313 S/R Tract

Davidson County DEEDQC
Recvd: 05/27/05 12:37 5 pgs
Fees:27.00 Taxes:0.00
20050527-0060184

THIS INSTRUMENT PREPARED BY:
BASS, BERRY & SIMS PLC (MSP)
315 Deaderick Street, Suite 2700
Nashville, Tennessee 37238

QUITCLAIM DEED

Address New Owner(s):	Send Tax Bills To:	Map/Parcel Number(s):
Nashville Urban Partners 2004, LLC c/o Marketstreet Equities Co. Butler's Run 138 Second Avenue North Suite 300 Nashville, TN 37201	Same	Map 93-13, Parcel 121 Map 93-13, Parcel 543

FOR AND IN CONSIDERATION OF the sum of TEN AND NO/100 DOLLARS ($10.00) cash in hand paid and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, BELLSOUTH TELECOMMUNICATIONS, INC., a Georgia corporation (the "Grantor") hereby quitclaims and conveys to NASHVILLE URBAN PARTNERS 2004, LLC, a Delaware limited liability company, and its successors and assigns (the "Grantee"), all of Grantor's right, title and interest in and to certain real property in Davidson County, Tennessee, more particularly described on Exhibit A attached hereto.

This is improved property known as 915 Division Street and 600 Twelfth Avenue South, Nashville, Davidson County, Tennessee.

IN WITNESS WHEREOF, the undersigned Grantor has executed this instrument or has caused same to be executed as of the 26th day of May 2005.

BELLSOUTH TELECOMMUNICATIONS, INC.

BST FORM APPROVED GEN. COUNSEL

By: _____

Title: PRESIDENT - BELLSOUTH TN

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Personally appeared before me, the undersigned, a Notary Public having authority within the State and County aforesaid, Marty G. Dickens, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the President of **BellSouth Telecommunications, Inc.**, a Georgia corporation, and is authorized by the corporation to execute this instrument on behalf of the corporation.

WITNESS my hand, at office, this 26th day of May, 2005.

CAROLYN HANESWORTH
STATE OF TENNESSEE
NOTARY PUBLIC
DAVIDSON COUNTY, TENN.

Carolyn Hanesworth
Notary Public

My Commission Expires NOV. 22, 2008

My Commission Expires: _____

STATE OF TENNESSEE

COUNTY OF DAVIDSON

The actual consideration for this transfer is $ zero .

Joseph N. Barker, Chief Manager of Nashville
Urban Partners 2004, LLC, Affiant

Sworn to and subscribed before me this 26 day of May, 2005.

Notary Public

My Commission Expires: 5/24/08

COLLEEN FAIRLEY
Notary Public At Large
State of Tennessee
Davidson County
My Commission Expires
May 24, 2008

COLLEEN FAIRLEY
DAVIDSON COUNTY, TENN.

EXHIBIT A
Property Descriptions

Tract 1:

Being a tract of land lying in Nashville, Davidson County, Tennessee, and being more particularly described as follows;

Beginning at an "X" in concrete, at the intersection with the northerly right-of-way line of Division Street, 60 feet in width, and the westerly right-of-way line of Magazine Street, 50 feet in width;

Thence leaving the westerly right-of-way line of Magazine Street with the northerly right-of-way line of Division Street, North 82 deg 24 min 23 sec West, 270.83 feet to a point, at the intersection with the easterly right-of-way line of 12th Avenue South, 80 feet in width;

Thence leaving the northerly right-of-way line of Division Street, with the easterly right-of-way line of 12th Avenue South, with a curve to the right, along an arc length of 39.20 feet, the central angle of which is 89 deg 50 min 39 sec, the radius of which is 25.00 feet, the chord of which is North 37 deg 29 min 03 sec West, 35.31 feet to a point;

Thence North 07 deg 26 min 16 sec East, 188.07 feet to a point;

Thence North 82 deg 33 min 44 sec West, 6.00 feet to a point;

Thence North 04 deg 44 min 08 sec East, 34.16 feet to a point, at the intersection with the 11th Avenue South Industrial Boulevard, width varies;

Thence leaving the easterly right-of-way line of 12th Avenue South, with the easterly right-of-way line of 11th Avenue South Industrial Boulevard, with a curve to the right, along an arc length of 65.64 feet, the central angle of which is 22 deg 15 min 10 sec, the radius of which is 169.00 feet, the chord of which is North 30 deg 14 min 48 sec East, 65.23 feet to a point;

Thence with a curve to the left, along an arc length of 91.63 feet, the central angle of which is 10 deg 54 min 52 sec, the radius of which is 481.00 feet, the chord of which is North 35 deg 54 min 57 sec East, 91.49 feet to a point, at a corner common with the property of Metro Government of Nashville and Davidson County being Lot 9 of Lunatic Asylum Plan as of record in Plat Book 21, page 117, Register's Office for Davidson County, Tennessee and being the same property condemned by the City of Nashville (Metro Government of Nashville and Davidson County is the successor to the City of Nashville) on October 11, 1899, as evidenced by the final decree of the Davidson County Chancery Court in Docket No. 22885, Minute Book 61, page 331;

Thence leaving the easterly right-of-way line of 11th Avenue South Industrial Extension, with the southerly property line of Metro Government, South 82 deg 16 min 48 sec East, 74.44 feet to an existing iron rod, at a corner common with the property of C. Mark Carver, Trustee, as of record in Instrument Number: 20000822-0081355, at the Register's Office for Davidson County, Tennessee;

Thence with the westerly property line of C. Mark Carver, Trustee, South 07 deg 28 min 05 sec West, 50.00 feet to a point;

Thence with the southerly property line of C. Mark Carver, Trustee, South 82 deg 31 min 10 sec East, 157.19 feet to an existing iron rod, in the westerly right-of-way line of Magazine Street;

Thence with the westerly right-of-way line of Magazine Street, South 06 deg 57 min 06 sec West, 338.00 feet to the POINT OF BEGINNING. Containing 102,836 square feet or 2.361 acres more or less.

Tract 2:

Being a tract of land lying in Nashville, Davidson County, Tennessee, also being Lot 2 of Section Sixty-Five Edgehill Estates, as of record in Plat Book 4460, Page 159, at the Register's Office for Davidson County, Tennessee, and being more particularly described as follows;

Beginning at an existing iron rod, in the southerly right-of-way line of Division Street, 60 feet in width, at a corner common with the property of John W. Griffin, as of record in Instrument Number: 20031105-0162505, at the Register's Office for Davidson County, Tennessee;

Thence leaving the southerly right-of-way line of Division Street, with the westerly property line of John W. Griffin, South 07 deg 30 min 18 sec West, 342.61 feet to an existing iron rod in the northerly right-of-way line of Interstate 40;

Thence with the northerly right-of-way line of Interstate 40, North 64 deg 59 min 58 sec West, 111.75 feet to an existing right-of-way monument;

Thence North 63 deg 19 min 06 sec West, 98.96 feet to an existing iron rod, at a corner common with the property of 12th & Division Properties, LLC, as of record in Instrument Number: 20040506-0052096, at the Register's Office for Davidson County, Tennessee;

Thence leaving the northerly right-of-way line of Interstate 40, with the easterly property line of 12th & Division Properties, LLC, North 07 deg 33 min 04 sec East, 276.82 feet to an existing iron rod in the southerly right-of-way line of Division Street;

Thence with the southerly right-of-way line of Division Street, South 82 deg 24 min 23 sec East, 199.82 feet to the POINT OF BEGINNING. Containing 62,088 square feet or 1.425 acres more or less.

Title vests in BellSouth Telecommunications, Inc., a Georgia corporation, pursuant to Articles of Merger of record in Book 8567, page 873, Register's Office for Davidson County, Tennessee ("RODC"). A portion of Tract 1 was deeded to South Central Bell Telephone Company by deed from Southern Bell Telephone and Telegraph Company of record in Book 4250, page 51, RODC. A portion of Tract 1 was obtained by the closure of portions of public alleys pursuant to Council Bill Nos. 658 and 43-77. Tract 2 of this property was deeded to South Central Bell Telephone Company by deed from Metropolitan Development and Housing Agency of record in Book 4708, page 480, RODC.