(1)

Prepared by: Jeffrey DeGood
Gottlieb & Smith
P. O. Box 51
Columbia, S.C. 29201

New Owner's Address
1901 Main Street, Suite 900
Columbia, SC 29201

Send Tax Bills to:
Same

Tax Parcel No.
85-94 &
85-96

QUITCLAIM DEED

FOR AND IN CONSIDERATION of Ten Dollars ($10.00) actual consideration paid and no other consideration whatsoever, E&A ACQUISITION TWO LIMITED PARTNERSHIP, a Delaware limited partnership ("Grantor"), does hereby remise, release and forever quitclaim unto JACKSON DOWNS II (E&A), LLC, a Delaware limited liability company ("Grantee"), that certain tract of land located in the City of Nashville, Davidson County, Tennessee being more particularly described on **Exhibit "A"** attached hereto.

IN WITNESS WHEREOF, Grantor has executed this conveyance as of this 10 day of May, 2007.

E&A ACQUISITION TWO LIMITED PARTNERSHIP, a Delaware limited partnership

By: E&A Acquisition Two LLC, a Delaware limited liability company, its sole general partner

By: _____
Jodie W. McLean, President

Record and Return to:
Karen Kirspel
Fidelity National Title
1800 Parkway Place, Suite 700
Marietta, GA 30067 04-2162

[Remainder of page intentionally left blank]

Davidson County DEEDQC
Recvd: 05/15/07 14:14 4 pgs
Fees:22.00 Taxes:0.00
20070515-0058256

040207 \\master\data\CLIENT\EA\Jackson Downs\2007 East Coast Portfolio\Deed - Acquisition Two to Jackson Downs II
2162- GTK

3.1

STATE OF SOUTH CAROLINA
COUNTY OF RICHLAND

Before me, Margaret A. Goodfellow a notary public of the State and County of aforesaid, personally appeared JODIE W. MCLEAN, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged herself to be President of E&A Acquisition Two LLC, a Delaware limited liability company, the sole general partner of E&A Acquisition Two Limited Partnership, a Delaware limited partnership, the within named grantor, and that she as such officer, being authorized so to do, executed the foregoing instrument for the purpose therein contained by signing the name of the limited partnership acting for and on behalf of the limited liability company by herself as such officer.

WITNESS my hand and seal at the office in Richland County, South Carolina this 13 day of April, 2007.

Margaret A. Goodfellow
Notary Public

My Commission Expires:

4-24-2010

MARGARET A. GOODFELLOW NOTARY PUBLIC SOUTH CAROLINA

[Signature continued on following page.]

STATE OF SOUTH CAROLINA
COUNTY OF RICHLAND

I hereby swear or affirm that the actual consideration for this transfer is Ten Dollars ($10.00).

JACKSON DOWNS II (E&A), LLC, a Delaware limited liability company

By: _____
Jodie W. McLean, President

Subscribed and Sworn to before me on this 19 day of April, 2007.

Margaret A. Goodfellow
Notary Public

MARGARET A. GOODFELLOW NOTARY PUBLIC SOUTH CAROLINA

[Affix Notarial Seal]

My Commission Expires: 4-24-2016

EXHIBIT "A"

Property Description

Land in Davidson County. Tennessee, being ALL of Lot No. 7 as shown on the plan of First Revision of Re-subdivision Lots 6 and 7, JACKSON DOWNS COMMERCIAL Subdivision, of record under instrument # 20021017-0127493, in the Register's Office for Davidson County, Tennessee, to which plan reference is hereby made for a more complete and accurate description.

Land in Davidson County. Tennessee, being ALL of Lot No. 9 as shown on Final Plat of JACKSON DOWNS COMMERCIAL Subdivision, as shown on Plat thereof as recorded in Plat Book 9700 Page 526, in the Register's Office for Davidson County, Tennessee, to which plan reference is hereby made for a more complete and accurate description.

TOGETHER WITH all rights, benefits and interests appurtenant to said property under or pursuant to that certain Operation and Easement Agreement by and among Dayton Hudson Corporation, a Minnesota corporation, Mathews Partners, Inc., a Tennessee corporation, and Jackson Downs, L.P., a Georgia limited partnership, dated November 10, 1995, of record in Book 9857, page 151, as amended in First Amendment to Operation and Easement Agreement of record in Book 10841, page 648, and by Second Amendment to Operation and Easement Agreement of record in Book 10908, page 773, by Third Amendment to Operation and Easement Agreement of record as Instrument No. 200007050066702, Register's Office for Davidson County, Tennessee, by Fourth Amendment to Operation and easement Agreement of record as Instrument No. 20020920-0114881, and by Fifth Amendment to Operation and Easement Agreement dated April 14, 2003, of record as Instrument No. 20030422-0053154, as re-recorded under instrument # 20030428-0056661, Registers Office for Davidson Co., TN.

TOGETHER WITH an assignment of all rights as "Approving Party" as assigned to Grantor in instrument # 20020920-0114880.

TOGETHER WITH all rights, benefits and interests appurtenant to said property under or pursuant to that certain Declaration of Drainage Easements executed by Mathews Partners, Inc., a Tennessee corporation, as Declarant, dated November 10, 1995, of record in Book 9857, page 77, Register's Office for Davidson County. Tennessee.

TOGETHER WITH all rights, benefits and interests appurtenant to said property under or pursuant to that certain Cross Access Easement Agreement by and among Jackson Downs, L.P., a Georgia limited partnership, Mathews Partners, Inc., a Tennessee corporation, and Dayton Hudson Corporation, a Minnesota corporation, dated November 10, 1995, of record in Book 9857, page 116, Register's Office for Davidson County, Tennessee.

TOGETHER WITH appurtenant Sign Easement in Book 10990 Page 108, as modified by instrument recorded under # 200007050-066701, in the Register's Office for Davidson County, Tennessee

Being the same property and easements conveyed to E&A ACQUISITION TWO LIMITED PARTNERSHIP, a Delaware limited partnership by Deed from E&A Portfolio limited partnership, of record as instrument # 20000918-0092435, less and except that portion conveyed under instrument # 20021025-0131201 in the Register's Office for Davidson County, Tennessee.