Davidson County DEEDWARR
Recvd: 02/06/06 12:25 7 pgs
Fees:38.00 Taxes:69930.00
20060206-0014601

SPECIAL WARRANTY DEED
(Madison Square)

FROM: Heritage House Partners, LLC, a Tennessee limited liability company, Grantor

TO: The parties listed on Schedule 1, attached hereto

This instrument was prepared by:

Lea W. Stouffer
6507 Brownlee Dr.
Nashville, TN 37205

Address New Owner (s) as follows:	Name and Address of the Person or Entity Responsible for the Payment of Real Property Taxes	Map-Parcel Number:
c/o Mission Nashville, LLC 400 N. Pine Street, Suite 100 Vienna, Virginia 22180	Same	42-11/59, 42-11/86 and 42-11/87

STATE OF ~~TENNESSEE~~ VIRGINIA)
COUNTY OF ~~DAVIDSON~~ FAIRFAX)

The actual consideration or value, whichever is greater, for this transfer is Eighteen Million Nine Hundred Thousand and No/100 Dollars ($18,900,000.00).

Affiant

SUBSCRIBED AND SWORN TO before me, this the 26 day of ~~February~~ January, 2006.

Notary Public

JOEL K. SMITH
NOTARY PUBLIC COMMONWEALTH OF VIRGINIA
My Commission Expires December 31, 2007

My Commission Expires: 12/31/07

FOR AND IN CONSIDERATION OF the sum of Eighteen Million Nine Hundred Thousand and No/100 Dollars ($18,900,000.00), the receipt and sufficiency of which are hereby acknowledged, Heritage House Partners, LLC, a Tennessee limited liability company (the "Grantor"), has bargained and sold, and by these presents does transfer and convey unto the parties listed on Schedule 1 attached hereto, as tenants-in-common (collectively, the "Grantee"), their successors and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, more particularly described on Exhibit A attached hereto and incorporated herein by this reference together with all improvements, buildings and structures located thereon (the "Property").

The Property is improved property known as 510 Heritage Drive, Madison, TN 37115.

This conveyance is expressly made subject to those matters more specifically set forth on Exhibit B attached hereto and incorporated herein by this reference.

TO HAVE AND TO HOLD the Property with the appurtenances, estate, title and interest thereto belonging to the Grantee, its successors and assigns forever.

And Grantor does covenant and bind Grantor, its successors and assigns to warrant and forever defend the title to the Property to the Grantee, its successors and assigns against the lawful claims of all persons whomsoever claiming by, through or under Grantor, but not further or otherwise, except as to those matters set forth on Exhibit B, to which this conveyance is expressly made subject.

Witness my hand as of the 31st day of January, 2006.

HERITAGE HOUSE PARTNERS, LLC, a Tennessee limited liability company

By: Madison Investors, LLC, a Tennessee limited liability company, its Managing Member

By: _____
Frederic A. Scarola,
Chief Manager

STATE OF Tennessee)
COUNTY OF Davidson)

Before me, Rachel L. Bruce, a Notary Public of said County and State, personally appeared Frederic A. Scarola, 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 Chief Manager of Madison Investors, LLC, a Tennessee limited liability company, the Managing Member of Heritage House Partners, LLC and that he as such chief manager 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 26th day of January, 2006.

Rachel L Bruce
Notary Public

My Commission Expires: _____

RACHEL L. BRUCE
NOTARY PUBLIC AT LARGE
DAVIDSON COUNTY, TENN.

My Commission Expires SEPT. 22, 2007

EXHIBIT A

Tract One

RECORDERS MEMO
LEGIBILITY OF WRITING, TYPING OR PRINTING IN THIS DOCUMENT UNSATISFACTORY WHEN RECEIVED

TRACT I

Being property in the 11th Councilmanic District of Nashville, Davidson County, Tennessee, being Lot 3 on the Plat of Heritage Village Section One recorded in Plat Book 5200, Page 166 in the Register's Office for Davidson County, Tennessee, (R.O.D.C., TN) and lying on the west side of Heritage Drive and being more particularly described as follows:

BEGINNING at an iron pin old in the northerly property line of the Metro Government Madison Library Branch property recorded in Deed Book 4843, page 733 (R.O.D.C., TN) and on the westerly right-of-way of Heritage Drive, also being the southeast corner of said Lot 3;

Thence, N 88 deg. 52' 16" W, 269.70' with said Metropolitan Government's north line to an iron pin old in the east line of the Ascension Evangelical Lutheran Church property recorded in Deed Book 8888, page 778 (R.O.D.C., TN);

Thence, with said Church's property as follows:
N 02 deg. 22' 01" W, 113.09' to an iron pin old;
N 82 deg. 29' 09" W, 40.17' to an iron pin old;
N 29 deg. 39' 46" W, 131.97' to an iron pin old;
N 83 deg. 06' 00" W, 43.26' to an iron pin old in the line of said Church's property and being the southeastern corner of Lot 5 of the William W. Gray Subdivision recorded in Plat Book 6900, page 388;

Thence, N 06 deg. 29' 23" E, 130.12' to a concrete monument old, 0.35' from an iron pin found and being the southwest corner of Lot 1 on the final plat of Heritage Village Section Two recorded in Plat Book 4460, page 160 (R.O.D.C., TN);

Thence, with the southerly line of said Lot 1, N 82 deg. 27' 01" E, 187.33' to an iron pin old in the west right-of-way of Heritage Drive;

Thence, along a curve to the left having a radius of 390.00', a delta of 37 deg. 11' 28", a chord bearing and distance of S 25 deg. 59' 20" E, 248.73', along an arc length of 253.15' to an iron old;

Thence, S 44 deg. 35' 04" E, 81.77' to an iron pin old;

Thence, along a curve to the right having a radius of 200.00', a delta of 37 deg. 16' 43", a chord bearing and distance of S 25 deg. 43' 05" E, 127.84', along an arc length of 130.13' to the POINT OF BEGINNING, containing 88,126 square feet or 2.023 acres, more or less, described according to a survey, dated April 08, 2005, prepared by Kevin A. Edmonson Tennessee No. 1515, Hart Freeland Roberts, Inc., P.O. Box 1974, Brentwood, Tennessee, 37224-1974.

TRACT II

Being property in the 11th Councilmanic District of Nashville, Davidson County, Tennessee, being Lots 1 and 2 on the Plat of Heritage Village Section One recorded in Plat Book 5200, Page 166 in the Register's Office for Davidson County, Tennessee, (R.O.D.C., TN) and lying on the north side of Old Hickory Boulevard and on the east side of Heritage Drive and being more particularly described as follows:

BEGINNING at an iron pin old at the radius return of the northeast corner of Heritage Drive and Old Hickory Boulevard, being the southwestern corner of said Lot 2;

Thence, with the east R.O.W. of Heritage Drive N 01 deg. 20' 54" E, 53.10' to an iron pin old;

Thence, along a curve to the left having a radius of 300.00', a delta of 45 deg. 52' 00", a chord bearing and distance of N 21 deg. 35' 06" W, 233.80' along an arc length of 240.16' to an iron pin old;

Thence, N 44 deg. 31' 06" W, 120.37' to a PK Mag-nail new;

Thence, along a curve to the right having a radius of 330.00', a delta of 67 deg. 50' 00", a chord bearing and distance of N 10 deg. 36' 06" W, 368.27', along an arc length of 390.69' to a PK Mag-nail old;

Thence, N 23 deg. 18' 54" E, 181.30' to an iron pin old;

RECORDERS MEMO
LEGIBILITY OF WRITING, TYPING OR PRINTING IN THIS DOCUMENT UNSATISFACTORY WHEN RECEIVED

EXHIBIT A (Cont.)

Thence, along a curve to the left having a radius of 825.00', a delta of 08 deg. 22' 49", a chord bearing and distance of N 19 deg. 07' 30" E, 120.56', along an arc length of 120.67' to an iron pin old and being the northwestern corner of said Lot 2 and at the southwesterly corner of the Heritage Village Condominiums recorded in D.B. 4758, Page 179 (R.O.D.C., TN);

Thence, S 83 deg. 13' 42" E, 870.08' to an iron pin old in a fence, being the northeastern corner of said Lot 2 and in the west line of Lot 9 of the Gridiron Heights recorded in Plat Book 2330, Page 37(R.O.D.C., TN);

Thence, S 07 deg. 22' 54" W, 302.68' to a concrete monument old in the north margin of Pima Road and being the southwestern corner of Lot 1 of the Resub. of Lot 10 Gridiron Heights Subdivision recorded in Plat Book 6200, Page 882 (R.O.D.C., TN);

Thence, N 85 deg. 04' 06" W, 32.00' to an iron pin old at the intersection of the west margin of Gray Avenue and the north margin of Pima Road;

Thence, S 07 deg. 09' 04" W, 636.12' to an iron pin old;

Thence, along a curve to the right having a radius of 25.00', a delta of 87 deg. 19' 57" , a chord bearing and distance of S 50 deg. 46' 25" W, 34.52', along an arc length of 38.11' to an iron pin old in the north margin of Old Hickory Boulevard;

Thence, along a curve to the left having a radius of 11,505.16', a delta of 02 deg. 40' 49" , a chord bearing and distance of N 86 deg. 56' 19" W, 538.18', along an arc length of 538.23' to an iron pin old;

Thence, along a curve to the right having a radius of 25.00', a delta of 89 deg. 37' 38", a chord bearing and distance of N 43 deg. 27' 55" W, 35.24', along an arc length of 39.11' to the POINT OF BEGINNING, containing 798,355 square feet or 18.328 acres, more or less, described according to a survey, dated April 06, 2005, prepared by Kevin A. Edmonson Tennessee No. 1515, Hart Freeland Roberts, Inc., P.O. Box 1974, Brentwood, Tennessee, 37224-1974.

Being that same property conveyed to Heritage House Partners, LLC a Tennessee limited liability company, by deed recorded as Instrument No. 20010330-0030716, Register' Office for Davidson County Tennessee.

EXHIBIT B

ENCUMBRANCES

1. Lien of 2006 State, County, School and other Real Estate Taxes, not yet due and payable.

2. Rights of tenants in possession as of the date hereof, as tenants only, under unrecorded residential leases.

3. All other easements, restrictions and stipulations of record and all governmental laws, ordinances and regulations affecting the Property.

Schedule 1

[TO BE COMPLETED AT CLOSING]

Party	Percentage
Mission Nashville, LLC	34.726113%
Mission Nashville 1, LLC	3.426752%
Mission Nashville 2, LLC	3.000000%
Mission Nashville 3, LLC	3.369427%
Mission Nashville 4, LLC	5.286624%
Mission Nashville 5, LLC	3.280255%
Mission Nashville 6, LLC	3.000000%
Mission Nashville 7, LLC	3.184713%
Mission Nashville 8, LLC	1.847134%
Mission Nashville 9, LLC	3.089172%
Mission Nashville 10, LLC	3.000000%
Mission Nashville 11, LLC	3.133758%
Mission Nashville 12, LLC	2.229299%
Mission Nashville 13, LLC	1.700637%
Mission Nashville 14, LLC	2.458599%
Mission Nashville 15, LLC	2.089172%
Mission Nashville 16, LLC	2.547771%
Mission Nashville 17, LLC	3.445860%
Mission Nashville 18, LLC	3.643312%
Mission Nashville 19, LLC	3.184713%
Mission Nashville 20, LLC	3.503185%
Mission Nashville 21, LLC	2.101911%
Mission Nashville 22, LLC	2.547771%