Davidson County DEEDWARR
Recvd: 01/31/05 14:49 4 pgs
Fees:23.00 Taxes:13792.12
20050131-0011228

THIS INSTRUMENT PREPARED BY:
Baker, Donelson, Bearman, Caldwell and Berkowitz, P.C.
165 Madison Avenue, Suite 2000
Memphis, TN 38103

Map/Parcel
134 255

SPECIAL WARRANTY DEED

THIS INDENTURE, made and entered into this 25th day of January, 2005, by and between **475 Metroplex Operating Associates, L.P.**, a New Mexico limited partnership,("Grantor") and **LASALLE BANK NATIONAL ASSOCIATION (formerly known as LaSalle National Bank), AS TRUSTEE FOR THE REGISTERED HOLDERS OF LB COMMERCIAL MORTGAGE TRUST COMMERCIAL MORTGAGE PASS-THROUGH CERTIFICATE SERIES 1998-C1**, ("Grantee").

W I T N E S S E T H:

That for and in consideration of Ten Dollars ($10.00), cash in hand paid, and other good and valuable considerations, the receipt of all of which is hereby acknowledged, Grantor has bargained and sold and does hereby bargain, sell, convey and confirm unto Grantee the following described real estate, situated and being in the County of Davidson, State of Tennessee, to-wit:

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

Being the same property conveyed to Grantor herein by Warranty Deed from Downtown Development, L.L.C. to 475 Metroplex Operating Associates, Limited Partnership, of record in Book 11146 Page 422, recorded in the Register's Office of Davidson County, Tennessee.

The above property description is taken from the previous deed of record, no new boundary survey having been performed at the time of this conveyance.

TO HAVE AND TO HOLD the aforesaid real estate, together with all the appurtenances and hereditaments thereunto appertaining unto Grantee, its successors and assigns in fee simple forever.

The conveyance by the Grantor is made in lieu of the foreclosure by the Grantee of that certain Deed of Trust from DOWNTOWN DEVELOPMENT, L.L.C to G. Thomas Kirk, as Trustee for the benefit of Lehman Brothers Holdings, Inc. D/B/A Lehman Capital, a Division of Lehman Brothers Holdings, Inc., dated November 5, 1997, and recorded in Book 10676, Page 915, in the Register's Office of Davidson County, Tennessee. Said Deed of Trust was assigned to LaSalle National Bank, as trustee for the registered holders of LB Commercial Mortgage Trust in Assignment of Deed of Trust and Security Agreement, found of record in Book 11146 Page 428, Instrument Numbers 20030312-0033294 and 20030312-0033295 in the Register's Office of Davidson County, Tennessee. Said Deed of Trust was further assigned and assumed from Downtown Development, L.L.C., A Tennessee limited liability company ("Assignor") to 475 Metroplex Operating Associates, L. P., A New Mexico limited partnership ("Assignee") in Assignment and Assumption Agreement found of record in Book 11146 Page 440 in said register's office.

Grantor acknowledges and agrees that **the interest of Grantee in the property conveyed herein under the conveyance provided for hereunder shall not merge with the interest of the Grantee in the property under the Deed of Trust referenced above and shall at all times remain SEPARATE AND DISTINCT. It is the express intention of the parties hereto that the liens and security interests evidenced by the Deed of Trust shall be and remain at all times valid and continuous liens and security interests in the property described therein. Grantee, as consideration for this Special Warranty Deed, covenants and agrees not to seek to collect the indebtedness secured by the above described Deed of Trust from the Grantor.**

Grantor does hereby covenant with the Grantee that he is lawfully seized in fee of the aforedescribed real estate; that it has a good right to sell and convey the same; that the same is

Send tax bills to:
LBMAC Commercial Mortgage
5 Park Plaza, Ste. 400
Irvine, CA 92614

unencumbered, except for the encumbrances listed on Exhibit "B" attached hereto and incorporated herein by reference; and that the title and quiet possession thereto Grantor will warrant and forever defend against the lawful claims of all persons claiming by, through and under the Grantor.

WITNESS the signature of the Grantor the day and year first above written.

475 Metroplex Operating Associates, L.P.
By: Its General Partner
BGK METROPLEX, LLC

By: _____
TITLE: President & Manager

STATE OF New Mexico
COUNTY OF Santa Fe

Before me, Julia Fagan, a Notary Public in and for the State and County aforesaid, personally appeared Edward M. Gilbert with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself (or herself) to be the President & Manager of BGK Metroplex, LLC, the General Partner of 475 Metroplex Operating Associates, L.P., the within named bargainor, a limited partnership, and that he as such President & Manager, being duly authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the limited partnership by himself as such President & Manager

WITNESS my hand and seal at office, on this the 25th day of January, 2005.

OFFICIAL SEAL
JULIA FAGAN
NOTARY PUBLIC-NEW MEXICO
COUNTY OF SANTA FE
My Commission Expires: 3/24/08

_____
Notary Public

My Commission Expires:
3.24.08

I, or we, hereby swear or affirm that to the best of affiant's knowledge, information and belief, the actual consideration for this transfer or value of property transferred, whichever amount is greater is $3,727,600.00.

_____
Affiant

Subscribed and sworn to before me this 25th day of January 2005.

_____
Notary Public
My Commission Expires:

OFFICIAL SEAL
JULIA FAGAN
NOTARY PUBLIC-NEW MEXICO
COUNTY OF SANTA FE
My Commission Expires: 3/24/08

Property Address:
Metroplex Business Park
Nashville, TN
State Tax: $_____
Recording Fee: $_____
TOTAL: $_____

Subscribed and sworn to before me this 27th day of January, 2005.

_____
Notary Public
My Commission Expires 10-6-2006

SANDRA S. LEE
STATE OF TENNESSEE
NOTARY PUBLIC
SHELBY COUNTY
MY COMM. EXP. OCT. 10, 2006

Exhibit A

Land with the buildings and improvements therein in Nashville, Davidson County, Tennessee, known as Lot 1, Section 3 on that Plan on Metroplex, as shown on plat of record in Plat Book 5800 page 189, Register's Office for Davidson County, Tennessee and being more particularly described as follows:

Beginning at a monument found in the southwest right-of-way line of Metroplex Drive at its intersection with the east right-of-way line of Paragon Mills Road;

Thence, with a right-of-way line of Metroplex Drive, S 33 degrees 28' 21" E, 79.96 feet to a point.

Thence, continuing along said right-of-way with a curve to the left, 351.86 feet to an existing monument, said curve having a central angle of 54 degrees 15' 39", a radius of 371.54 feet, a tangent of 190.38 feet and a chord of S 60 degrees 36' 11" E 338.86 feet;

Thence, leaving said right-of-way, S 02 degrees 16' 00" W, 15.00 feet to a point;

Thence S 87 degrees 44' 00" E, 35.00 feet to a point in the edge of Sorghum Branch; thence with said Sorghum Branch, the following calls:

S 30 degrees 22 ' 42" E, 457.00 feet to a point;

S 87 degrees 44' 21" E, 20.00 feet to a point in the northwest corner of Lot No. 2 as shown on the plan of the Re-subdivision of Lot No. 2 Harding Place Park of record in Book 4660 page 7 Register's Office Davidson County, Tennessee.

Along the west line of said Lot No. 2, S 38 degrees 28' 36" E, 56.64 feet to a point;

S 06 degrees 48' 30" E, 79.94 feet to a point;

S 03 degrees 11' 30" W, 72.83 feet to a point;

S 25 degrees 18' 30" E, 99.06 feet to a point;

S 27 degrees 30' 00" W, 154.97 feet to an existing iron pin;

Thence, along the south line of this parcel, N 87 degrees 38' 30" W. 423.12 feet to a point in the northwest right-of-way line of Interstate 24;

Thence, with said right-of-way along a curve to the left, 470.12 feet to a point, said curve having a central angle of 02 degrees 18' 37", a radius of 11,659.16 feet, a tangent of 235 feet and a chord N 32 degrees 18' 31" W 470.09 feet to a point;

Thence, continuing with said right-of-way, N 33 degrees 27' 49" W, 44.20 feet to a point;

Thence, continuing with said right-of-way, N 71 degrees 22' 49" W, 15.38 feet to a point in the east right-of-way line of Paragon Mills Road;

Thence, with said right-of -way, N 05 degrees 14' 26" E, 599.42 feet to a found monument;

Thence, N 56 degrees 30' 55" E, 26.30 feet to the point of beginning.

Exhibit B

1. Lease Agreement for two temporary on premise signs, between Metroplex, Ltd., ("Lessor") and National Advertising Company of Bedford Park, Illinois ("Lessee"), found of record in Book 6218 Page 947 in the Register's Office of Davidson County, Tennessee.

2. Lease Agreement for advertising on premise signs, between Metroplex, Ltd., ("Lessor") and National Advertising Company of Bedford Park, Illinois ("Lessee"), found of record in Book 6228 Page 756 in the Register's Office of Davidson County, Tennessee.