Davidson County DEEDWARR
Recvd: 12/15/04 14:05 4pgs
Fees:23.00 Taxes:57639.72

20041215-0149224

First American Title Insurance Co.
6077 Primacy Parkway, Suite 121-B
Memphis, TN. 38119

Address of New Owner:	Send Tax Bills to:	Map-Parcel No.
Rolling Hills Nashville, LLC c/o Paul Savad, Esq. 55 Old Turnpike Road, Suite 209 Nanuet, NY 10434	Same	Map: 102-4 Parcels: 127 and 212

PREPARED BY: WALLER LANSDEN DORTCH & DAVIS, PLLC, James R. Cheshire, III, Esq., 511 Union Street, Suite 2700, Nashville, TN 37219-1760

STATE OF NEW YORK)
COUNTY OF NEW YORK)

The actual consideration or value, whichever is greater, for this transfer is $15,578,304.00

Affiant Steven Green, Managing Member of Grantor

Subscribed and sworn to before me, this the 20th day of October, 2004.

Notary Public

JOHN M. MURRAY
Notary Public, State of New York
No. 4618009
Qualified in Westchester County
Commission Expires May 31, 20 07

My Comm. Expires:_____

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION OF the sum of Ten Dollars, cash in hand paid by the hereinafter named GRANTEE, and other good and valuable consideration, the receipt of which is hereby acknowledged, ROLLING HILLS HOLDINGS, LLC, a Delaware limited liability company, hereinafter called the GRANTOR, has bargained and sold, and by these presents does transfer and convey unto ROLLING HILLS NASHVILLE, LLC, a Delaware limited liability company, hereinafter called the GRANTEE, its successors and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described on Exhibit A attached hereto and incorporated by reference herein.

This is improved property known as 6535 Premier Drive, Nashville, Tennessee 37209.

TO HAVE AND TO HOLD the said real property together with all buildings, other improvements, appurtenances and hereditaments thereunto belonging or in any wise appertaining to GRANTEE, its successors and assigns forever.

GRANTOR further covenants and binds itself, its representatives, successors and assigns to warrant specially and forever defend the title to said real

estate to **GRANTEE**, its successors and assigns, against the lawful claims of all persons claiming through and under **GRANTOR**, other than claims arising out of the matters set forth on Exhibit B attached hereto and incorporated herein by reference, but not further or otherwise.

IN WITNESS WHEREOF, GRANTOR has caused this Special Warranty Deed to be executed on the ___ day of October, 2004.

ROLLING HILLS HOLDINGS, LLC,
a Delaware limited liability company

By:_____
STEVEN GREEN
Its: Managing Member

STATE OF NEW YORK)
COUNTY OF NEW YORK)

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared **STEVEN GREEN**, with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged himself to be Managing Member of Rolling Hills Holdings, LLC, the within named bargainor, a limited liability company, and that he, as such Managing Member, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of Rolling Hills Holdings, LLC by himself as such Managing Member.

Witness my hand and seal, at office in New York City, New York, this the 20th day of October, 2004.

John M. Murray
NOTARY PUBLIC

My Commission Expires:_____

JOHN M. MURRAY
Notary Public, State of New York
No. 4618009
Qualified in Westchester County
Commission Expires May 31, 2007

C226W:RollingHillsWarrantyDeed

EXHIBIT A

Legal Description

TRACT I:

LAND in Davidson County, Tennessee, being Lot No. 1, on the Plan of Mount Hickory Subdivision, as shown on plat of record in Plat Book 4175, Page 47, in the Register's Office of Davidson County, Tennessee, begin more particularly described as follows:

BEGINNING at the most northerly corner of Lot No. 1 and lying on the southeasterly right-of-way of Premier drive at the common corner of Lot No. 738, on the Plan of Charlotte Park, Section 12, Plat Book 2900, page 127, Register's Office for Davidson County, Tennessee; thence leaving said right-of-way and running South 49° 31' 16" East 318.59 feet; thence South 50° 36' 05" East 257.06 feet; thence South 26° 57' 17" East 242.30 feet; thence South 33° 45' 06" East 95.17 feet; thence South 54° 38' 59" West 90.00 feet; thence South 51° 12' 57" East 42.86 feet; thence South 48° 13' 36" West 735.28 feet to the most southerly corner of the herein described tract; thence North 50° 01' 08" West 598.77 feet; thence North 44° 10' 28" East 458.10 feet; thence North 47° 56' 30" West 416.56 feet to the southeasterly right-of-way of Premier Drive; thence with said right-of-way North 44° 15' 14" East 86.19 feet to a curve to the right with a delta of 40° 54' 26", a radius of 269.94 feet and an arch length of 192.73 feet to the point of a reverse curve to the left with a delta of 41° 43' 06", a radius of 313.78 ft. and an arch length of 228.47 feet to the point of beginning.

TRACT II:

LAND in Davidson County, Tennessee, being Reserve Parcel, on the Plan of Mount Hickory Subdivision, as shown on plat of record in Plat Book 4175, page 47, in the Register's Office of Davidson County, Tennessee, being more particularly described as follows:

BEGINNING at the most southerly corner of the reserved parcel and lying on the northwesterly right-of-way of Premier Drive and the southeasterly right-of-way of Interstate I-40; thence leaving the aforesaid right-of-way of Premier Drive and running with the southeasterly right-of-way of said Interstate I-40 North 44° 10' 33" East 379.31 feet to the most northerly corner of the herein described tract; thence leaving Interstate I-40 and running South 48° 30' 27" East 142.73 feet to the northwesterly right-of-way of Premier Drive; thence running in a southwesterly direction with a curve to the right with a delta of 41° 42' 34", a radius of 263.79 feet and an arch length of 192.03 feet to the point of a reverse curve to the left; thence with said curve with a delta of 40° 54' 26", a radius of 319.94 feet and an arch length of 228.43 feet to the point of beginning.

Tracts I and II are the same property conveyed to Rolling Hills Holdings, LLC by Substitute Trustee's Deed from Steven E. Schmidt, Substitute Trustee of record under Instrument No. 20001006-0099618 in the Register's Office for Davidson County, Tennessee.

EXHIBIT B

Permitted Encumbrances