TN Deed-Warranty (Special) 1

THIS INSTRUMENT PREPARED BY:

Patricia Gregory
Pachter Gregory & Finocchiaro
790 Estate Drive
Suite 150
Deerfield, IL 60015

Davidson County DEEDWARR
Recvd: 04/24/07 15:15 5 pgs
Fees:28.00 Taxes:4218.00

20070424-0048960

Send Tax Bills To: + new owner

Biltmore Development, LLC
209 Gothic Ct.
Suite 108
Franklin, TN 37067

Map & Parcel Nos.: part of Map 156, Parcels 4, 5, and 113
(156-09-A-8C0 for tax year 2007)

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of Ten and No/100 Dollars ($10.00), cash in hand paid, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Kimco Barclay Harpeth, L.P., a Tennessee limited partnership (herein referred to as "Grantor") has/have this day bargained and sold and, by these presents, does/do hereby transfer and convey unto Biltmore Development, LLC, a Tennessee limited liability company (herein referred to as "Grantee"), its heirs and assigns, forever, the following described tract or parcel of land located in Davidson County, Tennessee, to wit (the "Property"):

Outparcel 8 in the Final Plat for Harpeth Village P.U.D. recorded as Instrument No. 20060505-0052434 in the Register's Office for Davidson County, Tennessee, to which plat reference is here made for a more complete legal description. Being part of the same property conveyed to Kimco Barclay Harpeth, L.P., a Tennessee limited partnership, by quitclaim deed recorded in instrument No. 20060314-0029283, Register's Office of Davidson County, Tennessee.

TO HAVE AND TO HOLD said tract or parcel of land together with all the improvements thereon and the appurtenances thereunto belonging unto the said Grantee, its heirs and assigns, in fee simple, forever.

GRANTOR COVENANTS with the said Grantee that it is lawfully seized and possessed of the Property, that it has a good and lawful right to sell and convey the Property, and that the Property is free from any lien or encumbrance whatsoever, except for applicable zoning and building regulations, real estate taxes for 2007 and subsequent years and those matters shown on Exhibit A attached hereto and made a part hereof (the "Permitted Exceptions").

GRANTOR FURTHER COVENANTS with the said Grantee and binds itself and its heirs/successors and assigns, to warrant and forever defend the title thereto of said Property (subject, however, to the Permitted Exceptions) to the said Grantee, its heirs and assigns, against the lawful claims and demands of all persons claiming by, through or under Grantor.

ALL warranties of Grantor herein contained are expressly limited to those persons or parties claiming by, through or under Grantor.

WITNESS this the 19th day of April, 2007.

GRANTOR:

KIMCO BARCLAY HARPETH, L.P., a Tennessee limited partnership

By: KD Harpeth 1356, Inc., a Tennessee corporation

By: _____
Name: DANIEL C. SLATTERY
Its: ~~Executive Vice President~~

STATE OF ILLINOIS)

COUNTY OF COOK)

Personally appeared before me, Joanna G. Isdale, a Notary Public for the state and county aforesaid, Daniel C. Slattery, 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 Executive Vice President of KD Harpeth 1356, Inc., a Tennessee corporation, the general partner of KIMCO BARCLAY HARPETH, L.P., a Tennessee limited partnership, the maker, and is authorized by the maker to execute this instrument on behalf of the maker.

WITNESS my hand and seal at office this 19th day of April, 2007.

Joanna G. Isdale
NOTARY PUBLIC

My Commission Expires:
12/4/2010

"OFFICIAL SEAL"
JOANNA G ISDALE
NOTARY PUBLIC STATE OF ILLINOIS
COMMISSION EXPIRES 12/04/10

STATE OF Tennessee)

COUNTY OF Williamson)

The actual consideration or value , whichever is greater, for this transfer is: $1,140,000.00.

AFFIANT

Biltmore Development, LLC, a Tennessee limited liability company

By: _____

Name: _____

Its: Chief Manager

Subscribed and sworn to before me, this 23 day of April, 2007.

_____

NOTARY PUBLIC

My Commission Expires:

12-12-08

JACKSON M. WEBB, JR. NOTARY PUBLIC WILLIAMSON COUNTY

EXHIBIT A

PERMITTED EXCEPTIONS

1. Subject to all matters shown on the plats of record in Instrument No. 20060505-0052434 and No. 20051227-0153838, Register's Office of Davidson County, Tennessee.

2. Subject to Agreement for Dedication of Public Utilities and Abandonment of Existing Easement of record in Instrument No. 20000510-0047300, Register's Office of Davidson County, Tennessee,.

3. Subject to Storm Water Detention Agreement of record in Instrument No. 20051219-01511714, Register's Office of Davidson County, Tennessee.

4. Subject to Restrictive Covenants contained in instruments recorded in Book 7511, page 561,Register's Office of Davidson County, Tennessee, re-recorded in Book 7512, page 319 and in Book 7611, page 418 , said Register's Office.

5. All matters that would be shown on a current ALTA/ACSM Land Title Survey of Outparcel 8, Harpeth Village P.U.D.

6. Subject to the flow of Trace Creek.

7. Electrical Permit recorded in Book 7511, page 561, re-recorded in Book 7512, Page 319 and re-recorded in Book 7611, Page 418, all in Register's Office of Davidson County, Tennessee

File No.: 270400770

EXHIBIT A

TRACT 1

Outparcel #8 in the Final Plat for Harpeth Village P.U.D. recorded as Instrument No. 20060505-0052434 in the Register's Office for Davidson County, Tennessee, to which plat reference is here made for more complete legal description.

Being a portion of the same property conveyed to Biltmore Development, LLC by Special Warranty Deed from Kimco Barclay Harpeth, L.P. of record in Instrument No. _____ in the Register's Office for Davidson County. Tennessee.