OWNER/RESPONSIBLE TAXPAYER:

First States Investors 3114, LLC

AFTER RECORDING RETURN TO:

Kathleen Martin
Morgan, Lewis & Bockius LLP
5300 Wachovia Financial Ctr
200 S. Biscayne Blvd.
Miami, FL 33131-0321

THIS INSTRUMENT PREPARED BY:

Kevin Woolf, Esq.
Seyfarth Shaw LLP
1545 Peachtree Street, NE, Suite 700
Atlanta, Georgia 30309

Davidson County DEEDWARR
Recvd: 09/29/05 09:54 15 p
Fees:78.00 Taxes:1511.45
20050929-0116950

(Parcel ID #: 061 15 0 103.01)

SPECIAL WARRANTY DEED

THIS INDENTURE made this 15th day of September, 2005, between **WACHOVIA BANK, NATIONAL ASSOCIATION,** a national banking association and the successor-in-interest to Capital City Bank of Nashville, Tennessee as set forth on **Exhibit "C"**, attached hereto and by this reference incorporated herein ("**First Party**"), and **FIRST STATES INVESTORS 3114, LLC,** a Tennessee limited liability company ("**Second Party**"):

WITNESSETH:

THAT SAID FIRST PARTY, for and in consideration of the sum of ONE DOLLAR ($1.00), and for other good and valuable consideration, the receipt and legal sufficiency of all of which is hereby acknowledged, to it in hand paid by said Second Party, the receipt of which is hereby acknowledged, has granted, bargained, sold and conveyed, and does by these presents grant, bargain, sell and convey unto Second Party, in fee simple, the real property described as follows:

SEE PROPERTY DESCRIPTION ON **EXHIBIT "A"** ATTACHED HERETO AND MADE A PART HEREOF.

BEING the same property conveyed to Capital City Bank of Nashville, Tennessee, the predecessor-in-interest to First Party, by deed recorded in Deed Book 3794, Page 482 in the Davidson County Register's Office.

With the hereditaments and appurtenances thereto appertaining, hereby releasing all claims to homestead and dower therein. **TO HAVE AND TO HOLD** the same unto Second Party, his heirs, successors and assigns forever.

AND First Party, for itself and its successors and assigns, does hereby covenant with said Second Party, his heirs, successors and assigns, that it is lawfully seized in fee simple of the premises above conveyed and has full power, authority and right to convey the same, and that said premises are free from all encumbrances except for those items set forth on **Exhibit "B"** attached hereto and made a part hereof, and that it will forever warrant and defend the said premises and the title thereto against the lawful claims of all persons claiming by, through or under said First Party, but not otherwise.

Whenever in this instrument a pronoun is used it shall be construed to represent either singular or plural, as the case may demand.

IN WITNESS WHEREOF, the said First Party has caused this instrument to be executed under seal the day and year first above written.

WACHOVIA BANK, NATIONAL ASSOCIATION, a national banking association, as the successor-in-interest by merger as set forth on **Exhibit "C"**

By: _____

Printed Name: Timothy McKinney

Title: Vice President

[BANK SEAL]



STATE OF FLORIDA)
)
COUNTY OF DUVAL)

Personally appeared before me, Lauren Parsons Langham a Notary Public in and for the County and State aforesaid, Timothy McCleary, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the Vice President of **WACHOVIA BANK, NATIONAL ASSOCIATION**, the within named bargainor, and that he as such officer, executed the foregoing instrument for the purposes therein contained, by signing the name of the bank by himself as such officer, and that he was duly authorized thereunto by its board of directors.

WITNESS my hand, at office this 13th day of September, 2005.

Lauren Parsons Langham
NOTARY PUBLIC

My Commission Expires: _____

[NOTARY SEAL]

Lauren Parsons Langham MY COMMISSION EXPIRES November 12, 2008 #DD337199 Bonded Thru Troy Fain-Insurance 800-385-7019 NOTARY PUBLIC, STATE OF FLORIDA

I hereby swear or affirm that the actual consideration or true value of this transfer, whichever is greater, is $408,500.00.

AFFIANT

Subscribed and sworn to before me this 13th day of September, 2005.

Lauren Parsons Langham
NOTARY PUBLIC

My Commission Expires: _____

[NOTARY SEAL]

Lauren Parsons Langham MY COMMISSION EXPIRES November 12, 2008 #DD337199 Bonded Thru Troy Fain-Insurance 800-385-7019 NOTARY PUBLIC, STATE OF FLORIDA

EXHIBIT "A"
Property Description

Being Lot No. 4 and the northerly 23.8 feet of Lot No. 3 on the Re-Subdivision of Sunnymeade, Unit No. 1, as of record in Book 974, Pages 56 & 57, Register's Office for Davidson County, Tennessee, further described as follows:

BEGINNING at an iron pin at the northwesterly corner of Lot No. 4 on said plan at the intersection of Ardee Avenue and Gallatin Road; THENCE with easterly margin of Gallatin Road southerly 76.2 feet to an iron pin; THENCE westerly 30 feet to an iron pin; THENCE with the margin of Gallatin Road 23.8 feet in a southerly direction to an iron pin; THENCE eastwardly 223.5 feet to an iron pin; THENCE northwardly 100 feet to an iron pin in the southerly margin of Ardee Avenue; THENCE westwardly with the southerly margin of Ardee Avenue, 193.5 feet to the POINT OF BEGINNING.

Being the same property conveyed to Capital City Bank of Nashville, Tennessee by deed from Hillman Barnard, W.C. Riley, Elmer I. Kent, Orion F. Ramsey, Trustees, Inglewood Church of the Nazarene, of record in Book 3794, Page 482, Register's Office for Davidson County, Tennessee, and being the same improved property located at 3940 Gallatin Pike, Nashville, Tennessee.

EXHIBIT "B"
Permitted Title Exceptions

1. Taxes for the year 2005, a lien, not yet due and payable, and taxes for prior years arising from re-assessments or digest disputes.

2. Taxes and special assessments not shown as liens by the public records.

3. All matters shown on the Plan of record in Plat Book 974, Page 56, Register's Office Davidson County, Tennessee.

4. Easement and parking privileges reserved in Deed of record in Book 3794, Page 482, aforesaid records.

5. Matters as would be disclosed by a current and accurate survey and inspection of the subject premises.

6. Rights of tenants, as tenants only, under unrecorded leases.

EXHIBIT "C"
Merger Documentation

[Please see attached.]

SECRETARY'S CERTIFICATE

I, Beverly W. Jackson, Assistant Secretary of Wachovia Bank, National Association, hereby certify the following:

1. Based on information available to me, it is my belief that Capital City Bank of Nashville, Tennessee merged into Nashvillebank and Trust Co. effective November 20, 1970, and on that date, the name changed to Nashville City Bank and Trust Co.; and

2. Effective February 20, 1987, Nashville City Bank and Trust Co. was renamed to Dominion Bank of Middle Tennessee, as evidenced by a copy of the certificate from the State of Tennessee, Department of State, attached hereto as Exhibit A; and

3. Effective June 23, 1993, Dominion Bank of Middle Tennessee was renamed to Dominion National Bank of Tennessee, as evidenced by a copy of the certificate from the Comptroller of the Currency, Treasury Department of the United States, attached hereto as Exhibit B; and Dominion National Bank of Tennessee, changed its title to First Union National Bank of Tennessee, as evidenced by a copy of the acknowledgment of the Office of the Comptroller of the Currency, Administrator of National Banks, attached hereto as Exhibit C; and

4. Effective July 31, 1997, First Union National Bank of Tennessee, merged with and into the charter of First Union National Bank, Charlotte, North Carolina, as evidenced by a copy of the acknowledgment of the Office of the Comptroller of the Currency, Administrator of National Banks, attached hereto as Exhibit D; and

5. Effective February 26, 1998, First Union National Bank, Charlotte, North Carolina merged into and under the charter of First Union National Bank, Avondale, Pennsylvania, with the resulting bank located in Charlotte, North Carolina, as evidenced by a copy of the acknowledgement of the Office of the Comptroller of the Currency, Administrator of National Bank, attached hereto as Exhibit E; and

6. Effective April 1, 2002, Wachovia Bank, National Association merged into and under the charter of First Union National Bank with the resulting title of Wachovia Bank, National Association, as evidenced by a copy of the acknowledgment of the Office of the Comptroller of the Currency, Administrator of National Banks, attached hereto as Exhibit F.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of this Association on this the 18th day of August, 2005.

Beverly W. Jackson
Assistant Secretary
Wachovia Bank, National Association

(SEAL)

146238

Exhibit A

State of Tennessee



BOOK 7163 PAGE 430

Department of State

Certificate

The undersigned, as Secretary of State of the State of Tennessee, hereby certifies that the attached document was received for filing on behalf of

NASHVILLE CITY BANK AND TRUST CO. NAME CHANGED TO DOMINION BANK OF MIDDLE TENNESSEE

was duly executed in accordance with the Tennessee General Corporation Act, was found to conform to law and was filed by the undersigned, as Secretary of State, on the date noted on the document.

Therefore, the undersigned, as Secretary of State, and by virtue of the authority vested in him by law, hereby issues this certificate and attaches hereto the document which was duly filed on February 20th, 19 87.

Huntsy Crowell
Secretary of State
by Charlyn Pinson

IDENTIFYING REFERENCE 02527

FILED & RECORDED REGISTER DAVIDSON COUNTY, TN
Mar 10 4 05 PM '87

SS-4404

Comptroller of the Currency



TREASURY DEPARTMENT OF THE UNITED STATES

Washington, D. C.

Whereas, satisfactory evidence has been presented to the Comptroller of the Currency that DOMINION BANK OF MIDDLE TENNESSEE located in NASHVILLE, State of TENNESSEE has complied with all provisions of the statutes of the United States required to be complied with before being authorized to commence the business of banking as a National Banking Association.

Now, therefore, I hereby certify that the above-named association is authorized to commence the business of banking as a National Banking Association under the title DOMINION NATIONAL BANK OF TENNESSEE.

effective June 23, 1993.

In testimony whereof, witness my signature and seal of office this 23rd day of June 1993

Charter No 22649

Deputy Comptroller of the Currency

EXHIBIT B

Nashville Gallatin (TN)

EXHIBIT C

Comptroller of the Currency
Administrator of National Banks

Southeastern District
Marquis One Tower, Suite 600
245 Peachtree Center Avenue, N.E.
Atlanta, Georgia 30303

June 23, 1993

Ross E. Jeffries, Jr.
Vice President and
Assistant General Counsel
First Union Corporation
Legal Division
One First Union Center (0630)
Charlotte, North Carolina 28288

Re: 93-SE-04-004 - First Union National Bank of Tennessee
Nashville, Tennessee

Dear Mr. Jeffries:

The Office of the Comptroller of the Currency has received your letter concerning the title change and the appropriate amendment to the articles of association. The OCC has recorded that as of June 23, 1993, the title of Dominion National Bank of Tennessee, Charter Number 22649, was changed to "First Union National Bank of Tennessee".

As a result of the Garn-St Germain Depository Institutions Act of 1982, this Office is no longer responsible for the approval of national bank name changes nor does it maintain official records on the use of alternate titles. The use of other titles or the retention of the rights to any previously used title is the responsibility of the bank's board of directors. Legal counsel should be consulted to determine whether or not the new title, or any previously used title, could be challenged by competing institutions under the provisions of federal or state law.

Very truly yours,

Thelma J. Hodges
Analysis Specialist

EXHIBIT D

Comptroller of the Currency
Administrator of National Banks

Multinational Banking Division
250 E Street, SW
Washington, D.C. 20219

July 31, 1997

Mr. Robert L. Andersen
Senior Vice President
First Union Corporation
301 South College Street
31st Floor, LEG-0630
Charlotte, North Carolina 28288

Dear Mr. Andersen:

This letter is the official certification of the Office of the Comptroller of the Currency ("OCC") of the merger of the following banks into and under the charter of First Union National Bank, Charlotte, North Carolina, charter number 15650, effective July 31, 1997:

First Union National Bank of South Carolina, Greenville, South Carolina
First Union National Bank of Tennessee, Nashville, Tennessee
First Union National Bank of Virginia, Roanoke, Virginia
First Union National Bank of Maryland, Rockville, Maryland
First Union National Bank of Washington, D.C., District of Columbia
First Union Bank of Connecticut, Stamford, Connecticut

This also serves as the official authorization for First Union National Bank, charter number 15650, to operate the former head offices of the merging banks as branches at the sites indicated in the attachment to this letter. First Union National Bank, charter number 15650, is also hereby authorized to operate the former branches of First Union Bank of Connecticut at the sites indicated in the attachment. Branch authorizations previously granted to the merging national banks automatically convey to First Union National Bank, charter number 15650, and will not be reissued. Copies of this certificate should be furnished to personnel responsible for branch administration and the monitoring of compliance with 12 U.S.C. 371d.

Under the authority of 12 C.F.R. 5.37, approval is hereby granted to First Union National Bank for an aggregate investment in premises which, when combined with the Bank's investment in fixtures, shall not exceed $3,000,000,000.00. This approval is conditioned upon the application of generally accepted accounting principles towards the additional investments in fixed assets. Compliance with this limitation shall be determined by the amount reported by the Bank on its "Call Report" as "premises and fixed assets".

Mr. Robert L. Andersen
Application Control Number 97-ML-02-0012
Page 2

This letter is also the official certification by the Office of the Comptroller of the Currency of increase in common stock outstanding by First Union National Bank, Charter Nr. 15650, from **$82,794,510.00** to **$88,079,265.00**, effective as of **July 31, 1997.**

Sincerely,

Richard T. Erb
Licensing Manager

Charter Number 15650

Attachment

EXHIBIT E

Comptroller of the Currency
Administrator of National Banks

Bank Organization and Structure, 3-8
Washington, D.C. 20219-0001

February 20, 1998

OCC Control Nr. 97-ML-02-0050

Mr. Robert L. Andersen
Assistant General Counsel
First Union Corporation
301 South College Street
Charlotte, North Carolina 28288-0630

Dear Mr. Andersen:

This letter is the official certification of the Office of the Comptroller of the Currency for the merger of First Union National Bank, Charlotte, North Carolina, Charter Nr. 15650, into and under the charter and title of First Union National Bank, Avondale, Pennsylvania, Charter Nr. 22693, with the resulting bank located in Charlotte, North Carolina, effective February 26, 1998.

This letter also serves as the official authorization for First Union National Bank, Charter Nr. 22693, to operate its former head office in Avondale, Pennsylvania as a branch at the following location:

Popular Name : Avondale Branch
Certificate Nr : 111588A
Address : 102 Pennsylvania Avenue
Avondale, Pennsylvania

Branch authorizations previously granted to First Union National Bank, Charter Nr. 15650 automatically convey to the resulting bank and will not be reissued. Please furnish a copy of this certificate to personnel responsible for branch administration. In the event of questions, please contact Senior Licensing Analyst Cindy L. Hausch-Booth at (202) 874-5060.

Sincerely,

Richard T. Erb
Licensing Manager

Comptroller of the Currency
Administrator of National Banks

EXHIBIT F

Large Bank Licensing, MS 7-13
250 E Street, S.W.
Washington, DC 20219

April 1, 2002

OCC Control Nr. 2002-ML-02-0001

Ms. Courtney D. Allison
Assistant General Counsel
Legal Division
Wachovia Corporation
301 South College Street (NC0630)
Charlotte, North Carolina 28288-0630

Dear Ms. Allison:

This letter is the official certification of the Comptroller of the Currency (OCC) of the merger of Wachovia Bank, National Association, Winston-Salem, North Carolina, Charter Nr. 1559, into and under the charter of First Union National Bank, Charlotte, North Carolina, Charter Nr. 1 with the resulting title of Wachovia Bank, National Association and headquarters at Charlotte, North Carolina, effective April 1, 2002.

This letter is also the official authorization given to Wachovia Bank, N.A., Charter Nr. 1 (formerly First Union National Bank), to operate the former head office of Wachovia Bank, N.A., Charter Nr. 1559 as a branch at the following site:

Title	:	Downtown Winston-Salem Branch
Certificate Nr.	:	122534A
Address	:	100 North Main Street Winston-Salem, North Carolina 27150

Branch authorizations previously granted to Wachovia Bank, N.A., Charter Nr. 1559, automatically convey to Wachovia Bank, N.A., Charter Nr. 1 (formerly First Union National Bank), the resulting bank, and will not be reissued. Please furnish a copy of this certificate to personnel responsible for branch administration.

The OCC also authorizes the resulting bank, should the merger occur between Call Report dates, to recalculate its legal lending limit. The new lending limit should be calculated by using data from the last Call Report of the individual banks filed prior to consummating the consolidation, as adjusted for the combination. The resulting bank will then file a new Call Report and begin calculating its legal lending limit according to 12 C.F.R. 32.4(a) at the end of the quarter following consummation of the consolidation.

In the event of questions, I may be contacted at (202) 874-5060 or by e-mail at: largebanks@occ.treas.gov.

Sincerely,

Richard T. Erb
Licensing Manager

2002-ML-02-0001