Davidson County DEEDWARR
Recvd: 12/27/06 11:06 3 pgs
Fees:18.00 Taxes:9805.00
20061227-0159110

This Instrument Prepared by:
Bettie J. Winton
Grissim and Hodges
323 Union Street, Suite 400
Nashville, Tennessee 37201

SPECIAL WARRANTY DEED

ADDRESS NEW OWNER:	SEND TAX BILLS TO:	MAP/PARCEL NO.:
Riverstone Properties, LLC a Virginia Limited Liability Company 901 E. Cary Street, Suite 1500 Richmond, Virginia 23219 Attn: Malia Flatt	Same	93-6-1/10 93-6-1/11

FOR AND IN CONSIDERATION of the sum of TEN AND NO/100 DOLLARS ($10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, **206 PARTNERS**, a Tennessee General Partnership (the "Grantor") has bargained and sold, and by these presents does transfer and convey unto **RIVERSTONE PROPERTIES, LLC**, a Virginia Limited Liability Company (the "Grantee"), Grantee's representatives, successors and assigns, all of Grantor's right, title and interest in and to those certain tracts of land in Davidson County, State of Tennessee, described as follows:

Tract 1:

Land in Davidson County, Tennessee, being part of Lot No. 113 in the Original Plan of Nashville, which Plan is not recorded, said part of said lot begins on the westerly margin of 6th Avenue North, formerly High Street, at a point 119 feet, 7-1/2 inches north of the north line of Church Street; runs thence northerly with the west margin of 6th Avenue North, 46 feet 5 inches, to a point in the center of the wall between this property and the property formerly belonging to the heirs of Mrs. Maggie McAlister, deceased; running thence in a westerly direction with the center of said wall, 139 feet 3 inches, to the eastern margin of Capitol Boulevard; thence in a southerly direction about 47 feet to the north line of Joys New Wall; and thence in an easterly direction 139 feet 3 inches to the beginning.

Being the same property conveyed to 206 Partners, a Tennessee General Partnership, by deed of record in Instrument No. 20040331-0036148, Register's Office for Davidson County, Tennessee.

Tract 2:

Land situated in Nashville, Davidson County, Tennessee, and being more particularly described as follows, to wit:

That part of Lot No. 113 in the original plan of the Town of Nashville, now City of Nashville, bounded and described as follows:

Beginning at the westerly margin of 6th Avenue North, at a point 98 feet 7-3/4 inches, more or less, northerly from the north margin of Church Street, at the northwest corner of said 6th Avenue North and a 5 foot alley, and running thence with the westerly margin of said Sixth Avenue North, northerly 27 feet 8 inches more or less, to the southeast corner of a part of said Lot 113, now occupied by the Knickerbocker Theatre, generally known as Morgan's corner; thence with the southerly line of said Theatre and parallel to Church Street, westerly 139 feet 6 inches, more or less, to Capitol Boulevard; thence with said Capitol Boulevard, 27 feet 8 inches, more or less, to the northerly margin of said 5 foot alley, thence

with the northerly margin of said alley, easterly 139 feet 2-1/2 inches, more or less, to the point of beginning.

Being a portion of the property conveyed to 206 LLC, a Tennessee Limited Liability Company, by deed of record in Book 10559, page 752, Register's Office for Davidson County, Tennessee. The said 206 LLC has since merged into 206 Partners, a Tennessee General Partnership, pursuant to Certificate of Merger dated December 27, 1999, and recorded as Instrument No. 19991230-0309084, said Register's Office.

TO HAVE AND TO HOLD the said tracts or parcels of land, with the appurtenances, estate, title and interest thereto belonging to the said Grantee, its successors and assigns, forever. And Grantor does covenant with the said Grantee that it is lawfully seized and possessed of said land in fee simple, has a good right to convey it, and the same is unencumbered, except as follows:

1. Real property taxes to the Metropolitan Government of Nashville and Davidson County for 2006 and all subsequent years. 2006 taxes are a lien, but are not yet due and payable.

2. Rights of tenants in possession of individual retail spaces, under unrecorded leases, as tenants only.

And Grantor does further covenant and bind itself, its successors, representatives, and assigns, to warrant and forever defend the title to the said land to the said Grantee, its successors, representatives and assigns, against the lawful claims of all persons claiming through the Grantor but not further or otherwise.

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.

WITNESS Grantor's hand, this 25th day of September, 2006.

206 PARTNERS, a Tennessee General Partnership, formerly known as 206 LLC, a Tennessee Limited Liability Company

By: _____
Ronny L. Greer, Partner

By: _____
Dwight S. Work, Partner

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, a Notary Public, Ronny L. Greer, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is a Partner of 206 PARTNERS, a Tennessee General Partnership, and that he is authorized by the partnership to execute this instrument on behalf of the partnership.

Witness my hand at office, this 25th day of September, 2006.

BETTIE JANE WINTON STATE OF TENNESSEE NOTARY PUBLIC DAVIDSON COUNTY, TENN.
My Commission Expires JAN. 23, 2010

NOTARY PUBLIC
My Commission Expires: 1/23/10

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, a Notary Public, Dwight S. Work, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is a Partner of 206 PARTNERS, a Tennessee General Partnership, and that he is authorized by the partnership to execute this instrument on behalf of the partnership.

Witness my hand at office, this 25th day of September, 2006.

BETTIE JANE WINTON STATE OF TENNESSEE NOTARY PUBLIC DAVIDSON COUNTY, TENN.
My Commission Expires JAN. 23, 2010

NOTARY PUBLIC
My Commission Expires: 1/23/10

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration for this transfer, or value of property (whichever is greater) is $2,650,000.00.

Affiant

Subscribed and sworn before me this 25th day of September, 2006.

BETTIE JANE WINTON STATE OF TENNESSEE NOTARY PUBLIC DAVIDSON COUNTY, TENN.
My Commission Expires JAN. 23, 2010

NOTARY PUBLIC
My Commission Expires: 1/23/10