THIS INSTRUMENT PREPARED BY: Mill Creek Associates, G.P. c/o GBT Realty Corporation 201 Summit View Drive, Suite 110 Brentwood, Tennessee 37027	STATE OF TENNESSEE) COUNTY OF DAVIDSON) The actual consideration or value, whichever is greater, for this transfer is: $5,000,000.00. Affiant Subscribed and sworn to before me this 28th day of February, 2006. Notary Public My Commission Expires: MY COMMISSION EXPIRES: May 24, 2008

STACEY JOHNSTON NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TN

SPECIAL WARRANTY DEED

Address New Owner: CRE Mill Creek Triple Net Holdings LLC c/o UBS Real Estate Investments Inc. 1251 Avenue of the Americas, 22nd Floor New York, NY 10020	Send Tax Bills to: Walgreen Co. MS# 1435 104 Wilmot Road Deerfield, Illinois 60015 Attn: Tax Department	Tax Information: Map: 162 Parcel: 285

THIS INDENTURE, made on the 28th day of February, 2006, by and between MILL CREEK ASSOCIATES, G.P., a Georgia general partnership ("Grantor"), and CRE MILL CREEK TRIPLE NET HOLDINGS LLC, a Delaware limited liability company ("Grantee")

W I T N E S S E T H:

THAT Grantor, in consideration of the sum of Ten Dollars ($10.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, does by these presents, sell and convey unto the said Grantee, its successors and assigns, the lot, tract or parcel of land lying, being and situated in the County of Davidson, State of Tennessee, and more fully described on Exhibit "A" attached hereto and incorporated herein by reference, together with all buildings, facilities and other improvements, located thereon.

TO HAVE AND TO HOLD the premises aforesaid with all and singular, the rights, privileges, easements, appurtenances and immunities thereto belonging or in any wise appertaining unto the said Grantee and unto Grantee's successors and assigns forever, the said Grantor hereby covenanting that Grantor will warrant and defend the title to said premises unto the said Grantee and unto Grantee's successors and assigns, against the lawful claims and demands of all persons claiming under or through Grantor, but not otherwise.

GRANTOR COVENANTS with Grantee that Grantor is lawfully seized and possessed of said property, that Grantor has good and lawful right to sell and convey the same, and that the property is free from any lien or encumbrance whatsoever except as set forth on Exhibit B attached hereto and incorporated herein.

Please Return To

Zonia N. Veal
First National Financial Title Services, Inc.
3237 Satellite Blvd., Bldg. 300, Ste 450
Duluth, GA 30096 H27353

Davidson County DEEDWARR
Recvd: 03/16/06 14:57 6 pgs
Fees:33.00 Taxes:18500.00
20060316-0030676

IN WITNESS WHEREOF, Grantor has executed this Special Warranty Deed the day and year first above written.

MILL CREEK ASSOCIATES, G.P., a Georgia general partnership

By: Mill Creek Management Associates, L.L.C., a Georgia limited liability company, its Managing General Partner

By: _____
George B. Tomlin, Chief Manager

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned Notary Public, in and for the said county and state, the within named George B. Tomlin, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained and who, upon oath, further acknowledged that he is the Chief Manager of Mill Creek Management Associates, L.L.C., a Georgia limited liability company, the Managing General Partner of MILL CREEK ASSOCIATES, G.P., a Georgia general partnership, the maker, and is authorized by the maker or by its constituent, the constituent being authorized by the maker, to execute this instrument on behalf of the maker.

Witness my hand and official seal at Nashville, Tennessee, this 28th day of February, 2006.

_____
Notary Public

STACEY JOHNSTON
NOTARY PUBLIC AT LARGE
DAVIDSON COUNTY, TN

My Commission Expires:

MY COMMISSION EXPIRES:
May 24, 2008

Exhibit A

Legal Description

Being Lot 4, of the Resubdivision of Lot 2, Mill Creek Village, as recorded in instrument number 20040122-0008739, Register's Office of Davidson County, Tennessee, located in the 31st Councilmanic District of Davidson County, Tennessee and being more particularly described as follows:

Beginning on the northern right-of-way of Bell Road, at the Blue Hole Road intersection, being a southeast corner of Lot 2, Resubdivision of Lot 2, Mill Creek Village (hereafter referred to as "Lot 2"), as recorded in Instrument #20040122-0008739, Register's Office for Davidson County; said corner being a 5/8" rebar, with Littejohn cap, found at the TRUE POINT OF BEGINNING of the herein described tract.

Thence, with Bell Road right-of-way, North 74 Degrees 14 Minutes 40 Seconds West, a distance of 218.91 feet to a mag nail found in a southerly corner of said Lot 2; Thence, leaving said Bell Road right-of-way, and with said Lot 2, North 15 Degrees 50 Minutes 40 Seconds East, a distance of 258.59 feet to a punch mark found, in concrete curbing; Thence, the following three calls with the limits of said Lot 2, South 74 Degrees 10 Minutes 27 Seconds East, a distance of 218.90 feet to a 5/8" rebar, with Littlejohn cap, found; Thence, South 15 Degrees 50 Minutes 32 Seconds West, a distance of 258.32 feet to the TRUE POINT OF BEGINNING, containing 1.30 acres of 56,577 square feet, more or less.

Tax Parcel No. 162000285.00

Formerly described as:

Being a tract of land in the central portion of Davidson County, lying in the 31st Councilmanic District of Nashville, Tennessee, Bounded on the north, east and west by Lot 2 of the "Final Plat of Mill Creek Commons" according to a plat not recorded as of this date, on the south by Right of Way (ROW) of Bell Road (ROW varies). Tract being described as follows:

POINT OF COMMENCEMENT, being the centerline intersection of Blue Hole Road and Bell Road; thence North 36°03'12" West 86.52 feet to the TRUE POINT OF BEGINNING being a set point on an arc lying on the northerly margin of Bell Road at the northwest corner at the intersection of Bell Road and Blue Hole Road, also being the southeast corner of the tract being described; thence along said ROW and a curve to the right having a radius of 30.00 feet, an arc length of 4.42 feet, a central angle of 8°26'03", a chord bearing and distance of North 79°09'44" West 4.41 feet to a set point; thence continuing with said ROW North 74°56'42" West 214.51 feet to a set point; thence leaving said ROW and along common line of Lot 2 North 15°03'46" East 258.60 feet to a set point; thence South 74°56'14" East 218.91 feet to a set point; thence South 15°03'46" West 258.24 feet to the point of beginning.

Containing 56,606 square feet or 1.30 acres.

Being a portion of the same property conveyed to Mill Creek Associates, G.P., a Georgia general partnership, by deed from Bell Road, L.P., a Tennessee limited partnership, dated November 14, 2001, recorded November 16, 2001, in Instrument No. 20011116-0125962, in the Register's Office for Davidson County, Tennessee.

Exhibit B

Permitted Exceptions

1. Matters appearing on Plat of Survey for Mill Creek Village, recorded January 22, 2004, in Instrument No. 20040122-0008739, in the Office of Clerk of Superior Court of Davidson County, Tennessee; and Final Plat of Mill Creek Village, recorded in Instrument No. 20011228-0143701, aforesaid records, as affected by Agreement recorded in Instrument No. 20011217-0138712, aforesaid records, as follows:

   a. Drainage easement crossing northeasterly corner of subject property, as shown on plat recorded in Instrument No.20011228-0143701; portion of 20-foot sanitary sewer easement crossing southerly portion of subject property and portion of 15" of plastic pipe crossing westerly portion of subject property located within said easement, as also shown by ALTA Land Title Survey of Lot 4, Mill Creek Village Tax Map 162, parcel 285, prepared by Barry E. Roberts, Tennessee Registered Land Surveyor, Gresham, Smith and Partners, dated January 30, 2006, last revised February 23, 2006, Project No. 20535.73;

   b. Plat recorded in Instrument No. 20040122-0008739 establishes public utility easements of 20-foot adjacent to all streets right of ways; and limiting the access to Bell Road except the driveway area between Lot 4 and Lot 5.

   c. 20-foot drainage easement crossing southerly portion of subject property, as shown on plat recorded in Instrument No.20011228-0143701, and also shown on ALTA Land Title Survey of Lot 4, Mill Creek Village Tax Map 162, parcel 285, prepared by Barry E. Roberts, Tennessee Registered Land Surveyor, Gresham, Smith and Partners, dated January 30, 2006, last revised February 23, 2006, Project No. 20535.73;

   d. 10-foot Scenic Arterial Landscape Buffer along southerly portion of subject property, as shown on plat recorded in Instrument No.20011228-0143701, and as also shown on ALTA Land Title Survey of Lot 4, Mill Creek Village Tax Map 162, parcel 285, prepared by Barry E. Roberts, Tennessee Registered Land Surveyor, Gresham, Smith and Partners, dated January 30, 2006, last revised February 23, 2006, Project No. 20535.73.

   e. 6-foot right of way reservation crossing subject property along southerly boundary line of subject property, as shown on plat recorded in Instrument No.20011228-0143701, and as also shown on ALTA Land Title Survey of Lot 4, Mill Creek Village Tax Map 162, parcel 285, prepared by Barry E. Roberts, Tennessee Registered Land Surveyor, Gresham, Smith and Partners, dated January 30, 2006, last revised February 23, 2006, Project No. 20535.73;

2. Declaration of Easements, Covenants, Conditions and Restrictions by Mill Creek Associates, G.P., a general partnership, dated November 8, 2001, recorded November 16, 2001, in Instrument No. 20011116-0125963, aforesaid records; as amended by First

Amendment to Declaration of Easements, Covenants, Conditions and Restrictions, dated March 20, 2002, recorded March 22, 2002, in Instrument No. 20020322-0035168, aforesaid records; as amended by Second Amendment to Declaration of Easements, Covenants, Conditions and Restrictions, dated January 22, 2004, recorded January 27, 2004, in Instrument No. 20040127-0010356, aforesaid records.

3. Stormwater Detention Agreement between Mill Creek Associates, G.P., a general partnership and the Metropolitan Government of Nashville and Davidson County, dated November 1, 2001, recorded November 20, 2001, in Instrument No. 20011120-0127358, aforesaid records, affect area adjacent to easterly boundary line located within Lot 2, Mill Creek Village, as shown on ALTA Land Title Survey of Lot 4, Mill Creek Village Tax Map 162, parcel 285, prepared by Barry E. Roberts, Tennessee Registered Land Surveyor, Gresham, Smith and Partners, dated January 30, 2006, last revised February 23, 2006, Project No. 20535.73.

4. Terms and conditions of lease, as evidenced in that certain Memorandum of Lease between Mill Creek Associates, G.P., a general partnership and Walgreen Co., an Illinois corporation, dated November 6, 2001, recorded November 16, 2001, in Instrument No. 20011116-0125964, aforesaid records; as affected by Ratification Agreement, dated November 16, 2001, recorded November 12, 2002, in Instrument No. 20021112-0139539, aforesaid records, (contains rights of first refusal)

5. ALTA Land Title Survey of Lot 4, Mill Creek Village Tax Map 162, parcel 285, prepared by Barry E. Roberts, Tennessee Registered Land Surveyor, Gresham, Smith and Partners, dated January 30, 2006, last revised February 23, 2006, Project No. 20535.73, reveals the following matters:

   a. Portion of overhead power line crossing southerly portion of subject property.