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Land Acquisition
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THIS INSTRUMENT PREPARED BY:
Laurence M. Papel, Esq.
Baker, Donelson, Bearman, Caldwell & Berkowitz, P.C.
211 Commerce Street, Suite 1000
Nashville, TN 37201

Davidson County DEEDWARR
Recvd: 01/18/06 16:10 5 pg
Fees:28.00 Taxes:7862.50
20060118-0006878

ADDRESS NEW OWNER
Tower 401 Broadway, LLC
250 W. Main Street
Suite 101
Woodland, California 95695

SEND TAX BILLS TO:
same

MAP PARCEL
93-6-4/10

STATE OF Tennessee
COUNTY OF Davidson

The actual consideration or value, whichever is greater, ~~for~~ this transfer is $2,125,000.00.

Affiant

Subscribed and sworn to before me this the 17th day of January, 2006.

Notary Public

My Commission Expires: 11/22/08

MARILYN HYDE
STATE OF TENNESSEE
NOTARY PUBLIC
DAVIDSON COUNTY, TENN.

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION OF the sum of Ten Dollars ($10.00), cash in hand paid by the hereinafter named GRANTEE, and other good and valuable considerations, the receipt and sufficiency of which are hereby acknowledged, **Laurence M. Papel, Trustee**, hereinafter called "GRANTOR," has bargained and sold, and by these presents does transfer and convey unto **Tower 401 Broadway, LLC**, a Delaware limited liability company, hereinafter called "GRANTEE," its successors and assigns, certain real property in Davidson County, State of Tennessee, described as follows (the "Property"):

(SEE EXHIBIT "A" ATTACHED HERETO AND INCORPORATED BY REFERENCE AS FULLY AS THOUGH COPIED HEREIN)

The Property is transferred subject to the limitations, restrictions, and encumbrances set forth on **Exhibit "B**."

This is improved property known as 401 Broadway, Nashville, Davidson County, Tennessee.

TO HAVE AND TO HOLD the Property, with the appurtenances, estate, title and interest thereto belonging to the said GRANTEE, its successors and assigns, forever, and GRANTOR does covenant with said GRANTEE that he is lawfully seized and possessed of the Property in fee simple, has a good right to convey it, and the same is free from all encumbrances made or suffered by Grantor, except as listed on **Exhibit B** and representations and limitations as expressly provided for hereby; and GRANTOR does further covenant and bind himself, his heirs, assigns and representative, to warrant and forever defend the title to the Property to the said GRANTEE, its successors and assigns, against the lawful claims of all persons claiming by, through or under the GRANTOR, but not further or otherwise. Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

WITNESS its hand this the 17th day of January, 2006.

GRANTOR:

Laurence M. Papel, Trustee

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Personally appeared before me, the undersigned, a Notary Public, in and for said County and State, the within named **Laurence M. Papel, Trustee**, with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence, and who acknowledge that he executed the within named instrument for the purposes therein contained.

Witness my hand and seal, at office in Nashville, Tennessee, this the 17th day of January, 2006.

Marilyn Hyde
Notary Public

My Commission Expires:
11/22/08



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2825466-000014 01/13/06

EXHIBIT "A"

Property Description

Land in Davidson County, Tennessee, being Lot No. 1 on the Plan of Stolman Investments, as shown on plat of record in Plat Book 6900, page 575, Register's Office for Davidson County, Tennessee, to which plat reference is hereby made for a more particular description.

Being the same property conveyed to Laurence M. Papel, Trustee by deed of record in Book 8285, page 183, Register's Office for Davidson County, Tennessee.

EXHIBIT "B"

THE FOREGOING DESCRIBED PROPERTY IS CONVEYED SUBJECT TO THE FOLLOWING:

1. Metropolitan Government and Davidson County taxes for the years 2005 and 2006 and subsequent years.

2. Rights of tenants in possession as "Tenants Only".

3. All matters shown on Plat recorded in Book 6900, page 575, Register's Office for Davidson County, Tennessee.

4. Terms and provisions of Lease from Broadway Partnership to Northern Restaurant Group, LLC, as described in a Memorandum of Lease recorded in Instrument No. 20050719-0084029, Register's Office for Davidson County, Tennessee.