This instrument prepared by:
Legal Counsel
USAA Real Estate Company
9830 Colonnade Boulevard, Suite 600
San Antonio, Texas 78230

Davidson County DEEDWARR
Recvd: 06/09/06 15:46 6 pgs
Fees:33.00 Taxes:49950.00
20060609-0069071

SPECIAL WARRANTY DEED

ADDRESS NEW OWNER(s) AS FOLLOWS:	SEND TAX BILLS TO:	MAP PARCEL NUMBERS
IPC Metrocenter, LLC, a Delaware limited liability company	IPC Metrocenter, LLC, a Delaware limited liability company	200 Athens Map and Parcel No. is 070-16-0 021.00. 210 Athens Map and Parcel No. is 070-16-0 020.00.
303 North Hurstbourne Parkway Suite 115	303 North Hurstbourne Parkway Suite 115	
Louisville, Kentucky 40222	Louisville, Kentucky 40222	

FOR AND IN CONSIDERATION of the sum of Ten dollars and No/100 ($10.00), cash in hand paid by the Grantee and other good and valuable consideration accepted as cash, the receipt and sufficiency of which is hereby acknowledged, USAA Real Estate Company, a Delaware corporation, GRANTOR, has this day bargained and sold, and do hereby transfer and convey unto the said IPC METROCENTER, LLC, a Delaware limited liability company, GRANTEE herein, its successors and assigns, certain real estate in Davidson County, Tennessee. This is improved property is known as PLAZA I METROCENTER, 210 and 220 Athens Way, Nashville, Tennessee 37228, and is more particularly described on Exhibit A, attached hereto for all purposes.

TO HAVE AND TO HOLD said real estate, with the appurtenance, estate, title and interest thereto belonging, to the Grantees its successors and assigns forever; we covenant that we are lawfully seized and possessed of said real estate in fee simple, have a good right to convey it, and that the same is unencumbered, except for those encumbrances set forth on Exhibit B Permitted Exceptions, attached hereto and made a part hereof for all purposes.

We further covenant and bind ourselves to warrant and forever defend the title to said real estate to said Grantees, its successors and assigns, against the lawful claims of all persons, claiming by, through or under the Grantor.

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 remainder of this page is left intentionally blank]

Witness our hand this 8th day of June, 2006, the corporate party, if any, having caused its name to be signed hereto by its duly authorized officers on said day and date.

GRANTOR:

USAA REAL ESTATE COMPANY,
a Delaware corporation

By: _____
Susan Wallace, Vice President

STATE OF TEXAS
COUNTY OF BEXAR

Personally appeared before me, Deborah Smith, a Notary Public in and for said County and State, Susan Wallace, Vice President of USAA REAL ESTATE COMPANY, a Delaware corporation, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that he/she executed the within instrument for the purposes therein contained, and who further acknowledged that he/she is an officer of the maker or a constituent of 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, at office in San Antonio, Texas, this 7th day of June, 2006.

_____

Notary Public
My Commission Expires:_____

DEBORAH SMITH
Notary Public
State of Texas
My Comm. Exp. 07-05-2009

EXHIBIT A

LEGAL DESCRIPTION OF PROPERTY

PLAZA I METROCENTER

Land in Davidson County, being a tract of land known as Lot 1, Tract 9, more particularly described on a plat entitled "Section Nineteen, Resubdivision of part of Block D, Section No. 1, Book 4675, Page 48, Sheet 1 of 2, Metro Center, Tract 9" recorded among the land records of Davidson County, Tennessee, in Plat Book 5800, Page 341 on December 22, 1983, to which plat reference is hereby made for a more complete and accurate description.

TOGETHER WITH easements granted in Deed of Declaration of Easements recorded July 18, 1984, in Book 6340, Page 307, in the Register's Office of Davidson County, Tennessee. Subject to the terms, provision and conditions set forth in said instrument.

EXHIBIT B

PERMITTED EXCEPTIONS

1. Rights of tenant in possession, as tenants only.
2. Restrictive covenants of record in Book 5225, Page 112 and in Book 5225, page 120 in the Registrar's Office of Davidson County, Tennessee.
3. Taxes for the year 2006 and subsequent years.
4. All matters shown on subdivision plat of record in Plat Book 4675, Page 48 and in Book 5800, Page 341, in the Register's Office of Davidson County, Tennessee and as shown on survey prepared by J. Alan Cummings, Tennessee No. 2351, dated April 8, 2005 and last revised March 29, 2006.
5. a permanent pad mounted switch easement by and between Robert C. H. Mathers, Jr., Partner and Metropolitan Government acting by and through the electric Power Board with the perpetual right to enter and to construct, maintain, repair and rebuild underground conduits and one pad mounted switch of record in Book 5229,Page 476 and in Book 5418, Page 466, in the Registrar's Office, and as shown on survey prepared by J. Alan Cummings, Tennessee No. 2351, dated April 2005 and last revised March 29, 2006.
6. Deed of Declaration of Easements dated July 18, 1984, of record in Book 6340, Page 307, in the Registrar's Office of Davidson County, Tennessee.
7. Lease dated July 26, 2005, recorded August 3, 2005, in instrument No. 20050803-0090683, in the Registrar's Office of Davidson County, Tennessee.
8. Matters as shown on survey dated April 8, 2005 and last revised March 29, 2006 by J. Alan Cummings, Tennessee No. 2351, as follows:
    a. A forty (40) foot minimum building set back line.
9. Lease Agreement recorded at Instrument No. 200604180044266 in the Registrar's Office of Davidson County, Tennessee.

VALUE AFFIDAVIT

STATE OF TEXAS §
§
COUNTY OF BEXAR §

The actual consideration or value, whichever is greater, for the transfer of the property known as Plaza I Metrocenter, located at 210 and 220 Athens Way, Nashville, TN, more particularly described on Exhibit A attached hereto for all purposes is:

THIRTEEN MILLION FIVE HUNDRED THOUSAND AND NO/100 DOLLARS ($13, 500,000.00).

By: USAA REAL ESTATE COMPANY,
a Delaware corporation

By: _____
Name: Susan Wallace
Title: Vice President
Date: _____

Subscribed and sworn to before me this the 7th day of June 2006

_____
Notary Public, State of Texas
My commission expires: _____

DEBORAH SMITH
Notary Public
State of Texas
My Comm. Exp. 07-05-2009

EXHIBIT A

LEGAL DESCRIPTION

Land in Davidson County, being a tract of land known as Lot 1, Tract 9, more particularly described on a plat entitled "Section Nineteen, Resubdivision of part of Block D, Section No. 1, Book 4675, Page 48, Sheet 1 of 2, Metro Center, Tract 9" recorded among the land records of Davidson County, Tennessee, in Plat Book 5800, Page 341 on December 22, 1983, to which plat reference is hereby made for a more complete and accurate description.

Source of title in Book 8146 Page 478