"EXEMPT TRANSACTION,
GOVERNMENTAL AGENCY IS
HOLDER OF INDEBTEDNESS."

+ TAX 81/s

Address new owner as follows:

The State of Tennessee
312 8th Avenue North 22nd Floor
Nashville, TN 37243-0299
(Tax Exempt)

This Instrument Prepared By:

Real Estate Loan Services of TN, Inc.
1420 North Highland Avenue
Jackson, Tennessee 38301

Tax Identification No.:

Tax Map 70-14
Parcel 4.0

Davidson County DEEDWARR
Recvd: 09/15/08 12:01 5 pg
Fees:27.00 Taxes:0.00

20080915-0094084

SPECIAL WARRANTY DEED

For and in consideration of the sum of $11,800,000.00, PIEDMONT NATURAL GAS COMPANY, INC., a North Carolina corporation (successor by merger to Piedmont Natural Gas Company, Inc., a New York Corporation), hereinafter called GRANTOR, has bargained and sold, and by these presents does transfer and convey unto the STATE OF TENNESSEE, hereinafter called GRANTEE, its successors and assigns, a certain tract or parcel of land located in Davidson County, Tennessee (the "Premises"), and being more particularly described as follows:

This being improved property located at 665 Mainstream Drive, Nashville, Tennessee 37228. The legal description of the Premises set forth below is derived from the subdivision plat referenced therein and from a current survey of the Premises as referenced therein.

Land in Davidson County, Tennessee, being Tract 37D, MetroCenter, Section 12, as of record in Book 5210, Page 339, Register's Office for Davidson County, Tennessee, as follows:

BEGINNING at a point in the easterly margin of Mainstream Drive, said point being the southeasterly corner of Tract 37B, said MetroCenter Property; thence with the margin of Mainstream Drive, along a curve to the left having a radius of 630 feet southerly a distance of 206.37 feet to a point at the beginning of a curve to the right having a radius of 600 feet southerly 216.95 feet to a point at the beginning of a curve to the right, having a radius of 750 feet; thence southerly 13.21 feet to a point at the beginning of a curve to the right having a radius of 50 feet; thence around said curve southwesterly 73.53 feet to a point in the northerly margin of Freelands Station Road; thence with the margin of the same, south 88 degrees 50 minutes west 30.35 feet to the beginning of a curve to the left having a radius of 280 feet, westerly a distance of 124.03 feet to a point at the beginning of a curve to the left having a radius of 630.00 feet, southwesterly 204.89 feet to a point; said point being the northeasterly corner of Tract 37A, of said MetroCenter; thence leaving said Freelands Station Road, North 44 degrees 37 minutes west 842.16 feet to a point, said point being the center line of a levee; thence with said center line, north 47 degrees 12 minutes east 297.66 feet to a point and continuing with the same, north 51 degrees 27 minutes east 254.39 feet to a point, said point being the southwesterly corner of Tract 37B; thence south 44 degrees 37 minutes East 450.0 feet to a point and continuing south 86 degrees 22 minutes East 185.00 feet to the point of beginning.

LESS AND EXCEPT any part of such property taken or conveyed for rights-of-way for public streets or roads.

This property is further described according to a survey made by R. Scot Cherry, R.L.S. No. 1512; of Cherry Land Surveying, Inc., 622 West Iris Drive, Nashville, Tennessee 37204, dated August 27, 2008 , as revised, Transaction # 08-01-011, as follows:

Being a tract of land lying in Nashville, Davidson County, Tennessee, also being Lot 37D in the Section 12, Metrocenter, Tract 37D, as of record in Plat Book 5210, Page 339, at the Register's Office for Davidson County, Tennessee, and being more particularly described as of follows;

Beginning at an existing iron rod, in the westerly right-of-way line of Mainstream Drive, 60 feet in width, at a corner common with Lot 37B of the Resubdivision of Tracts 37B and 37C of Section 7 and Section 9, Metrocenter, as of record in Instrument Number: 20020930-0118547, at the Register's Office for Davidson County, Tennessee, said iron rod being located at Northing: 679,206.13; Easting: 1,727,162.33; on the State Plane Coordinate System NAD-83;

Thence with the westerly right-of-way line of Mainstream Drive, with a curve to the left, along an arc length of 206.17 feet, the central angle of which is 18 degrees 45 minutes 01 seconds, the radius of which is 630.00 feet, the chord of which is South 05 degrees 49 minutes 38 seconds East, 205.25 feet to an iron rod set;

Thence with a curve to the right, along an arc length of 216.77 feet, the central angle of which is 20 degrees 42 minutes 01 seconds, the radius of which is 600.00 feet, the chord of which is South 04 degrees 49 minutes 05 seconds East, 215.60 feet to an existing iron rod;

Thence with a curve to the left, along an arc length of 13.10 feet, the central angle of which is 01 degrees 00 minutes 03 seconds, the radius of which is 750.00 feet, the chord of which is South 03 degrees 34 minutes 28 seconds West, 13.10 feet to an existing iron rod;

Thence with a curve to the right, along an arc length of 73.53 feet, the central angle of which is 84 degrees 15 minutes 39 seconds, the radius of which is 50.00 feet, the chord of which is South 45 degrees 12 minutes 16 seconds West, 67.08 feet to an iron rod set, at the intersection with the northerly right-of-way line of Freeland's Station Road, 60 feet in width;

Thence leaving the westerly right-of-way line of Mainstream Drive, with the northerly right-of-way line of Freeland's Station Road, South 87 degrees 20 minutes 05 seconds West, 30.35 feet to an iron rod set;

Thence with a curve to the left, along an arc length of 125.31 feet, the central angle of which is 25 degrees 38 minutes 28 seconds, the radius of which is 280.00 feet, the chord of which is South 77 degrees 09 minutes 17 seconds West, 124.26 feet to an existing iron rod;

Thence with a curve to the left, along an arc length of 204.77 feet, the central angle of which is 18 degrees 37 minutes 21 seconds, the radius of which is 630.00 feet, the chord of which is South 54 degrees 13 minutes 20 seconds West, 203.87 feet to an existing iron rod, at a corner common with Lot 37A of Section 5, Metrocenter, Tract 37A, as of record in Plat Book 5050, Page 46, at the Register's Office for Davidson County, Tennessee;

Thence leaving the northerly right-of-way line of Freeland's Station Road, with the northerly property line of Lot 37A, North 44 degrees 39 minutes 12 seconds West, 842.16 feet to an iron rod set, at a corner common with the property of Metro Government Rhodes Municipal, as of record in Deed Book 4793, Page 558, at the Register's Office for Davidson County, Tennessee;

Thence with the westerly property line of Metro Government Rhodes Municipal, North 47 degrees 13 minutes 47 seconds East, 297.66 feet to a pk nail set;

Thence North 51 degrees 28 minutes 47 seconds East, 254.39 feet to a pk nail set, at a corner common with said Lot 37B;

Thence with the southerly property line of said Lot 37B, South 44 degrees 36 minutes 54 seconds East, 450.00 feet to a pk nail set;

Thence South 86 degrees 21 minutes 54 seconds East, 185.00 feet to the POINT OF BEGINNING. Containing 497,582 square feet or 11.423 acres.

This property is subject to the following as of record in Plat Book 5210, Page 339, at the Register's Office for Davidson County, Tennessee:

A Public Utility Easement along Freeland's Station Road; 40' Minimum Building Setback Line along Freeland's Station Road; 40' Minimum Building

Setback Line along Mainstream Drive; 20' Public Utility and Drainage Easement along southerly property line; 10' Viacom Cable & Nashville Gas Easement along northerly property line; 25' Private Easement for Railroad Lead Tract along westerly property line; 25' Easement for City Maintenance of Levee and Riverfront along westerly property line; 10' Viacom Cable & Nashville Gas Easement along the westerly property line; 15' Colonial Pipeline Easement along the westerly property line.

This property also is subject to the Restrictive Covenants as of record in Book 4784, Page 659, at the Register's Office for Davidson County, Tennessee.

This being the same property conveyed to GRANTOR (being the same as Piedmont Natural Gas Co., Inc.),as recorded in Book 7352, Page 838 in the Register's Office of Davidson County, Tennessee.

To have and to hold the Premises, with the appurtenances, estate, title and interest thereto belonging, to the said GRANTEE, its successors and assigns, forever. This conveyance is subject, however, to any state of facts that would be disclosed by an accurate survey or independent inspection of the property conveyed hereby; any and all leases, easements, rights-of-way, encumbrances, conditions, covenants, restrictions, reservations and exceptions of record in Davidson County, Tennessee; and all applicable building and zoning ordinances, laws, regulations and restrictions by municipal or other governmental authority. Notwithstanding any reference to acreage or square footage contained in the description of the property conveyed hereby, Grantor expressly disclaims any representation or warranty, express or implied, as to the exact amount of acreage or square footage in the property conveyed hereby. Grantor further expressly disclaims any representation or warranty, express or implied, with respect to the ownership of the minerals located on, under or within the property conveyed hereby.

GRANTOR does hereby covenant with the said GRANTEE that it is lawfully seized and possessed of the Premises in fee simple, has a good right to convey it, and the same is unencumbered except for those matters to which this conveyance is made subject, and warrants the title to the Premises against lawful claims of all persons claiming by, through or under the GRANTOR, but no further or otherwise, and except as to those matters to which this conveyance is expressly made subject. EXCEPT FOR THE SPECIAL WARRANTY OF TITLE CONTAINED HEREIN, GRANTOR MAKES NO REPRESENTATIONS OR WARRANTIES , EXPRESS OR IMPLIED, WITH RESPECT TO THE CONDITION OF THE PROPERTY CONVEYED HEREBY, INCLUDING, WITHOUT LIMITATION, THE HABITABILITY, CONDITION OR FITNESS THEREOF FOR ANY PARTICULAR USE OR PURPOSE. GRANTEE AGREES THAT THE PROPERTY CONVEYED HEREBY IS CONVEYED BY GRANTOR AND ACCEPTED BY GRANTEE IN AN "AS-IS WHERE-IS" CONDITION.

Wherever used herein, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

WITNESS Our Hands this 10th day of September, 2008.

PIEDMONT NATURAL GAS COMPANY, INC.

BY: _____

ITS: Sr Vice President

STATE OF NORTH CAROLINA

COUNTY OF MECKLENBURG

Before me, the undersigned, a Notary Public of the state and county mentioned, personally appeared Kevin M. O'Hara, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be Sr. VP of Piedmont Natural Gas Company, Inc., the within named bargainor, a North Carolina corporation, and that he as such Sr. Vice President, being authorized to do so, executed the foregoing instrument for the purpose therein contained, by personally signing the name of the corporation as *Piedmont Natural Gas Company, Inc.

*Sr. Vice President of

Witness my hand and seal, at office in Charlotte,
North Carolina, this 10th day of September, 2008,

Name: Dennis L. Johnson, Jr.
Notary Public

DENNIS L JOHNSON, JR. NOTARY PUBLIC MECKLENBURG COUNTY, NC

[SEAL]

My Commission Expires: December 6, 2010