STATE OF TENNESSEE)
COUNTY OF DAVIDSON)
The actual consideration for this transfer
or value of property (whichever is greater)
is $7,000,000.00. This is equal to or greater than the
property would bring at a fair and voluntary sale.

Affiant

Sworn to and subscribed before me
this 24th day of December, 2004.

Notary Public
My Commission Expires: 12/11/08

KIMBERLY D. JOHNSON
Comm. # 1533590
NOTARY PUBLIC - CALIFORNIA
Alameda County
My Comm. Expires Dec. 11, 2008

THIS INSTRUMENT PREPARED BY:
HOLLINS & ASSOCIATES, PLLC
401 Church Street, Suite 2720
Nashville, Tennessee 37219

Davidson County DEEDWARR
Recvd: 12/30/04 16:13 7 pgs
Fees:38.00 Taxes:25900.00
20041230-0155040

ADDRESS NEW OWNER:
1265 West Shaw Avenue
Suite 101
Fresno, CA 93711

SEND TAX BILL TO:
SAME

Map No: 15-11
Parcel No.: 100

SPECIAL 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 considerations, the receipt and sufficiency of which are hereby acknowledged, Devon/Nashville, L.P. a California limited partnership, hereinafter the GRANTOR, has bargained and sold, and by these presents do transfer and convey unto Wildflower Properties, LLC, a Delaware limited liability company, hereinafter the GRANTEE, its successor and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, more particularly described as follows:

SEE EXHIBIT "A" ATTACHED HERETO AND BY THIS REFERENCE, INCORPORATED HEREIN.

This is improved property known as 1210 Gallatin Pike, Madison, Davidson County, Tennessee,

This conveyance is made subject to such limitations, restrictions and encumbrances of record as may affect the premises, including but not limited to the following:

SEE EXHIBIT "B" ATTACHED HERETO AND BY THIS REFERENCE, INCORPORATED HEREIN.

TO HAVE AND TO HOLD the said tract or parcel of land with the appurtenances, estate, title and interest thereto belonging to said Grantee, its successors, and assigns, forever; Grantor does further covenant with said Grantee that Grantor has a good right to convey the land, and the same is unencumbered except as otherwise herein set out; and it does further covenant and bind itself, its successors and representatives, to warrant and forever defend the title to the said land to the said Grantee, its successors and assigns, against the lawful claims of persons claiming by and through Grantor, but no other.

Whenever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

WITNESS my hand this 30th day of December, 2004.

GRANTOR:

DEVON/NASHVILLE, L.P.,
a California limited partnership
By: Devon Self Storage Holdings (US) LLC
a Delaware limited liability company,
Its general partner

By: _____
Kenneth E. Nitzberg
Chairman & CEO

STATE OF California
COUNTY OF Alameda

Before me, the undersigned, a Notary Public of the State and County aforesaid, personally appeared Kenneth E. Nitzberg, Chairman and CEO of DEVON SELF STORAGE HOLDINGS (US) LLC, a Delaware limited liability company, the general partner of DEVON/NASHVILLE, L.P., a California limited partnership, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be Chairman and CEO of DEVON SELF STORAGE HOLDINGS (US) LLC, a Delaware limited liability company, the general partner of DEVON/NASHVILLE, L.P., the within named bargainor, a California limited partnership, and that he as Chairman and CEO of such general partner executed the foregoing instrument for the purposes therein contained, by signing the name of the general partner, as its Chairman and CEO.

WITNESS MY HAND AND SEAL, at office in Alameda County this 29th day of December, 2004.

_____
Notary Public

My Commission Expires: 12/11/08.

KIMBERLY D. JOHNSON
Comm. # 1533590
NOTARY PUBLIC - CALIFORNIA
Alameda County
My Comm. Expires Dec. 11, 2008

Exhibit A
Legal Description

Tract I:

Land in Davidson County, Tennessee, being Lot No. 1 on the plan of Douglas B. Kays Subdivision recorded in Book 9700, page 237, Register's Office for Davidson County, Tennessee, and more particularly described as follows:

Beginning at an iron rod in the westerly right-of-way margin of Gallatin Pike, said point being the northeast corner of Lot No. 2; thence leaving said right-of-way N 63 deg. 55' 28" W 279.02 feet to an iron rod; thence S 26 deg. 06' 17" W 305.94 feet to an iron rod; thence N 69 deg. 14' 02" W 310.89 feet to an iron rod; thence N 21 deg. 42' 25" E 29.44 feet to a point; thence S 68 deg. 17' 35" E 15.00 feet to an iron rod; thence N 21 deg. 42' 25" E 402.80 feet to an iron rod; thence N 68 deg. 17' 35" W 15.00 feet to an iron rod; thence N 21 deg. 42' 25" E 251.90 feet to an iron rod; thence S 64 deg. 06' 17" E 639.75 feet to an iron rod in the westerly right-of-way margin of Gallatin Pike; thence with said right-of-way S 25 deg. 53' 43" W 349.45 feet to the point of beginning, containing 315,918 square feet (7.25 acres, more or less).

Less and Except:

A tract of land in the Fourth Councilmanic District of Metropolitan Nashville, Davidson County, Tennessee and described as follows:

Beginning at a P.K. nail at the Right of Way margin of Gallatin Pike, State Route 6, U.S. Highway 31E at the Southwest property corner of Lot 1, Final Plat Resubdivision of Douglas B. Kays Subdivision of record in Plat Book 9700, Page 361, Register's Office of Davidson County, Tennessee.

Thence with said right of way margin 24.68 feet, thence leaving said Westerly right of way margin of Gallatin Pike and with the Northeasterly property line of Douglas B. Kays of record in Book 8738, Page 727, Register's Office for Davidson County, Tennessee North 64 degrees 13' 41" West 279.02 feet to a P.K. nail (new);

Thence, North 26 degrees 02' 27" West 24.68 feet to a P.K. nail being the respective corner as set forth in the aforesaid plat.

Thence South 64 degrees 13'42" West 278.93 feet to the Point of Beginning.

Tract II :

Appurtenant Easements for Sidewalk Exit of record in Book 9904, page 95, Register's Office for Davidson County, Tennessee.

Legal Description
(Continued)

Tract III:

Perpetual Mutual Non-Exclusive Ingress and Egress Easement of record in Book 9904, page 98, Register's Office for Davidson County, Tennessee.

Tract IV:
Sewer and Drainage Easement and Agreement of record in Book 10201, page 430, Register's Office for Davidson County, Tennessee.

Tract V:
Ingress and Egress Easement as shown on plan of Douglas B. Kays Subdivision of record in Book 9700, Page 361, Register's Office for Davidson County, Tennessee, and as set forth in Access Easement and Agreement of record as Instrument No. _____ (to be recorded), Register's Office for Davidson County, Tennessee.

Being a portion of the same property conveyed to Devon/Nashville, L.P., a California limited partnership, by Deed from Douglas B. Kays, married, of record in Book 10201, Page 425, Register's Office for Davidson County, Tennessee.

EXHIBIT B

PERMITTED EXCEPTIONS

1. Rights of tenants in possession under unrecorded leases solely as tenants and solely with respect to space occupied by each such tenant (together with non-exclusive rights in common with other tenants). (Tracts I, II, III, IV and V)

2. Any rights, easements, interests or claims which may exist by reason of or reflected by the following matters disclosed on ALTA/ACSM Land Title Survey, Job. No. 2004-140, prepared by Ragan Smith Associates, dated December 8, 2004; revised December 16, 2004, December 20, 2004, December 22, 2004 and December 29, 2004:

   a. Minimum building setback lines.
   b. Utility lines and easements, with poles, meters, valves, boxes, and other appurtenances.
   c. Overhead electric power line on Southwest portion of property.
   d. Fence encroachment on adjoining property on Northwest property line; on 20' easement along North/Northwest, South and Southwest property line; and encroaching upon 20' sewer and drainage easement on Southeast portion of property.
   e. Yard lights (possibly encroaching) on Southwest property line.
   f. Dumpster pad encroaching along Northwest property line easement and adjoining property.
   g. Power and telephone line across Northwest property line.
   h. Gas valve outside of 20' easement on Northwest side of property.
   i. Railroad Charter or right of way along Northwest property lines. (Owner's Policy Only.)
   j. Asphalt drive encroaching upon 20' easement on Northwest property line.
   k. Catch basins outside of easement areas and property boundaries on North, South, East and West sides of property.
   l. Curbing and landscaping encroachment on Northeast property line onto adjoining property and curbing and paving along Gallatin Road.
   m. Building encroachment on Northeast property line.
   n. Power line running across East and West portion of property.
   o. Driveway and related curbing at Northeast corner of property.
   p. Building encroachment upon 20' sanitary sewer easement on Southwest portion of property.
   q. Concrete block walls, overhead signs, encroaching 20' on sanitary sewer easements.
   r. Encroachment - utility pole and light near Southwest corner of property.

3. City and/or County Taxes for the year 2005 and subsequent years: A lien, not yet due or payable. (Tracts I, II, III, IV and V)

4. Subject to terms and conditions of Sidewalk Exit Easement of record in Book 9904, page 95, and Perpetual Mutual Non-Exclusive Ingress and Egress Easement of record in Book 9904, page 98, said Register's Office, as noted or shown on ALTA/ACSM Land Title survey, Job No. 2004-140, by Ragan Smith Associates, dated December 8, 2004; revised December 16, 2004, December 20, 2004, December 22, 2004 and December 29, 2004. (Tracts I, II, III, IV and V)

5. Easement for sanitary sewers and/or storm drainage granted Davidson County, Tennessee, by instrument of record in Book 4073, page 580, in said Register's Office, in said Register's Office, as noted or shown on ALTA/ACSM Land Title survey, Job No. 2004-140, by Ragan Smith Associates, dated December 8, 2004; revised December 16, 2004, December 20, 2004, December 22, 2004 and December 29, 2004: (Tracts I, II, III, IV and V)

6. Any rights, easements, interests or claims which may exist by reason of or reflected by the following matters disclosed or shown on plan of Douglas B. Kays Subdivision, recorded in Book 9700, page 361, Register's Office for Davidson County, Tennessee, in said Register's Office, and as noted or shown on ALTA/ACSM Land Title survey, Job No. 2004-140, by Ragan Smith

Associates, dated December 8, 2004; revised December 16, 2004, December 20, 2004, December 22, 2004 and December 29, 2004. (Tracts I, and V):

(a) minimum building setback lines;
(b) utility lines and easements with poles, meters, valves, boxes and other appurtenances;
(c) 20' sanitary sewer easement and lines as set forth in Book 4073, page 580, Register's Office, Davidson County, Tennessee, Metro Project No. 85-5-84A (reference subject to legibility of plat) from northwest corner of Lot 1 subject property along boundary at CSX Railroad and cutting both westwardly onto adjacent property and southeasterly across the southwest corner of Lot 1, subject property, and to the southeast corner and through the southwest corner of Lot 2 and into adjacent property;
(d) electrical utility easement along northwest portion of property;
(e) drainage easement along northwest portion of property;
(f) 20' drainage easement running from southeast corner of Lot 1, subject property, along Gallatin Road, and turning generally westwardly, thence southwestwardly, across Lot 2, thence southeasterly to Gallatin Road and onto adjoining property;
(g) Ingress and Egress easement for mutual use (non-exclusive) of tenants and others along subdividing line between Lot 1 and Lot 2 and along Original Lot Line to be Abandoned;
(h) one (1) story Block Building encroaching upon easements on east/southeast side of Lot 1, subject property;
(i) public utility easement and lines adjacent to all street rights of way, width being 20' except where side building setbacks on corner lots is 15 feet, where the width of the easement shall be reduced to 15 feet for the length of the building envelope only, then return to a 20 foot width;
(j) Intentionally deleted
(k) 13' reserved for additional road along Gallatin Road;
(l) 30' Ingress and Egress easement through Lot 2, Plat Book 9700, page 82, Register's Office, Davidson County, Tennessee;
(m) Building (large) located on Lot 1, subject property;
(n) electrical utility easement through Lot 2;
(o) utilities shown are taken from field measures of structures shown as well as from information furnished by utility owners representative;
(p) Requirements of a Tree Ordinance No. 94-1104;
(q) Individual sanitary sewer lines are required for each parcel.

7. Sewer and Drainage Easement and Agreement by and between Douglas B. Kays and Devon/Nashville, L.P., a California limited partnership, of record in Book 10201, page 430, said Register's Office, as noted or shown on ALTA/ACSM Land Title survey, Job No. 2004-140, by Ragan Smith Associates, dated December 8, 2004; revised December 16, 2004, December 20, 2004, December 22, 2004 and December 29, 2004. (Tracts I, IV and V)

8. Ground Lease by and between Devon/Nashville, L.P. and Holmes Outdoor Advertising, Inc., a Georgia corporation, of record in Book 11311, page 707, said Register's Office, in said Register's Office, as noted or shown on ALTA/ACSM Land Title survey, Job No. 2004-140, by Ragan Smith Associates, dated December 8, 2004; revised December 16, 2004, December 20, 2004, December 22, 2004 and December 29, 2004. .

9. Memorandum of Land Lease by and between Devon/Nashville, L.P. and SBA Towers, Inc., a Florida corporation, of record in Instrument No. 20006050055477; as amended by First Amendment of Option and Land Agreement by and between Devon/Nashville, L.P., and SBA Towers, Inc., a Florida corporation, of record in Instrument No. 20006290064664; as assigned by Assignment and Assumption of Ground Lease by SBA Towers, Inc., a Florida corporation, to SBA Properties, Inc., of record in Instrument No. 20007140069735, said Register's Office, as noted or shown on ALTA/ACSM Land Title survey, Job No. 2004-140, by Ragan Smith Associates, dated December 8, 2004; revised December 16, 2004, December 20, 2004; December 22, 2004 and December 29, 2004.

10. Memorandum of Antenna Site Agreement by and between SBA Tower's Inc., a Florida corporation, and Chasetel Real Estate Holding Company, Inc., a Tennessee corporation, of record in Instrument No. 200003210028712, said Register's Office, as noted or shown on ALTA/ACSM Land Title survey, Job No. 2004-140, by Ragan Smith Associates, dated December 8, 2004; revised December 16, 2004, December 20, 2004, December 22, 2004 and December 29, 2004

11. Easement Deed from Devon/Nashville, L.P. to SBA, Inc., of record in Instrument No. 200008170081562, said Register's Office, as noted or shown on ALTA/ACSM Land Title survey, Job No. 2004-140, by Ragan Smith Associates, dated December 8, 2004; revised December 16, 2004, December 20, 2004, December 22, 2004 and December 29, 2004. .

12. Regarding Tract II, only the Sidewalk Exit Easement, of record in Book 9904, page 95, Register's Office for Davidson County, Tennessee, as noted or shown on ALTA/ACSM Land Title survey, Job No. 2004-140, by Ragan Smith Associates, dated December 8, 2004; revised December 16, 2004, December 20, 2004, December 22, 2004 and December 29, 2004, the following additional exceptions shall apply:

    1. Taxes for the year 2004, a lien due and payable, but not yet delinquent.
    2. Subject to all matters show on the Plan of record in Plat Book 4060, page 56, said Register's Office.
    3. Subject to all matters shown on the plan of record in Plat Book 9700, page 82, said Register's Office.
    4. Title to that portion of the property, if any, embraced within the charter right-of-way of CSX Railroad.
    5. Restrictive covenant and reservations as set forth in Book 9904, page 66, said Register's Office.

13. Regarding Tract III, only the Perpetual Mutual Non-Exclusive Ingress and Egress Easement, of record in Book 9904, page 98, Register's Office for Davidson County, Tennessee, and as noted or shown on ALTA/ACSM Land Title survey, Job No. 2004-140, by Ragan Smith Associates, dated December 8, 2004; revised December 16, 2004, December 20, 2004, December 22, 2004, and December 29, 2004, the following additional exceptions shall apply:

    1. Taxes for the year 2004, a lien now due and payable, but not yet delinquent.
    2. Subject to all matters shown on the Plan of record in Plat Book 8250, page 991, said Register's Office.
    3. Restrictive covenant and reservations as set forth in Book 9904, page 66, said Register's Office.

14. Regarding Tract IV, the Sewer and Drainage easement and Agreement of record in Book 10201, Page 430, Register's Office for Davidson County, Tennessee, and Tract V, the Ingress and Egress Easement of record in Book 9700, Page 361 and Instrument No. _____ (to be recorded), and as noted or shown on ALTA/ACSM Land Title survey, Job No. 2004-140, by Ragan Smith Associates, dated December 8, 2004; revised December 16, 2004, December 20, 2004, December 22, 2004, and December 29, 2004, the following additional exception shall apply:

    1. Taxes for the year 2004, a lien due and payable, but not yet delinquent.