19728

Davidson County DEEDWARR
Recvd: 03/31/05 08:19 4 pgs
Fees:23.00 Taxes:3188.39

20050331-0034788

**AFTER RECORDING RETURN TO:**
**LAND AMERICA NATIONAL COMMERCIAL SERVICES**
450 South Orange Avenue
Suite 170
Orlando, Florida 32801
Attention: Christi Pawlak

**THIS INSTRUMENT WAS PREPARED BY:**
Daniel F. McIntosh, Esq.
**LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P.A.**
450 South Orange Avenue
Suite 800
Orlando, Florida 32801

**SPACE ABOVE THIS LINE FOR RECORDER'S USE**

Address of New Owner (s):
CNL Center at City Commons
450 South Orange Avenue
Orlando, Florida 32801-3336

Name and Address of the Person or Entity responsible for payment of real property taxes:
CNL Financial Services, LP
P.O. Box 1671
Orlando, Florida 32802-1671

Map/Parcel Numbers:
01916000022400

## SPECIAL WARRANTY DEED

**KNOW ALL PERSONS BY THESE PRESENTS,** that **USRP (S&C), LLC,** a Delaware limited liability company, whose address is CNL Center at City Commons, 450 South Orange Avenue, Orlando, Florida 32801-3336 (hereinafter referred to as the "Grantor") for and in consideration of TEN AND NO/100 DOLLARS ($10.00), in hand paid, does hereby bargain, sell, remise, release, and convey unto **NET LEASE FUNDING 2005, LP, doing business in the State of Tennessee as Net Lease Funding 2005, L.P.,** a Delaware limited partnership, its successors and assigns forever, whose address is CNL Center at City Commons, 450 South Orange Avenue, Orlando, Florida 32801-3336 (hereinafter referred to as the "Grantee") the following tract of land in Davidson County, Tennessee, more particularly described on Exhibit "A" (hereinafter referred to as the "Property"), together with all of Grantor's right, title and interest as landlord or lessor in and to any leases or rental agreements pertaining to the Property, and all of the rights, benefits and privileges of the landlord or lessor thereunder, including without limitation all of Grantor's right, title and interest in and to any and all security deposits and rentals thereunder.

**TO HAVE AND TO HOLD** the aforesaid land, with all hereditaments and appurtenances of and to the same belonging or in any way appertaining to the said Grantee, its successors and assigns forever. Grantor does fully warrant the title to the land conveyed, and will defend the same against the lawful claims of all persons claiming by, through or under the Grantor, but against none other.

**IN TESTIMONY WHEREOF,** this instrument is executed as of this 28th day of March, 2005, but effective as of the 25th day of February, 2005.

| Signed, sealed and delivered in the presence of: | **USRP (S&C), LLC,** a Delaware limited liability company |
|---|---|
| Name: Georgia Smith | By: **CNL APF Partnes, LP** (f/k/a U.S. Restaurant Properties Operating L.P.), a Delaware limited partnership, its Manager |
| Name: Kimberly Hofman | By: **CNL APF GP Corp.** (f/k/a USRP Managing, Inc.), a Delaware corporation, its sole General Partner |
| | By: _____<br>Name: ROBERT E. LAWLESS<br>Title: SVP & TREASURER |

STATE OF FLORIDA
COUNTY OF ORANGE

This 29th day of March, 2005, personally came before me, Robert E. LAWLESS, Notary Public for said County and State, FLORIDA, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged _____ to be the SVP & TREASURER (or other officer authorized to execute the instrument) of **CNL APF GP CORP. f/k/a USRP Managing, Inc.),** a Delaware corporation, as General Partner of **CNL APF PARTNERS, LP (f/k/a U.S. Restaurant Properties Operating L.P.),** a Delaware limited partnership, as Manager of **USRP (S&C), LLC,** a Delaware limited liability company, the within named bargainor, a limited liability company, and executed the foregoing instrument for the purposes therein contained , for and on behalf of said company.

**WITNESS** my hand and official seal this 29th day of March, 2005.

(NOTARY SEAL)

Notary Public, State of Florida

Printed Name: Devi M Gooljar
Notary Commission No. My Commission DD346358
My Commission Expires: Expires August 12, 2008

STATE OF FLORIDA
COUNTY OF ORANGE

I hereby swear or affirm that the actual consideration for this transfer or value of the property transferred, whichever is greater, is $861,726.00, which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

Signed, sealed and delivered
in the presence of:

Name: Georgia Smith

Name: Kimberly Hofman

**NET LEASE FUNDING 2005, LP, doing business in the State of Tennessee as Net Lease Funding 2005, L.P.,** a Delaware limited partnership

By: **NET LEASE FUNDING 2005, LLC,** a Delaware limited liability company, as General Partner

By: _____
Name: ROBERT E. LAWLESS
Title: SVP & TREASURER

STATE OF FLORIDA
COUNTY OF ORANGE

This 29th day of March, 2005, personally came before me, Robert E. LAWLESS, Notary Public for said County and State, FLORIDA, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged _____ to be the SVP & TREASURER (or other officer authorized to execute the instrument) of **NET LEASE FUNDING 2005, LLC, doing business in the State of Tennessee as Net Lease Funding 2005, L.P.,** a Delaware limited liability company, as General Partner of **NET LEASE FUNDING 2005, LP,** a Delaware limited partnership, the within named bargainor, a partnership, and executed the foregoing instrument for the purposes therein contained , for and on behalf of said company.

**WITNESS** my hand and official seal this 29th day of March, 2005.

(NOTARY SEAL)

Notary Public, State of Florida

Printed Name: Devi M Gooljar
Notary Commission No. My Commission DD346358
My Commission Expires: Expires August 12, 2008

0914097-110199/820065
#4749/Brentwood, Davidson County, Tennessee
NCS Case No. 04-001496

EXHIBIT "A"

Land in Davidson County, Tennessee, being more particularly described as follows:

A tract or parcel of land in the 32nd Councilmanic District of Metropolitan Nashville and Davidson County, Tennessee, and being Lot 2 on the Final Plat, Resubdivision of Section Three, Highlands of Brentwood (the "Plat"), of record in Plat Book 8250, Page 756, in the Office of the Register of Deeds for Davidson County, Tennessee (as prepared by Ragan-Smith Associates, Inc., Job No. 96-075/5224, dated June 27, 1996), to which Plat reference is hereby made for a more complete description of said lot.

LESS AND EXCEPT any portions of the such property conveyed or taken for rights of way for public streets or roads.

Being the same property conveyed to USRP(S&C), LLC in Instrument No. 20031105-0162326, Register's Office for Davidson County, Tennessee.

Together with a non-exclusive easement for ingress and egress of record in Book 10570, page 360, as amended in Book 10760, page 373, said Register's Office.

**Captain D**
**789 Old Hickory Blvd**
**Brentwood, Davidson County, TN**
**Tax Parcel ID#: 01916000022400**
**CNL Asset#: 4749**
**Title Case#: 04-001496**