2nd
3rd
LTic

AFTER RECORDING RETURN TO:
Michael S. Peek
Bass, Berry & Sims PLC
2700 Amsouth Center
315 Deaderick Street
Nashville, Tennessee 37238

Prepared by: Adam Fumarola, Esquire.
First States Investors 5000B, LLC
680 Old York Road, Suite 200
Jenkintown, PA 19046

Address of New Owner:
800 Main, LLC
5042 Thoroughbred Lane
Suite 200
Brentwood, TN 37027

Send Tax Bills To:
Same

Map-Parcel No.
Map 82-16, Parcel 18

Davidson County DEEDQC
Recvd: 12/20/04 15:27 5pgs
Fees:27.00 Taxes:0.00
20041220-0151230

QUITCLAIM DEED

Address New Owner	Send Tax Bills To	Map-Parcel Numbers
800 Main, LLC 5042 Thoroughbred Lane, Suite 200 Brentwood, TN 37027	Same	Map 82-16, Parcel 18

FOR AND IN CONSIDERATION of the sum of TEN AND NO/100 ($10.00) DOLLARS cash in hand paid and other good and valuable consideration, the receipt of which is hereby acknowledged, **First States Investors 5000B, LLC and American Financial TRS, Inc.** (collectively, "Grantor") by these presents do hereby quitclaim and convey unto **800 Main, LLC**, a Tennessee limited liability company ("Grantee"), its heirs and assigns, all of Grantor's right, title and interest in and to that certain tract or parcel of land in Davidson County, Tennessee, described on Exhibit A attached hereto.

This is improved property known as 800 Main Street, Nashville, Davidson County, Tennessee.

WITNESS my hand as of the 17 day of December, 2004.

FIRST STATES INVESTORS 5000B, LLC

By: _____
Name: Sonya A. Huffman
Title: Vice President

AMERICAN FINANCIAL TRS, Inc.,

By: _____
Name: Sonya A. Huffman
Title: Vice President

STATE OF Pennsylvania
COUNTY OF Montgomery

Before me, the undersigned, a Notary Public in and for the State and County aforesaid, personally appeared Sonya A. Huffman, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath acknowledged that she executed the foregoing instrument for the purposes therein contained and who further acknowledged she is the Vice President of First States Investors 5000B, LLC, a Delaware limited liability company, and that as such Vice President, she is authorized by the limited liability company to execute this instrument on behalf of the limited liability company.

Witness my hand and seal, at office, this 17th day of December, 2004.

Kierstin McClanahan
Notary Public

My Commission Expires: April 1, 2008

COMMONWEALTH OF PENNSYLVANIA
Notarial Seal
Kierstin McClanahan, Notary Public
Jenkintown Boro, Montgomery County
My Commission Expires Apr. 1, 2008

STATE OF Pennsylvania
COUNTY OF Montgomery

Before me, the undersigned, a Notary Public in and for the State and County aforesaid, personally appeared Sonya A. Huffman, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath acknowledged that she executed the foregoing instrument for the purposes therein contained and who further acknowledged she is the Vice President of American Financial TRS, Inc., a Delaware corporation, and that as such Vice President, she is authorized by the limited liability company to execute this instrument on behalf of the limited liability company.

Witness my hand and seal, at office, this 17th day of December, 2004.

Kierstin McClanahan
Notary Public

My Commission Expires: April 1, 2008

COMMONWEALTH OF PENNSYLVANIA
Notarial Seal
Kierstin McClanahan, Notary Public
Jenkintown Boro, Montgomery County
My Commission Expires Apr. 1, 2008

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration for this transfer is $ -0-.

800 Main, LLC

By: _____
Lynn S. Ellsworth, Chief Manager

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

_____
Notary Public

My Commission Expires: 03/22/08

PAMELA WALKER
NOTARY PUBLIC AT LARGE
DAVIDSON COUNTY, TENN.
My Commission Expires MAR. 22, 20[illegible]

EXHIBIT A

Being a tract of land in Nashville, Tennessee, lying in the 6th Councilmatic District of Davidson County. Bounded on the north by the southern Right of Way (ROW) of Main Street; bounded on the east by Alley #258 (east end) and by Ted R. Helm, as recorded at Instrument No. 200108080085599, Register's Office of Davidson County,(RODC); bounded on the south by the northern ROW of Woodland Street; and bounded on the west by James M. Smith and Edgar E. Harlin, Jr., as recorded in Deed Book 3914, page 323, RODC, and by Alley #258 (west end). Being Lots 9 through 26 of the Plan of Barrow's Addition to Edgefield of record in Plan Book 1, page 13, Chancery Court, Lots 11 through 15 of the Plan of Hobson and Wheless, Second Addition to Edgefield, as recorded in Book 21, page 21, RODC, and portions of now closed Rights of Way of South 8th Street and Alley #258 as per Substitute Bill Numbers 66-855 and 68-412. Tract being described as follows:

BEGINNING at a point lying on the intersection of said southern ROW (80' wide) of Main Street and said ROW (width varies) of Alley #258 (west end); thence along said ROW of Main Street N 65 deg. 06' 22" E 405.38' to a point lying on said ROW (width varies) of Alley #258 (east end); thence along said ROW of Alley #258 with the following: on a curve to the right having a length of 31.33', a radius of 20.00', an interior angle of 89 deg. 44' 29", and having a chord bearing and distance of S 70 deg. 01' 23" E, 28.22', to a point; thence S 25 deg. 09' 09" E, 99.06' to a point; thence on a curve to the right having a length of 7.17', a radius of 10.00', an interior angle of 41 deg. 05' 40", and having a chord bearing and distance of S 04 deg. 36' 19" E 7.02' to a point; thence on a curve to the left having a length of 68.50', a radius of 30.00', an interior angle of 130 deg. 49' 02", and having a chord bearing and distance of S 49 deg. 28' 00" E 54.56' to a found 5/8" iron rod; thence leaving said ROW of Alley #258 S 25 deg. 09' 09" E 170.01' to a found concrete monument lying on said northern ROW (50' wide) of Woodland Steet, said monument being the southeast corner of the tract being described; thence along said ROW of Woodland Street S 65 deg. 07' 29" W 750.57' to a point, said point being the southeast corner of the tract being described; thence leaving said ROW of Woodland Street N 25 deg. 09' 09" W 170.01' to a point lying on said ROW (width varies) of Alley #258 (west end); thence along said ROW of Alley #258 with the following: N 65 deg. 07' 29" E 265.05 feet to a point; thence on a curve to the left having a length of 68.95', a radius of 30.00', an interior angle of 131 deg. 41' 12", and having a chord bearing and distance of N 00 deg. 43' 07" W, 54.75' to a point; thence on a curve to the right having a length of 7.23', a radius of 10.00', an interior angle of 41 deg. 24' 34", and having a chord bearing and distance of N 45 deg. 51' 26" W 7.07' to a point; thence N 25 deg. 09' 09" W 98.38' to a point; thence on a curve to the right having a length of 31.51', a radius of 20.00', an interior angle of 90 deg. 15' 31", and having a chord bearing and distance of N 19 deg. 58' 37" E, 28.35', to the true and actual point of beginning

Containing 204,895 square feet or 4.70 acres.

BEING the same property conveyed to First States Investors 5000B, LLC, a Delaware limited liability company, by Deed of record at Instrument No. 20030718-0101443 and Corrective Special Warranty Deed recorded at Instrument No. 20041105-0133802, Register's Office
for Davidson County, Tennessee.

Being the same property conveyed to Commerce Union Bank, now known as Bank of America, by deed recorded in Book 4217, page 684, Register's Office for Davidson County, Tennessee.

Being further conveyed to First States Investors 5000B, LLC, a Delaware limited liability company, by Corrective Special Warranty Deed recorded at Instrument No. 20041105-0133802, said Register's Office.