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This instrument prepared by:
Bryan J. Segal, Esq.
Barack Ferrazzano Kirschbaum Perlman & Nagelberg LLP
333 West Wacker Drive, Suite 2700
Chicago, Illinois 60606

Davidson County DEEDWARR
Recvd: 03/08/05 16:02 6 pgs
Fees:33.00 Taxes:20350.00

20050308-0025821

SPECIAL

WARRANTY DEED

ADDRESS NEW OWNER(s) AS FOLLOWS:	SEND TAX BILLS TO:	MAP PARCEL NUMBERS
First Industrial, L.P. 311 S. Wacker Drive, Suite 4000 Chicago, Illinois 60606 Attn: Property Manager	First Industrial, L.P. 311 S. Wacker Drive, Suite 4000 Chicago, Illinois 60606 Attn: Property Manager	#094-000-016.00

FOR AND IN CONSIDERATION of the sum of Ten dollars and no/100 ($10.00), cash in hand paid by the Grantee and other good and valuable considerations accepted as cash, the receipt and sufficiency of which is hereby acknowledged, L. Gary Waller and wife, Nancy R. Waller (collectively, "Grantor"), has this day bargained and sold, and does hereby transfer and convey unto First Industrial, L.P., a Delaware limited partnership ("Grantee"), and its successors, heirs, and assigns, all of its right, title and interest in and to certain real estate in Davidson County, Tennessee as described on Exhibit A attached hereto and made a part hereof.

This is unimproved ( ) improved (X) property, known as 1740 River Hills Drive, Nashville, Tennessee

TO HAVE AND TO HOLD said real estate, with the appurtenance, estate, title and interest thereto belonging, to the Grantee, its successors, heirs and assigns forever we covenant that we are lawfully seized and possessed of said real estate in fee simple, have a good right to convey it, and that the same is unencumbered, except for those encumbrances set forth on Exhibit B attached hereto.

We further covenant and bind ourselves, our heirs and representatives, to warrant and forever defend the title to said real estate to said Grantee, their successors, heirs and assigns, against the lawful claims of all persons, claiming by, through or under the Grantor.

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.

L. Gary Waller

Nancy R. Waller

STATE OF TN
COUNTY OF Davidson

I, the undersigned, hereby affirm that to the best of my knowledge, information and belief, the actual consideration for this transfer or value of the property transferred, whichever is greater, is $5,500,000.00.

Subscribed and sworn to before me this the 4th day of March, 2005

Affiant

My commission expires: My Commission Expires SEPT. 20, 2008

(Affix Seal) *Notary Public*

CATHERINE M. NEVES-SHELLEY
STATE OF TENNESSEE
NOTARY PUBLIC
DAVIDSON COUNTY, TENN.

STATE OF Tennessee

COUNTY OF Davidson

Before me, the undersigned Notary Public in and for the State and County aforesaid, personally appeared L. Gary Waller, with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence, and who, upon his/her oath, acknowledged himself/herself to be the within named grantor, and that he/she, as such person, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing as his/her free act and deed.

4th Witness my hand and official seal, at office in Nashville TN, this ___ day of March, 2005.

Catherine M. Neves-Shelley

Notary Public

My Commission Expires: September 20, 2008

(Seal)

STATE OF TENNESSEE NOTARY PUBLIC DAVIDSON COUNTY, TENN. CATHERINE M. NEVES-SHELLEY

My Commission Expires SEPT. 20, 2008

STATE OF Tennessee

COUNTY OF Davidson

Before me, the undersigned Notary Public in and for the State and County aforesaid, personally appeared Nancy R. Waller, with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence, and who, upon his/her oath, acknowledged himself/herself to be the within named grantor, and that he/she, as such person, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing as his/her free act and deed.

4th Witness my hand and official seal, at office in Nashville TN, this ___ day of March, 2005.

Catherine M. Neves-Shelley

Notary Public

My Commission Expires: September 20, 2008

(Seal)

STATE OF TENNESSEE NOTARY PUBLIC DAVIDSON COUNTY, TENN. CATHERINE M. NEVES-SHELLEY

My Commission Expires SEPT. 20, 2008

Return to:
Bryan J. Segal, Esq.
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Chicago, Illinois 60606

EXHIBIT A

LEGAL DESCRIPTION OF THE LAND

Being a parcel of land in the First Civil District, Fifteenth Councilmanic District of Nashville, Davidson County, Tennessee, located in the northeasterly quadrant of the intersection of River Hills Drive and the Nashville and Eastern Railroad, being more particularly described according to a survey by Barge, Waggoner, Sumner and Cannon, dated February 15, 2005, as follows:

Beginning at the point of intersection of the centerline of River Hills Drive closed by Metropolitan Council Bill No. 082-1082 and the northerly right-of-way line of the Nashville and Eastern Railroad;

Thence with said centerline North 14° 30' 00" West, 487.30 feet to a point;

Thence, continuing with said centerline with a curve to the left 220.54 feet to a point, said curve having a central angle of 44° 06' 16", a radius of 286.50 feet; a tangent of 116.06 feet; and a chord of North 36° 33' 08" West, 215.13 feet;

Thence, leaving said centerline with the easterly line of property conveyed to Cumberland properties by Instrument No. 200405050051295, Register's Office for Davidson County, Tennessee, North 15° 34' 00" West, 466.19 feet to a point on the southerly side of the Cumberland River;

Thence, with the southerly side of the Cumberland River the following calls:

North 48° 45' 00" East, 150.00 feet to a point;

South 80° 00' 00" East, 120.00 feet to a point;

North 26° 00' 00" East, 25.00 feet to a point;

Thence, with the southerly bank of Mill Creek the following calls:

North 54° 15' 00" East, 200.00 feet to a point;

North 65° 15' 00" East, 200.00 feet to a point;

North 79° 15' 00" East, 236.93 feet to a point;

North 77° 24' 00" East, 118.06 feet to a point;

North 72° 32' 00" East, 211.43 feet to a point in the northerly right-of-way line of the Nashville and Eastern Railroad;

Thence, with said right-of-way line South 21° 54' 00" West, 1,225.14 feet to a point;

Thence, continuing with said right-of-way line with a curve to the right 501.69 feet to the point of beginning, said curve having a central angle of 31° 44' 57", a radius of 905.37 feet, a tangent of 257.47 feet and a chord of South 37° 46' 29" West, 495.30 feet.

Containing 831,045 square feet or 19.08 acres, more or less.

Being the same property conveyed to L. Gary Waller and wife, Nancy R. Waller in Book 7980, page 862, in the Register's Office of Davidson County, Tennessee. Further conveyed by Instrument of Correction in Book 9944, page 136, in the Register's Office of Davidson County, Tennessee.

Map & Parcel #094-000-016.00

Common Address: 1740 River Hills Drive, Nashville, TN.

EXHIBIT B

PERMITTED EXCEPTIONS

1. Supplemental assessments for any improvements completed after January 1 of any year as defined by Statute TCA 67-5-603 et seq.
2. Taxes and assessments for the year 2005 and all subsequent years, which are not yet due and payable.
3. Easement for the flow of the waters of the Cumberland River and Mill Creek, and the rights of the public therein.
4. Rights of upper and lower riparian owners to the flow of the waters of the Cumberland River and Mill Creek, free from diminution or pollution.
5. Changes in the boundary of the land resulting from erosion or accretion caused by the flow of the Cumberland River and Mill Creek.
6. Title to that portion of the land lying below the ordinary low water mark of any navigable river.
7. Terms and provisions (except for paragraph 18) set forth and contained in that certain lease between L. Gary Waller and Mrs. L. Gary Waller, Lessor, and Lowe's Home Center's Inc., Lessee, now known as The Contractor Yard, Inc. A memorandum of lease is recorded in Book 7983, page 599.
8. Agreement for Dedication of Easement for Sanitary Sewers and/or Storm Drainage inBook 4482, page 21, Book 5467, page 834, and Book 9262, page 69, in the Register's Office of Davidson County, Tennessee.
9. Agreement for Dedication of Easement for Permanent Drainage Easement and Right-of-Way in Book 8657, page 471, and in Book 8657, page 479 in the Register's Office of Davidson County, Tennessee.
10. Easements retained in Metropolitan Council Bill No. 082-1082.
11. Flowage Easement in decree of record in Deed Book 2271, page 285.
12. Matters shown on survey by William Cockrill of Barge, Waggoner, Sumner and Cannon dated February 15, 2005 and known as Job No. 31949-00.
13. Rights of Federal Express Corporation, as tenant only, under unrecorded lease.