Davidson County DEEDWARR
Recvd: 05/31/06 14:00 4 pgs
Fees:23.00 Taxes:5550.00
20060531-0063887

THIS INSTRUMENT PREPARED BY:
WHITE & REASOR, PLC (CBRJR)
Two American Center, Suite 1150
3102 West End Avenue
Nashville, Tennessee 37203

ADDRESS NEW OWNER:	PARTY RESPONSIBLE FOR PAYMENT OF TAXES:	MAP-PARCEL NO.:
Hillsboro Plaza Retail Partners II c/o Brookside Properties, Inc. 2002 Richard Jones Road Suite 200-A Nashville, TN 37215	SAME	Map 117-14 Parcel 162

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION OF the sum of Ten and No/100 ($10.00) Dollars, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged by W. R. WEAKLEY ("Grantor"), has this day bargained and sold and does hereby transfer and convey unto HILLSBORO PLAZA RETAIL PARTNERS II, a Tennessee general partnership ("Grantee"), and Grantee's successors and assigns, certain real estate in Davidson County, Tennessee, described in Exhibit "A," attached hereto and incorporated herein by this reference (the "Property").

This is improved property having a street address of 3902 Hillsboro Pike, Nashville, Tennessee 37215.

TO HAVE AND TO HOLD, the Property with the appurtenances, estate, title, and interest thereto belonging to Grantee, and Grantee's successors and assigns, forever. Grantor covenants that Grantor is lawfully seized and possessed of the Property in fee simple, has a good right to convey the Property, and that the same is unencumbered except for those matters set forth in Exhibit "B," attached hereto and incorporated herein by this reference.

Grantor further covenants and binds Grantor and Grantor's heirs and assigns, to warrant and forever defend the title to the Property to Grantee, and to Grantee's successors and assigns, against the lawful claims of all persons claiming by, through or under Grantor, but not further or otherwise.

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $1,500,000.00

AFFIANT

Subscribed and sworn to before me this 31 day of May, 2006.

Notary Public

My Commission Expires:
March 31, 2007

IN WITNESS WHEREOF, Grantor has executed this Special Warranty Deed on this the 31st day of May, 2006.

GRANTOR:

W. R. WEAKLEY

STATE OF TENNESSEE
COUNTY OF DAVIDSON

PERSONALLY APPEARED BEFORE ME, Barbara S. Williams, a Notary Public in and for said State and County, the within named W. R. WEAKLEY, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that he executed the foregoing instrument for the purposes therein contained.

WITNESS MY HAND AND OFFICIAL SEAL at Nashville, Tennessee, this 31st day of May, 2006.

NOTARY PUBLIC

MY COMMISSION EXPIRES:
March 31, 2007

EXHIBIT "A"
LEGAL DESCRIPTION

MAP/PARCEL 117-14-162 (Tract IV):

Being a parcel of land in the Twenty-fifth Council District of Nashville, Davidson County, Tennessee. Being Lot 2 as shown on Section Two, Becker Commercial Subdivision, of record in Plat Book 4300, page 40, Register's Office for Davidson County, Tennessee, and being more particularly described as follows:

Beginning at an iron rod at the northwest corner of the subject lot, the southwest corer of Lot 1A as shown on Becker Commercial Subdivision of record in Plat Book 4595, page 47, Register's Office for Davidson County, Tennessee on the easterly margin of Hillsboro Pike approximately 297 feet northeast of Richard Jones Road;

Thence, leaving said margin with the southerly line of said Lot 1A, South 65 degrees 32 minutes 52 seconds East, 191.34 feet to a P.K. nail old in the westerly line of Tract III, WRW-BNA of record as Instrument No. 200505030049205, Register's Office for Davidson County, Tennessee;

Thence, with said WRW-BNA's westerly line, South 25 degrees 01 minutes 49 seconds West, 99.93 feet to a P.K. nail old at the Northeast corner of Lot 4, Becker Commercial Subdivision of record in Book 4350, page 77, Register's Office for Davidson County, Tennessee;

Thence with the northerly line of said Lot 4, North 65 degrees 35 minutes 007 seconds West, 187.11 feet to an iron rod in the easterly margin of Hillsboro Pike;

Thence with said margin with a curve to the left with a Delta of 00 degrees 35 minutes 14 seconds, a radius of 1,950.00 feet, an arc length of 19.99 feet with a chord bearing of North 22 degrees 44 minutes 30 seconds East, 19.99 feet to a P.K. nail;

Thence, North 22 degrees 34 minutes 34 seconds East, 80.11 feet to the point of beginning and containing 18,931 square feet or 0.43 acres, more or less.

BEING the same property conveyed to W. R. Weakley, by deed of record in Book 10887, Page 791, RODC.

EXHIBIT "B"
TITLE EXCEPTIONS

1. Taxes for the year 2006, a lien, which are not due and payable.

2. Outdoor advertising sign restriction contained in that certain Restrictive Covenant by Mrs. Frank A. (Louise N.) Becker dated January 16, 1969, filed of record on January 27, 1969, in Book 4305, Page 3, RODC, as shown on that certain ALTA/ACSM Land Title Survey, dated June 6 2005, and last revised on May 26, 2006, titled Weakley Property, Richard Jones Rd. & Hillsboro Pike, 25th Councilmanic District Metropolitan Nashville, Davidson County, Tennessee, performed by Ragan-Smith-Associates, Inc., 315 Woodland St., P. O. Box 60070, Nashville, TN 37206, as Job No. 05-077, Work Order 7931, and certified by Theodore Joseph Stevenson, II, Tennessee No. 2136 on May 26, 2006 (the "Survey").

3. Matters shown on a plat recorded in Book 4300, Page 40, RODC, to include a fifteen (15) feet minimum building setback line from Hillsboro Road.

4. Rights of tenants in possession as tenants only, with no options to purchase or rights of first refusal under unrecorded leases.

5. Matters shown on the Survey.