIBIT B

PERMITTED EXCEPTIONS

1. General or special taxes and assessments to be paid in the year 2004 and subsequent years, a lien but not yet due and payable.

2. Memorandum of Lease with respect to Concord Buying Group, Inc. of record at Instrument No. 20040510-0053255, RODC, as assigned to the Grantee.

3. The following matters shown on plan of record in Plat Book 7900, page 609, RODC:

   (a) asphalt encroachments on the northern boundary line;
   (b) 20' public utility and drainage easement along the northwest boundary line;
   (c) pp pole with traffic control box;
   (d) various transformers and AC units on concrete pads.

4. Deed of Declaration of record in Book 9116, page 593, RODC.

5. Easement of record in Book 3429, page 88, as modified by instrument of record in Book 5337, page 600, RODC.

6. Easement of record in Book 3308, page 19, RODC.

7. Easement of record in Book 5368, page 988, RODC.

8. The following items as reflected on the survey entitled Due West Shopping Center, dated July 13, 2004, revised August 6, 2004, prepared by Cherry Land Surveying, Inc.:

   (a) location of generator and transformer adjacent to northwest boundary line;
   (b) location of the covered sidewalk in front of the building;
   (c) location of traffic poles and traffic control boxes;
   (d) location of pay phone in front of building;
   (e) gate along the northern boundary line.

9. Reciprocal easements and parking agreement of record at Instrument No. 20010802-0082479 and as amended by instrument of record at Instrument No. 20010802-0082480, RODC.

10. Terms and provisions of Lease of record in Book 8072, page 94, RODC, as assigned to the Grantee.

11. Reciprocal Easement Agreement dated as of September 20, 2004, between MRW Retail Joint Venture, 805 Realty Corp. and Lebberes Realty Corp., to be recorded with the Register's Office for Davidson County, Tennessee.