318 Title

GENERAL WARRANTY DEED

Prepared By: **Richard L. Mintz, Barnes & Thornburg LLP** **600 1st Source Bank Center, 100 North Michigan Street** **South Bend, Indiana 46601**		
ADDRESS NEW OWNER(S) AS FOLLOWS: **Willow Trace II Associates, Limited Partnership** **c/o Holladay Properties** **227 S. Main Street, Suite 300** South Bend, IN 46601 Attn: James W. Laskowski	SEND TAX BILLS TO: **Holladay Properties** **227 S. Main Street, Suite 300** South Bend, IN 46601 Attn: James W. Laskowski	MAP-PARCEL NUMBER: **94-14/23**

FOR RECORDING PURPOSES

LTIC File No.

STATE OF TENNESSEE:
COUNTY OF :

THE ACTUAL CONSIDERATION OR VALUE, WHICHEVER IS GREATER, FOR THIS TRANSACTION IS $2,600,000

AFFIANT

SUBSCRIBED AND SWORN TO BEFORE ME, THIS DATE: November 17 2005

Michelle M. Hammer 2005

Michelle M. Hammer MICHELLE M. HAMMER
NOTARY PUBLIC Notary Public, State of Indiana
County of St. Joseph
COMMISSION EXPIRES March 11 2010 My Commission Expires Mar. 11, 2010

Davidson County DEEDWARR
Recvd: 11/21/05 15:14 4 pgs
Fees:23.00 Taxes:9620.00

20051121-0140548

FOR AND IN CONSIDERATION OF THE SUM OF TEN DOLLARS, CASH IN HAND PAID BY THE HEREINAFTER NAMED GRANTEE, AND IN OTHER GOOD AND VALUABLE CONSIDERATIONS, THE RECEIPT OF WHICH IS HEREBY ACKNOWLEDGED, WE, **HOLLADAY MIDWEST I LLC**, A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, HEREINAFTER CALLED THE **GRANTOR**, HAVE BARGAINED AND SOLD, AND BY THESE PRESENTS DO TRANSFER, CONVEY AND WARRANT UNTO, **WILLOW TRACE II ASSOCIATES, LIMITED PARTNERSHIP**, A LIMITED PARTNERSHIP ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF INDIANA HEREINAFTER CALLED THE **GRANTEE**, ITS HEIRS AND ASSIGNS, A CERTAIN TRACT OR PARCEL OF LAND IN DAVIDSON COUNTY, STATE OF TENNESSEE, COMMONLY KNOWN AS WILLOW TRACE - 820 FESSLERS PARKWAY, NASHVILLE, TENNESSEE AND LEGALLY DESCRIBED AS FOLLOWS TO WIT:

[SEE ATTACHED LEGAL DESCRIPTION]

SUBJECT TO ALL UNPAID TAXES AND ASSESSMENTS, AND ANY COVENANTS, RESTRICTIONS AND EASEMENTS OF RECORD.

TO HAVE AND TO HOLD THE AFORESAID REAL ESTATE TOGETHER WITH ALL THE APPURTENANCES AND HEREDITAMENTS THEREUNTO BELONGING OR IN ANY WISE APPERTAINING TO THE SAID GRANTEE, ITS HEIRS OR SUCCESSORS AND ASSIGNS IN FEE SIMPLE FOREVER. THE SAID GRANTOR DOES HEREBY COVENANT WITH THE SAID GRANTEE THAT IS LAWFULLY SEIZED IN FEE OF THE AFORESAID REAL ESTATE; THAT IT HAS A GOOD RIGHT TO

SELL AND CONVEY THE SAME; THAT THE SAME IS UNENCUMBERED, AND THAT THE TITLE AND QUIET POSSESSION THERETO IT WILL WARRANT AND FOREVER DEFEND AGAINST THE LAWFUL CLAIMS OF ALL PERSONS. 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.

THE UNDERSIGNED PERSON EXECUTING THIS DEED ON BEHALF OF GRANTOR REPRESENTS AND CERTIFIES THAT HE IS A DULY ELECTED OFFICER OF HOLLADAY MIDWEST I MANAGER, INC., THE GENERAL PARTNER OF HOLLADAY MIDWEST I MANAGER, L.P., THE MANAGER OF HOLLADAY MIDWEST I LLC, THE GRANTOR, AND HAS BEEN FULLY EMPOWERED, BY PROPER RESOLUTION OF THE BOARD OF DIRECTORS OF HOLLADAY MIDWEST I MANAGER, INC., THE GENERAL PARTNER OF HOLLADAY MIDWEST I MANAGER, L.P., THE MANAGER OF HOLLADAY MIDWEST I LLC, THE GRANTOR, TO EXECUTE AND DELIVER THIS DEED; THAT GRANTOR HAS THE NECESSARY AUTHORITY AND CAPACITY TO CONVEY THE REAL ESTATE DESCRIBED HEREIN; AND THAT ALL NECESSARY ACTIONS FOR THE MAKING OF SUCH CONVEYANCE HAVE BEEN TAKEN AND DONE.

IN WITNESS WHEREOF, Grantor has caused this Deed to be executed this 21st day of November, 2005.

HOLLADAY MIDWEST I LLC

By: Holladay Midwest I Manager, L.P.
Its: Manager
By: Holladay Midwest I Manager, Inc.
Its: General Partner

By: _____
John T. Phair, President
Holladay Midwest I Manager, Inc.

NOTARY ACKNOWLEDGEMENT

STATE OF INDIANA)
) SS:
COUNTY OF: ST. JOSEPH)

Before me, the undersigned, a Notary Public within and for the State and County aforesaid, personally appeared John T. Phair, with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence, and upon oath acknowledged himself to be the President of Holladay Midwest I Manager, Inc., a corporation, which is the General Partner of Holladay Midwest I Manager, L.P., the Manager of Holladay Midwest I LLC, the Grantor, and being authorized to do so, executed the foregoing Deed for and on behalf of the Grantor for the purposes therein contained by signing the name of the said corporation.

Witness my hand and official seal, subscribed and sworn to before me at 11:15 a.m. on this date of 17th day of November, 2005.

MICHELLE M. HAMMER
Notary Public, State of Indiana
County of St. Joseph
My Commission Expires Mar. 11, 2010

Michelle M. Hammer
_____ Notary Public
Residing in _____ County
My commission expires: March 11, 2010

DESCRIPTION OF SUBJECT PROPERTY

Land in Davidson County, Tennessee, being Lot No. 2, on the plan of Resubdivision of Lots 2 and 3, Fesslers Lane Business Park, as shown on plat of record in Plat Book 6900, page 678, in the Register's Office of Davidson County, Tennessee, to which plat reference is hereby made for a more particular description.

Beginning at a 1/2' bent iron rod (old) on the northeasterly right-of-way line of Fessler's Parkway, said iron rod being the southeasterly corner of Lot No. 1 Fesslers Lane Business Park Phase III as of record in Book 6900, page 779 and the northwesterly corner of the herein-described Lot No. 2, said iron rod being 222.25 feet easterly from the easterly end of the northerly return curve at Fesslers Lane and Fesslers Parkway as measured along the northeasterly right-of-way line of Fesslers Parkway; thence,

1. With the easterly line of Lot No. 1 Phase III and herein-described lot, north 50 degrees 43 minutes 56 seconds east, 45.59 feet to an iron rod (old), with cap stamped Ragan-Smith-Associates, Inc., thence;

2. With the southerly line of Lot No. 1 Phase III, Lot No. 1 Phase II Fesslers Lane Business Park as of record in Book 6900, page 621, R.O.D.C., Tennessee, and Parcel 64.1 being Calvary Cemerery (in part) Deed Book 39, page 618, R.O.D.C., Tennessee, south 83 degrees 31 minutes 57 seconds east, 490.19 feet to an iron rod (old) with cap stamped Ragan-Smith-Associates, Incc. At the common corner of herein-described Lot No. 2 and Lot No. 3 Resubdivision of Lots 3 and 4 Fesslers Lane Business Park as of record in Book 8250, page 531, R.O.D.C., Tennessee; thence,

3. With the common line between Lots 2 and 3, south 1 degree 44 minutes 23 seconds west, 170.37 feet to a P.K. nail (old); thence,

4. Continuing with the common line between Lots 2 and 3, south 30 degrees 24 minutes, 49 seconds west, 408.64 feet to a 5/8 inch iron rod (old) on the northeasterly right-of-way of Fesslers Parkway; thence,

5. With the northeasterly right-of-way line of Fesslers Parkway, north 52 degrees 3 minutes 19 seconds west, 159.57 feet to a ½ inch iron rod (old) at the beginning of a curve;

6. With a curve to the right northwestwardly a distance of 214.77 feet to a ½ inchiron rod (old) at the end of said curve and having a chord bearing and distance of north 30 degrees 9 minutes 25 seconds west, 209.58 feet; thence,

7. Continuing with said right-of-way north 8 degrees 15 minutes 32 seconds west, 135.81 feet to an iron rod (new) with cap stamped Ragan-Smith-Associates, Inc., at the beginning of a curve; thence,

8. With said curve to the left northwestwardly a distance of 149.76 feet to the point of beginning and having a chord bearing and distance of north 23 degrees 45 minutes 56 seconds west, 147.94 feet and containing 189,524 square feet or 4.351 acres, more or less.

The above described Lot No. 2 has the benefit of and is subject to Reciprocal Access and Cross Parking Easement, of record in Book 75757, page 377, R.O.D.C., Tennessee.

Being the same property conveyed to Holláday Midwest I LLC, a Delaware limited liability company by Deed of record in Book 10377, page 29, Register's Office for Davidson County, Tennessee.

Commonly known as: 820 Fesslers Parkway, Nashville, Tennessee 37210

Tax Parcel No.: 94-14/23