SPECIAL WARRANTY DEED

FROM: AP-SOUTHEAST POINT PLACE LP

TO: POINT PLACE I INVESTMENT PARTNERS

Davidson County DEEDWARR
Recvd: 01/12/07 09:36 5 pgs
Fees:28.00 Taxes:22755.00
20070112-0005072

Address New Owner as follows:	**Send Tax Bills to:**	**Tax-Parcel No.**
Point Place I Investment Partners c/o Eastbay Capital, LLC 5250 Virginia Way Suite 100 Brentwood Tennessee 37027	Same	Map Parcel 96-13-187

THIS INSTRUMENT PREPARED BY: Matthew T. Harris, Esq., Waller Lansden Dortch & Davis, LLP, 511 Union Street, Suite 2100, Nashville, Tennessee 37219

STATE OF ~~TENNESSEE~~) New York
COUNTY OF ~~DAVIDSON~~) New York

The actual consideration or value, whichever is greater, for this transfer is $6,150,000.00.

Affiant

Subscribed and sworn to before me, this the 8th day of January, 2007.

EMILY CONNER
Notary Public, State of New York
No. 01CO6026169
Qualified in New York County
Commission Expires June 7, 2007

Notary Public

My Comm. Expires:

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION OF the sum of Ten Dollars, cash in hand paid by the hereinafter named GRANTEE, and other good and valuable considerations, the receipt and sufficiency of which are hereby acknowledged, **AP-SOUTHEAST POINT PLACE LP,** a Delaware limited partnership, successor by name change to Crocker Point Place, L.P., hereinafter called "GRANTOR", has bargained and sold, and by these presents does transfer and convey unto **POINT PLACE I INVESTMENT PARTNERS,** a Tennessee general partnership, hereinafter called "GRANTEE", its successors and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described as follows, to wit:

SEE **EXHIBIT A** ATTACHED HERETO AND BY THIS REFERENCE MADE A PART HEREOF

Said property is transferred subject to the limitations, restrictions, and encumbrances set forth below.

1. Taxes for the year 2007 and subsequent years.
2. Rights of tenants under unrecorded leases.
3. All matters shown on the survey made by H&H Land Surveying, Inc., last revised December 21, 2006, designated as Job No. 93-331.
4. All matters as shown on the plat of record in Plat Book 5200, page 481, Register's Office for Davidson County, Tennessee.
5. Easements to Metropolitan Government of Nashville and Davidson County, of record in Book 5078, page 386, in the Register's Office of Davidson County, Tennessee.
6. Storm Water Detention Agreement of record in Book 6145, page 247, in the Register's Office of Davidson County, Tennessee.
7. Declaration of Reciprocal Easements and Restrictive Covenants, of record in Book 5998, page 424, in the Register's Office of Davidson County, Tennessee.
8. Water Line Easement as set forth in Book 1760, page 419, in the Register's Office of Davidson County, Tennessee.

This is improved property located at 441 Donelson Pike, Nashville, Davidson County, Tennessee.

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said GRANTEE, its successors and assigns, forever, and GRANTOR further covenants and binds itself, its successors and assigns to warrant specially and forever defend the title to said real estate to GRANTEE, its successors and assigns, against the lawful claims of all persons claiming through and under GRANTOR (other than claims arising out of the matters set forth above), but not further or otherwise. Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

[No further text on this page; signature page follows]

WITNESS its hand this 11 day of January, 2007.

GRANTOR:

AP-SOUTHEAST POINT PLACE LP, a Delaware limited partnership, successor by name change to Crocker Point Place, L.P.

By: AP-Southeast Point Place LLC, a Delaware limited liability company, general partner

By:_____
Name: John R.S. Jacobsson
Title: Manager

STATE OF ~~TENNESSEE)~~ New York

COUNTY OF ~~DAVIDSON)~~ New York

Personally appeared before me, Emily Conner, Notary Public, John R.S. Jacobsson, 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 the Manager 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, this 8th day of January, 2007.

_____
Notary Public

EMILY CONNER
Notary Public, State of New York
No. 01CO6026169
Qualified in New York County
Commission Expires June 7, 2007

My commission expires:_____

EXHIBIT A
Legal Description

A tract of land in the First Civil District of Metropolitan Nashville, Davidson County, Tennessee, being Lot No. 1 on the Plan of Point Place Business Park as of record in Plat Book 5200, page 481, Register's Office for Davidson County, Tennessee and more particularly described as follows:

Beginning at an existing iron pin set on the east right-of-way line of Donelson Pike at this point an 80-foot wide street, said point is the northwest property corner of this tract and the southwest property corner of Hailey Tract Subdivision as of record in Plat Book 4350, page 157, R.O.D.C., Tennessee and proceeding as follows:

1. From the point of beginning and with the common property line of Hailey and Point Place Business Park – Lot No. 1 as of record in Plat Book 5200, page 481, R.O.D.C., Tennessee and this tract and leaving the east right-of-way line of Donelson Pike, S 84° 10' 30" E 540.68 feet to an iron pin set; thence,

2. S 05° 49' 30" W 581.65 feet to an existing iron pin. Said point is in the southeast property corner of this tract; thence,

3. Leaving the west property line of Lot No. 2 of Point Place Business Park and with the common property line of Frank K. Bellar Property as of record in Deed Book 5658, page 557, R.O.D.C., Tennessee and Donelson Square Property parcel 181, as of record in Deed Book 4955, page 80, R.O.D.C., Tennessee, N 85° 30' 38" W 300.00 feet to an iron pin set; thence,

4. With the common property line of George P. Morris as of record in Deed Book 4962, page 402, R.O.D.C., Tennessee, and this tract for the next two (2) calls, N 4° 29' 22" E. 9.11 feet to an iron pin set; thence,

5. N 85° 30' 38" W 75.00 feet to a P.K. nail set; thence,

6. Leaving Morris' north property line and with the common property line of Tenneco Site No. 1 as of record in Plat Book 4350, page 111, R.O.D.C., Tennessee and this tract for the next two (2) calls, N 4° 29' 22" E 10.00 feet to a P.K. nail set; thence,

7. N 84° 44' 47" W 3.90 feet to an iron pin set; thence,

8. Leaving Tenneco Site No. 1 property and with the common property line of Donelson Square, Parcel 180, as of record in Deed Book 4955, page 80, R.O.D.C., Tennessee and this tract for the next two (2) calls, N 00° 45' 56" E 106.55 feet to an iron pin set; thence,

9. N 85° 50' 45" W 20.00 feet to an existing P.K. nail; thence,

10. Leaving Donelson Square property and with the common property line of Loretta Lynn's Western Stores, Inc. as of record in Deed Book 5085, page 70, R.O.D.C., Tennessee and this tract for the next three (3) calls, N 5° 45' 32" E 64.51 feet to an existing iron pin; thence,

11. N 7° 55' 06" E 30.00 feet to an existing iron pin; thence,

12. N 82° 44' 40" W 199.99 feet to an existing iron pin on the east right-of-way line of Donelson Pike as widened. Said point is the northwest property corner of Lynn's and the southwest property corner of this tract; thence,

13. With the east right-of-way line of said road and with a 1392.40-foot radius curve to the right a length of 343.23 feet to an iron pin set. Said curve has a chord bearing and a distance of N 15° 35" 50.5" E 342.363 feet; thence,

14. Continuing with said right-of-way line N 22° 39' 33" E 30.19 feet to the point of beginning and containing 299,819.00 square feet or 6.883 acres, more or less.

Being the same property conveyed to Crocker Point Place, L.P., a Delaware limited partnership, by deed from SL Holdings, L.P., a Tennessee limited partnership, of record in Book 10848, page 528, Register's Office for Davidson County, Tennessee. By Amended and Restated Certificate of Limited Partnership filed with the Delaware Secretary of State on June 8, 2004, Crocker Point Place, L.P. is now known as AP-Southeast Point Place LP. 20070112 - 0005070