Davidson County DEEDQC
Recvd: 07/23/07 11:07 6 pgs
Fees:32.00 Taxes:0.00
20070723-0087100

STATE OF TENNESSEE §
§
COUNTY OF DAVIDSON §

QUIT-CLAIM DEED

THIS IS A QUIT-CLAIM DEED executed and delivered as of June 27 2007, by **PROLOGIS-NORTH CAROLINA LIMITED PARTNERSHIP**, a Delaware limited partnership (hereinafter referred to as the "Grantor") having an address at 4545 Airport Way, Denver, Colorado 80238, to **PROLOGIS-A4 TN I LLC**, a Delaware limited liability company (hereinafter referred to as the "Grantee"), having an address at 4545 Airport Way, Denver, Colorado 80238.

KNOW ALL MEN BY THESE PRESENTS:

For a consideration, the receipt and sufficiency of which is hereby acknowledged by Grantor, the Grantor does hereby quit claim and convey unto the Grantee all Grantor's right, title and interest in that certain real estate situated in the City of LaVergne, Rutherford County, Tennessee, to-wit:

See legal description attached hereto as Exhibit A.

Being the same property conveyed to Grantor by deed of record under Instrument 20031028-0158863 Davidson County, Tennessee Register's Office.

TOGETHER WITH all appurtenances thereto belonging or in anywise appertaining and all right, title and interest of Grantor in and to any and all roads, alleys and ways bounding said premises.

This conveyance is made subject to, all matters set forth on Exhibit B attached hereto and made a part hereof.

TO HAVE AND TO HOLD, to the said Grantee, its successors and assigns forever.

[SIGNATURE ON FOLLOWING PAGE]

Return to:
Zonia N. Veal
First National Financial Title Service, Inc.
3237 Satellite Blvd., Suite 450, Bldg 300
Duluth, GA 30096 H2792-H

IN WITNESS WHEREOF, the Grantor has caused this Quit-Claim Deed to be executed as of the date first set forth above.

GRANTOR:

PROLOGIS-NORTH CAROLINA LIMITED PARTNERSHIP,
a Delaware limited partnership

By: ProLogis-North Carolina (1) Incorporated,
a Maryland corporation, its general partner

Edward S. Nekritz, Managing Director

THIS INSTRUMENT PREPARED BY:

Milos M. Markovic, Esq.
Mayer, Brown, Rowe & Maw LLP
71 South Wacker Drive
Chicago, IL 60606

AFTER RECORDING, SEND TO:

Tim D. Peters, Esq.
Vice President and Corporate Counsel
ProLogis
4545 Airport Way
Denver, Colorado 80239

NAME AND ADDRESS OF GRANTEE: (New Owner)

PROLOGIS-A4 TN I LLC
4545 Airport Way
Denver, CO 80238

TAX PARCEL IDENTIFICATION NUMBERS: 183-87.00

MAIL TAX BILLS TO:

Deloitte Tax LLP
191 Peachtree Street, NE, Suite 1500
Atlanta, GA 30303.1924

ACKNOWLEDGMENT

STATE OF COLORADO §
§
COUNTY OF DENVER §

Before me, Kara Dizmang, a Notary Public in and for the County and State aforesaid, personally appeared Edward S. Nekritz, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence) and who, upon oath, acknowledged him/herself to be the Managing Director of the within named bargainor, a Delaware limited partnership, and that he/she as such Managing Director, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the corporation as such Managing Director.

WITNESS my hand and seal at office in this 21 day of June, 2007.

Notary Public

My commission expires: 8-19-09

(SEAL)

KARA DIZMANG NOTARY PUBLIC STATE OF COLORADO

VALUE AFFIDAVIT

STATE OF COLORADO §
§
COUNTY OF DENVER §

I, affiant, hereby swear or affirm that, to the best of my knowledge, information, and belief, the actual consideration for this transfer or value of the property transferred, whichever is greater, is $0.

GRANTOR:

PROLOGIS-NORTH CAROLINA LIMITED PARTNERSHIP,
a Delaware limited partnership

By: ProLogis-North Carolina (1) Incorporated,
a Maryland corporation, its general partner

Edward S. Nekritz, Managing Director

Subscribed and sworn before me this 21 day of June, 2007.

Notary Public

My Commission expires: 8-19-09

KARA DIZMANG NOTARY PUBLIC STATE OF COLORADO

F204368 Interchange DC #11 EXHIBIT A LEGAL DESCRIPTION

All that tract or parcel of land lying and being in the Second Civil District of Nashville, Davidson County, Tennessee, being shown as Lot 1 the Plat of Interchange City, Industrial Park recorded in Plat Book 5210, Page 88 being Tract 3 conveyed by Special Warranty Deed in Instrument No. 2031028-0158863.

Being the same property conveyed to Prologis-North Carolina Limited Partnership, a Delaware limited partnership by Special Warranty Deed from Gateway Cumberland Properties, Inc,. a California corporation, dated October 22, 2003, and recorded October 28, 2003, in Instrument No. 20031028-0158863, Davidson County, Tennessee.

Tax Parcel No. 183 87.00

Being a certain tract of land lying and being in the Twenty-Nineth Councilmanic District of Davidson County, Metropolitan Nashville, Tennessee. Said tract of land being bounded on the North by a portion of the property conveyed to Gateway Cumberland Properties, Inc., property conveyed to Go Partnership, property conveyed to Corporate Investors Partnership, on the East by property conveyed to Larry M. Beadle, etux, another portion of property conveyed to Gateway Cumberland Properties, Inc., on the South by property conveyed to AIM, Inc., Property conveyed to Harold W. Greer, on the West by Gould Boulevard and being more particularly described as follows:

BEGINNING at a railroad spike (old) lying in the Easterly right-of-way of said Gould Boulevard, said railroad spike (old) being the Southwest corner of a portion of the property conveyed to ProLogis-North Carolina Limited Partnership, Instrument #200310280158863 Register's Office for Davidson County (R.O.D.C.), Tennessee and the Northwest corner of herein described tract; thence,

Leaving said Easterly right-of-way of Gould Boulevard with the Southerly line of said ProLogis-North Carolina Limited Partnership Property, North 72 degrees 14 minutes 16 seconds East, 157.83 feet to an iron rod (old); thence,

Continuing with the Southerly line of said ProLogis-North Carolina Limited Partnership Property in part, and in part with the line of said Go Partnership Property, of record in Instrument No. 200206100070162, R.O.D.C., Tennessee, and in part with the line of Corporate Investors Partnership Property, of record in Instrument No. 200207170086350, R.O.D.C., Tennessee, South 76 degrees 49 minutes 07 seconds East, 533.04 feet to an iron rod (old), said iron rod (old) being the Southeast corner of said Corporate Investors Partnership Property and a corner of said Larry M. Beadle Property, of record in Instrument No. 200108210090406, R.O.D.C., Tennessee; Thence,

With the line of said Beadle Property and then with the line of a portion of the ProLogis Cimmaron Fund Limited Partnership property, Instrument #20049300117802 R.O.D.C., Tennessee, South 14 degrees 13 minutes 08 seconds West, passing through an iron rod (old) at 45.10 feet for a total distance of 521.98 feet to an iron rod (old), said iron rod (old) being the Southwest corner of said ProLogis Cimmaron Property, the Northwest corner of the AIM, Inc., Property of record in Deed Book 9749, Page 240 R.O.D.C., Tennessee and the Northwest corner of the Home Ice Property of record in Instrument #200401120004453 R.O.D.C., Tennessee

Leaving said ProLogis Cimmaron Fund Limited Partnership Property with the Northerly line of said Home Ice Property North 44 degrees 22 minutes 02 seconds West, 145.09 feet to an iron rod (old);

With part of the Northerly line of said Home Ice Property and with the Northerly line of the Insituform Technologies, Inc., Property of record in Instrument #200405190058942 R.O.D.C., Tennessee North 63 degrees 33 minutes 10 seconds West, 381.72 feet to an iron rod (old) lying in the Easterly right-of-way of said Gould Boulevard, said iron rod (old) being the Northwest corner of Insituform Technologies, Inc., Property; thence,

Leaving the line of said Insituform Technolgies, Inc., Property; with the Easterly right-of-way of said Gould Boulevard, North 17 degrees 45 minutes 07 seconds West, 320.95 feet to the **POINT OF BEGINNING**.

EXHIBIT B

Permitted Exceptions

All of those exceptions set forth in Schedule B to the Chicago Title Insurance Company Commitment No. NTS H2792-H.

Jennifer M Gerhart, Register
Rutherford County Tennessee
Rec #: 523877
Rec'd: 35.00
State: 0.00
Clerk: 0.00
EDP: 2.00
Total: 37.00
Instrument #: 1508937
Recorded
7/13/2007 at 9:27 AM
in
Record Book 763 Pgs 3485-3491