Davidson County DEEDWARR
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Fees:43.00 Taxes:36075.00
20070809-0095650

Special Warranty Deed

This Instrument Prepared By:
Shabani & Shabani LLP
1801 Avenue of the Stars, Suite 1025
Los Angeles, California 90067
Attention: Evelyn Ginossi

Return To:
Bass, Berry & Sims, PLC
100 Peabody Place, Suite 900
Memphis, Tennessee 38103
Attention: Richard Spore

SPECIAL WARRANTY DEED

STATE OF TENNESSEE §
§
COUNTY OF DAVIDSON §

OAKS OFFICE INVESTMENT, LLC, a North Carolina limited liability company ("**Grantor**"), for and in consideration of the sum of $10 and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, has GRANTED, BARGAINED, SOLD, and CONVEYED and by these presents does GRANT, BARGAIN, SELL, AND CONVEY unto OAKS BUILDING OWNER, LLC, a Delaware limited liability company ("**Grantee**") the real property in Davidson County, Tennessee fully described in Exhibit A hereto, together with all and singular rights, titles, tenements, hereditaments, appurtenances and interests belonging or in any way appurtenant thereto (collectively, the "**Property**").

This Special Warranty Deed and the conveyance hereinabove set forth is executed by Grantor and accepted by Grantee subject to the matters described in Exhibit B hereto (collectively, the "**Permitted Exceptions**").

Being the same property conveyed to Grantor by WXI/AJP REAL ESTATE LIMITED PARTNERSHIP, a Delaware limited partnership, of record in Instrument No. 20030507-0060870 in the Register's Office of Davidson County, Tennessee. Said property is further identified by Tax Parcel ID 120-1-155 and 120-1-156.

TO HAVE AND TO HOLD the Property, together with all and singular the rights and appurtenances thereunto in anywise belonging, unto Grantee, its successors and assigns in fee simple forever, and Grantor does hereby bind itself, its successors and assigns, to WARRANT AND FOREVER DEFEND all and singular the title to the Property unto the said Grantee, its successors and assigns against every person whomsoever lawfully claiming or to claim the same or any part thereof by, through, or under Grantor but not otherwise, subject to the Permitted Exceptions.

SELLER:

OAKS OFFICE INVESTMENT, LLC, a
North Carolina limited liability company

By: _____
Name: Christopher R. Smith
Title: Manager

STATE OF NORTH CAROLINA)

COUNTY OF MECKLENBURG)

Personally appeared before me, the undersigned, a Notary Public, Christopher R. Smith, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that he is the manager of Oaks Office Investment, LLC, a North Carolina limited liability company, and that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is authorized by the corporation to execute this instrument on behalf of the corporation.

WITNESS my hand, at office, this 6th day of August, 2007.

ANN J BIBBY NOTARY PUBLIC MECKLENBURG COUNTY

_____
Notary Public

My Commission Expires:

9/28/2010

I, **Kamyar Shabani**, with my signature, herewith swear (or affirm) that the following statement is true to the best of my knowledge. The actual consideration for this transfer or value of the property transferred, whichever is greater, is $9,750,000.00 which amount is equal or greater than the amount which the property transferred would command at a fair and voluntary sale.

AFFIANT

8/7/2007
DATE

State of California)
) ss.
County of Los Angeles)

Subscribed and sworn to (or affirmed) before **A E Monteilh II, Notary Public** on this August 7, 2007 by **Kamyar Shabani** proved to me on the basis of satisfactory evidence to be the person who appeared before me.

WITNESS my hand an official seal.

Signature of Notary Public

A. E. MONTEILH II
COMM. # 1750463
NOTARY PUBLIC - CALIFORNIA
LOS ANGELES COUNTY
My Comm. Expires June 11, 2011

(notary seal)

Tax Parcel Number:
120-1-155 and 120-1-156

Property Address:
1100, 1101 and 1102 Kermit Drive
Nashville, TN 37217

Tax Notices to:
Oaks Building Owner, LLC
Concept 2 Towers, Suite 401
2328 10th Avenue North
Lake Worth, FL 33461-6612

Name and Address of
Property Owner:

Oaks Building Owner, LLC
Concept 2 Towers, Suite 401
2328 10th Avenue North
Lake Worth, FL 33461-6612

EXHIBIT "A"

Description of Real Property

Being two tracts of land in the First Civil District of the City of Nashville, Davidson County, Tennessee, located on the southerly margin of Vultee Boulevard on both the east and west margins of Kermit Drive and being more particularly described as follows:

TRACT NO. 1:

Being a tract of land in the Southwest quadrant of the intersection of Vultee Boulevard and Kermit Drive, being Lot 1 as shown on the Plan of The Oaks of record in Plat Book 4460, Page 139 in the Registrar's Office of Davidson County, Tennessee, to-wit:

Beginning at a concrete monument at the northwest corner of herein described tract, said monument being in the Southerly margin of Vultee Boulevard and being the northeast corner of property of Olympia Plaza of record in Deed Book 5894, page 197 in the Registrar's Office of Davidson County, Tennessee; thence with said margin of Vultee Boulevard, South 89 degrees 09 minutes 00 seconds East 215.00 feet to a point; thence leaving said margin with a curve concave to the south having a central angle of 90 degrees 00 minutes 00 seconds, a radius of 25.00 feet and a chord of South 44 degrees 09 minutes 00 seconds East 35.36 feet for an arc length of 39.27 feet to a point in the Westerly margin of Kermit Drive; thence with said margin of Kermit Drive, South 00 degrees 51 minutes 00 seconds West 25.00 feet to a point; thence with a curve concave to the East having a central angle of 20 degrees 30 minutes 00 seconds, a radius of 305.00 feet and a chord of South 09 degrees 24 minutes 00 seconds East 108.55 feet for an arc length of 109.13 feet to a point; thence with a curve concave to the West having a central angle of 60 degrees 50 minutes 00 seconds a radius of 295.00 feet and a chord of South 10 degrees 46 minutes 00 seconds West 298.71 feet, for an arc length of 313.21 feet to a point; thence South 41 degrees 11 minutes 02 seconds West 62.31 feet to an iron pin; thence leaving Kermit Drive with the North line of Resubdivision of Lot 9 The Oaks, of record in Plat Book 4885, Page 24 in the Registrar's Office of Davidson County, Tennessee; North 48 degrees 49 minutes 00 seconds West 219.79 feet to a point; thence with the east line of Olympia Plaza, North 00 degrees 51 minutes 00 seconds East, 356.30 feet to the point of beginning.

TRACT NO. 2:

Being a tract of land in the Southeast quadrant of the intersection of Vultee Boulevard and Kermit Drive, being Lot 3 as shown on the Plat of Resubdivision of Lots 3, 4 & 5, The Oaks, of record in Plat Book 4660, page 58 in the Registrar's Office of Davidson County, Tennessee, to-wit:

Beginning at a concrete monument in the Southerly margin of Vultee Boulevard at the Northeast corner of herein described tract, said monument being the northwest corner of Stardust Acres of record in Plat Book 1424, Page 92 in the Registrar's Office of Davidson County, Tennessee; thence, leaving Vultee Boulevard with the West line of Stardust Acres, South 03 degrees 48 minutes 00 seconds West 408.08 feet to a concrete monument; thence, with the North line of First Revision, Stardust Commercial Park Section 2, Lot 1, of record in Plat Book 9700, Page 394 in the Registrar's Office of Davidson County, Tennessee, North 84 degrees 09 minutes 00 seconds West, 203.60 feet to a point; thence, with the westerly line of Fred C. Hardeman of record in Book 9490, Page 977 in the Registrar's Office of Davidson County, Tennessee, South 56 degrees 07 minutes 00 seconds West 72.20 feet to an iron pin; thence South 32 degrees 09 minutes 00 seconds West 172.88 feet to a concrete monument; thence, South 13 degrees 18 minutes

00 seconds West 108.12 feet to an iron pin; thence, leaving Hardeman with the North line of The Oaks of record in Plat Book 4660, Page 58 in the Registrar's Office of Davidson County, Tennessee, North 48 degrees 49 minutes 00 seconds West, 269.96 feet to a point in the Easterly margin of Kermit Drive; thence, with said margin and a curve concave to the west having a central angle of 54 degrees 34 minutes 02 seconds, a radius of 345.00 feet and a chord of North 07 degrees 38 minutes 01 seconds East 316.29 feet, for an arc length of 328.57 feet to a point; thence, with a curve concave to the East having a central angle of 20 degrees 30 minutes 00 seconds, a radius of 255.00 feet and a chord of North 09 degrees 24 minutes 00 seconds West 90.75 feet, for an arc length of 91.24 feet to a point; thence North 00 degrees 51 minutes 00 seconds East, 25.00 feet to a point; thence, with a curve concave to the East having a central angle of 90 degrees 00 minutes 00 seconds, a radius of 25.00 feet and a chord of North 45 degrees 51 minutes 00 seconds East, 35.36 feet, for an arc length of 39.27 feet to a point in the southerly margin of Vultee Boulevard; thence, with Vultee Boulevard South 89 degrees 09 minutes 00 seconds East, 271.20 feet to a point; thence, with a curve concave to the north having a central angle of 22 degrees 18 minutes 20 seconds, a radius of 750.00 feet and a chord of North 79 degrees 41 minutes 50 seconds East 290.14 feet for an arc length of 291.98 feet to the point of beginning.

Assessor's Parcel Nos. 120-1-155 and 120-1-156

Being the same property conveyed to Oaks Office Investment LLC, a North Carolina limited liability company, by Special Warranty Deed from WXI/AJP Real Estate Limited Partnership, a Delaware limited partnership, of record in Instrument No. 20030507-0060870, Register's Office for Davidson County, Tennessee.

Exhibit "B"

PERMITTED ENCUMBRANCES

1. Taxes and assessments for the year 2007, and all subsequent years, are a lien, not yet due and payable.

2. Subject to the following matters as shown on Plats of record in Plat Book 4460, Page 139 and in Plat Book 4660, Page 58, said Register's Office as follows:

   a. Twenty foot sanitary sewer easement;
   b. Fifteen foot minimum building set back line;
   c. Fifty foot easement for landscaping strip (buffer);
   d. Ten foot easement for landscaping strip;
   e. Thirty foot minimum building set back line;
   f. No vehicular access to Vultee Boulevard unless approved by The Metropolitan Planning Commission.

3. Subject to all matters as shown on ALTA/ACSM Boundary & Site Improvement Survey of Oaks Office Complex 1100, 1101, 1102 Kermit Drive, Nashville, Davidson County Tennessee, dated 3/7/03 (last revised 4/29/03) by Crawford Land Surveyors, P.C. (Theodore Joseph Stevenson II – TN RLS #2136), and further updated on 6/13/07 by J. Alan Cummings TN RLS #2351.

4. Easements for landscaping strip/buffer along the north, rights of way of Vultee Drive/Boulevard along the north and Kermit Drive along the east, setback limits along the north and east , limitations of access to Vultee Boulevard and other provisions for the Oaks (Subdivision No. 72-331-U) as contained or incorporated by reference in Plat of record in Plat Book 4460, Page 139, Register's Office for Davidson County, Tennessee. (Tract 1)

5. Easements for landscaping strip/buffer along the north of Lot 3 and along a portion of the east perimeter of Lots 3, 4 and 5, sanitary sewer easements along a portion of the east perimeter of Lot 3 and traversing Lots 3, 4 and 5, rights of way for Vultee Drive/Boulevard along the north of Lot 3 and for Kermit Drive along the west of Lots 3 and 5 and for Murfreesboro Road along the south of Lots 4 and 5, setback limits along the north, west and east of Lot 3, along the east and south of Lot 4 and along the west and south of Lot 5, limitations on access to Vultee Boulevard and other provisions for Resubdivision of Lots 3, 4 and 5, The Oaks (Subdivision No. 73-230-U) as contained or incorporated by reference in plat thereof of record in Plat Book 4660, Page 58, Register's Office for Davidson County, Tennessee. (Tract 2)

6. Easements, right of way and other provisions for construction, maintenance, repair or operation of a water supply pipeline as granted to Otto Uthman et ux, of record in Book 1181, Page 158, Register's Office for Davidson County, Tennessee.

7. Rights of tenants in possession as tenants only under prior unrecorded leases.