58754

Davidson County DEEDWARR
Recvd: 01/08/07 14:52 6 pgs
Fees:33.00 Taxes:73630.00
20070108-0003317

(Space Above for Recorder's Use)

This instrument prepared by
and after recording return to:
Stephen M. Grffith, Jr.
Taft, Stettinius & Hollister LLP
1800 U.S. Bank Tower
425 Walnut Street
Cincinnati, Ohio 45202

SPECIAL WARRANTY DEED

Address for New Owner:	Send Tax Bills To:	Tax Parcel Number:
Cabot II-TN2M01, LLC	Cabot II-TN2M01, LLC	071-13-003.00
One Beacon Street	One Beacon Street	
17th Floor	17th Floor	Address for Property:
Boston, Massachusetts 02108	Boston, Massachusetts 02108	245 Great Circle Rd
Attention: Andrew D. Ebbott	Attention: Asset Manager	Nashville, TN

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 considerations accepted as cash, the receipt and sufficiency of which is hereby acknowledged, **BRE/HODGES NASHVILLE L.L.C.**, a Delaware limited liability company, whose address is BRE/Hodges Nashville L.L.C., 3350 Riverwood Parkway, Suite 850, Atlanta, Georgia 30339, Attention: Mr. Thomas J. Flanigan (hereinafter referred to as "Grantor"), herein this day bargained and sold, and does hereby transfer and convey unto **CABOT II-TN2M01, LLC**, a Delaware limited liability company, the address of which is One Beacon Street, One Beacon Street, Boston, Massachusetts 02108 (hereinafter referred to as "Grantee"; the terms "Grantor" and "Grantee" to include their respective heirs, legal representatives, successors, and assigns where the context requires or permits), the following described real property, to wit:

ALL THAT TRACT OR PARCEL of land lying and being in Davidson County, Tennessee, being more particularly described on Exhibit "A" attached hereto and made a part hereof by this reference (the "Land"); TOGETHER WITH any and all improvements, appurtenances, rights, privileges and easements benefiting, belonging or pertaining to the Land, and any right, title and interest of Grantor in and to any land lying in the bed of any street, road or highway in front of or adjoining said Land, together with any strips or gores relating to the Land (the Land and the foregoing rights, easements and appurtenances being hereinafter collectively referred to as the "Property").

TO HAVE AND TO HOLD the Property, together with all and singular the rights, hereditaments, and appurtenances thereto in any wise belonging unto Grantee, its heirs, executors, legal representatives, successors and assigns forever; and Grantor does hereby covenant with Grantee, its heirs, executors, legal representatives, successors, and assigns, that (i) Grantor is lawfully seized in fee simple absolute of the property, (ii) Grantor has good right to sell and convey the Property, (iii) the Property is unencumbered by the claims of those claiming by, through or under Grantor except for those matters set forth in Exhibit "B" attached hereto and made a part hereof by this reference, and (iv) Grantor shall WARRANT AND FOREVER DEFEND the title to and quiet possession of the Property unto Grantee, its heirs, executors, legal representatives, successors and assigns, against every person whomsoever lawfully claiming or to claim the same or any part thereof by, through, or under Grantor except for those claiming by, from, or through those matters set forth in Exhibit "B", but not otherwise.

Witness my hand this 4th day of January, 2007, the corporate party, if any, having caused its name to be signed hereto by its duly authorized officers on said day and date.

[signatures begin on following page]

BRE/HODGES NASHVILLE L.L.C.,
a Delaware limited liability company

By: **LIT/HODGES DEVELOPMENT HOLDCO, LLC,**
a Delaware limited liability company, its member

By: Thomas J. Flanigan (SEAL)
Thomas J. Flanigan
Senior Vice President

STATE OF GEORGIA)
) SS.
COUNTY OF COBB)

Before me, JUNE L. SWEM, a Notary Public of the State and County aforesaid, personally appeared Thomas J. Flanigan, 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 Senior Vice President of **LIT/HODGES DEVELOPMENT HOLDCO, LLC,** a Delaware limited liability company, the within named bargainor, and that he as such officer being authorized so to do, executed the foregoing instrument for the purpose therein contained, by signing the name of the corporation by himself as Senior Vice President of said company.

Witness my hand and official seal, at office in Cobb County, Georgia this 4th day of January, 2007.

My Commission Expires:

June L. Swem
Notary Public

(NOTARIAL SEAL)

JUNE L. SWEM NOTARY PUBLIC PAULDING COUNTY, GEORGIA MY COMMISSION EXPIRES JANUARY 21, 2007

STATE OF GEORGIA)
)
COUNTY OF COBB)

I hereby swear or affirm that to the best of Affiant's knowledge, information, and belief, that the actual consideration for this transfer or value of the property transferred is $19,900,000.00, which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

Affiant: Thomas J. Flanigan
Title: Senior Vice President

Subscribed and sworn to before me this 4th day of January, 2007.

Notary Public

(NOTARIAL SEAL)

My commission expires:

JUNE L. SWEM NOTARY PUBLIC PAULDING COUNTY, GEORGIA MY COMMISSION EXPIRES JANUARY 21, 2007

EXHIBIT "A"

LEGAL DESCRIPTION

BEING a tract of land lying in the 8th Civil District of Davidson County, Tennessee, said tract being recorded as Resubdivision of Part of Block "H", Section No. 1, MetroCenter, Tract 13, in Plat Book 4660, Page 87, as corrected in Plat Book 4793, Page 598, and being more particularly described as follows:

BEGINNING at an iron rod (old) in the east right-of-way of Great Circle Road (84' wide right-of-way), said iron rod lying northwesterly 443.59 feet, more or less, along said right-of-way from the intersection of the northwest right-of-way of Vantage Way extended (80' wide right-of-way) and the east right-of-way of Great Circle Road; thence with the east right-of-way of Great Circle Road the following four calls: along a curve to the right having a radius of 1,153.00 feet and an arc length of 516.34 feet, being subtended by a chord of North 18 degrees 23 minutes 36 seconds West for a distance of 512.04 feet to an iron rod (old); along a curve to the left having a radius of 1,847.00 feet and an arc length of 355.78 feet, being subtended by a chord of North 11 degrees 04 minutes 57 seconds West for a distance of 355.23 feet to a point; North 16 degrees 36 minutes 03 seconds West for a distance of 352.46 feet to an iron rod (old); and along a curve to the left having a radius of 430.00 feet and an arc length of 8.92 feet, being subtended by a chord of North 17 degrees 11 minutes 42 seconds West for a distance of 8.92 feet to an iron rod (old); thence leaving said right-of-way North 72 degrees 12 minutes 38 seconds East for a distance of 200.00 feet to an iron rod (old); thence North 62 degrees 45 minutes 29 seconds East for a distance of 550.00 feet to an iron rod (new); thence North 26 degrees 30 minutes 00 seconds East for a distance of 329.93 feet to a point; thence South 63 degrees 30 minutes 00 seconds East for a distance of 254.48 feet to a point; thence South 49 degrees 30 minutes 00 seconds East for a distance of 260.30 feet to a point; thence South 51 degrees 11 minutes 13 seconds West for a distance of 143.68 feet to a point; thence South 46 degrees 25 minutes 47 seconds East for a distance of 383.50 feet to a point; thence North 37 degrees 11 minutes 13 seconds East for a distance of 173.29 feet to a point; thence South 34 degrees 15 minutes 00 seconds East for a distance of 606.80 feet to a point; thence South 62 degrees 45 minutes 29 seconds West for a distance of 1,722.32 feet to an iron rod (old), said iron rod being the Point of Beginning.

Said property contains 39.994 acres, more or less, as shown on ALTA/ACSM Land Title Survey Tract 13 MetroCenter, Resubdivision of Part of Block "H", Section One, prepared by Jordan Jones & Goulding, bearing the certification of Hubert K. Adderholdt, Registered Land Survey Tennessee No. 908, dated July 26, 2002, last revised August 29, 2002.

Being the same property conveyed to BRE/Hodges Nashville from Service Merchandise Company, Inc., record in Instrument No. 20020905-0107830, in the Register's Office for Davidson County, Tennessee.

EXHIBIT "B"

PERMITTED EXCEPTIONS

1. Real property ad valorem taxes for the year 2007 and subsequent years, which are liens not yet due and payable.

2. All matters shown on Plan of Metrocenter, Lot 13 of Tract 13, recorded in Book 4660, page 87 and in Book 4660, page 181, Register's Office for Davidson County, Tennessee and Surveyor's Certificate of Correction of record in Book 4793, page 598, aforesaid records.

3. Rights of tenants in possession.

4. Easement Agreement for Use and Operation of Railroad Lead Track dated November 9, 1987.

5. Flowage Easement of record in Book 2281, page 631 aforesaid records.

6. Flowage Easement of record in Book 2290, page 256, aforesaid records.

7. Easement to Colonial Piepline Company, as set forth in Book 5021, page 588.

8. Agreement for Easement Improvements as set forth in Book 5071, page 980, aforesaid records.

9. Permanent Levee Maintenance Agreement as set forth in Instrument No. 200005090047019, aforesaid records.

10. Matters shown on survey prepared for Cabot Properties, Inc. dated December 11, 2006.