Davidson County DEEDQC
Recvd: 05/27/05 12:42 3 pgs
Fees:17.00 Taxes:0.00
20050527-0060186

3rd S/R TRACT

QUITCLAIM DEED

FROM: Nashville Urban Partners 2004, LLC,
Grantor

This instrument was prepared by:
C. Mark Carver
Sherrard & Roe, PLC
424 Church Street, Suite 2000
Nashville, Tennessee 37219

TO: Bellsouth Telecommunications, Inc.,
Grantee

Address New Owner as Follows:	Name and Address of the Person or Entity Responsible for the Payment of Real Property Taxes	Map-Parcel Numbers
BellSouth Telecommunications, Inc. Attn: General Counsel 333 Commerce Street Nashville, TN 37201-3300	Same	93-1, 89; 92-4, 378

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration for this transfer is $10.00.

Affiant

BST FORM APPROVED GEN. ATTY.

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

DEBORAH S. THURMAN STATE OF TENNESSEE NOTARY PUBLIC DAVIDSON COUNTY, TENN.

Notary Public

My Commission Expires NOV. 22, 2008

My Commission Expires: _____

FOR AND IN CONSIDERATION OF the sum of Ten and No/100 Dollars ($10.00), the receipt and sufficiency of which are hereby acknowledged, Nashville Urban Partners 2004, LLC (the "Grantor"), does hereby quitclaim unto BellSouth Telecommunications, Inc. (the "Grantee"), its successors and assigns, all of Grantor's rights, title and interest, in and to certain tracts or parcels of land in Davidson County, State of Tennessee, more particularly described on Exhibit A attached hereto and incorporated herein by this reference, and all improvements thereon and any mineral rights related to the property (the "Property").

Executed effective the 26TH day of May, 2005.

GRANTOR: NASHVILLE URBAN PARTNERS 2004, LLC,
a Delaware limited liability company

By:_____
Joseph N. Barker, Chief Manager

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public of said County and State, personally appeared Joseph N. Barker, Chief Manager, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be Chief Manager of Nashville Urban Partners 2004, LLC, the within named bargainor, a limited liability company, and that he as such Chief Manager, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the limited liability company by himself as Chief Manager.

Witness my hand and seal, at Office, this 26 day of May, 2005.

Colleen Fairley
Notary Public

My Commission Expires: 5/24/08

COLLEEN FAIRLEY NOTARY PUBLIC DAVIDSON COUNTY, TENN.

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

331005.01 4894-0005

EXHIBIT A

Property Description

Being a parcel of land in the First Civil District of Nashville, Davidson County, Tennessee, located in the northeast quadrant of the intersection of Jo Johnston Avenue and 11th Avenue North and being more particularly described as follows:

BEGINNING at the intersection of the northerly margin of Jo Johnston Avenue and the easterly margin of 11th Avenue North;

THENCE. with said 11th Avenue North, N 28° 38' 53" W, 421.56 feet to an iron pin;

THENCE, with the north margin of Clinton Street, S 62° 16' 40" W, 233.53 feet to a point;

THENCE, leaving said margin with the east line of Dialysis Clinic, Inc., of record in Book 10328, Page 960, R.O.D.C., N 28° 01' 17" W, 94.05 feet to an iron pin in the southwesterly margin of CSX Transportation Railroad;

THENCE, with said margin and a curve concave to the south having a central angle of 12° 48' 13", a radius of 754.49 feet and a chord of N 78° 18' 20" E, 168.25 feet for an arc length of 168.60 feet to an iron pin;

THENCE, N 84° 28' 41" E, 25.02 feet to an iron spike;

THENCE, N 31° 47' 13" E, 55.79 feet to an iron pin 50 feet southwest of centerline of railroad;

THENCE, 50 feet southwest of railroad with a curve concave to the south having a central angle of 15° 52' 28", a radius of 710.90 feet and a chord of S 82° 39' 21" E, 196.33 feet for an arc length of 196.96 feet to an iron pin;

THENCE, continuing 50 feet southwest of railroad with a curve concave to the south having a central angle of 27° 43' 55", a radius of 932.64 feet and a chord of S 60° 50' 39" E, 447.02 feet for an arc length of 451.41 feet to a point in the north margin of Jo Johnston Avenue;

THENCE, with said Avenue, S 62° 10' 00" W, 397.07 feet to the point of beginning.

Containing 137,700 square feet or 3.16 acres, more or less.

Being the same property conveyed to Nashville Urban Partners 2004, LLC by deed from C. Mark Carver, Trustee of record as Instrument No. 20040421-0045132, Register's Office for Davidson County, Tennessee.