Davidson County DEEDWARR
Recvd: 09/22/08 09:31 4 pgs
Fees:23.00 Taxes:3078.40
20080922-0096125

SPECIAL WARRANTY DEED

This instrument was prepared by Perrone & Young, 109 Westpark Dr., Ste. 330, Brentwood, TN 37027 (PRY)

Address New Owner	Send Tax Bills To:	Map/Parcel
Elysian Fields Shops II, LLC 3200 West End Avenue, Suite 401 Nashville, TN 37203	Same	Map 133-15 Parcel 143

State of Tennessee)
County of Williamson)

The actual consideration or value for this transfer, whichever is greater, is $832,000.00.

Affiant

Sworn to and subscribed before me this 17th day of September 2008.

Notary Public

My commission expires: 11-7-2011

EMILY H. PROPHET
STATE OF TENNESSEE
NOTARY PUBLIC
DAVIDSON COUNTY

For and in consideration the sum of Ten Dollars ($10) cash in hand paid by the grantee, hereinafter named, and other good and valuable consideration, the receipt and sufficiency of which is mutually acknowledged, **Teck Investment Partnership** (the "Grantor"), a Tennessee general partnership, has this day bargained and sold and does hereby transfer and convey unto the said **Elysian Fields Shops II, LLC** (the "Grantee"), a Tennessee limited liability company, its successors and assigns, certain real estate in Davidson County, Tennessee, as described on **Exhibit A** hereto which is incorporated herein.

THIS IS IMPROVED PROPERTY KNOWN AS: 3989 Nolensville, Pike, Nashville, Davidson County, Tennessee.

To have and to hold said real estate, with the appurtenances, estate, title, and interest belonging to the said Grantee, its successors and assigns forever. Grantor covenants that it is lawfully seized and possessed of the said real estate in fee simple, has a good right to convey it, and that the same is unencumbered, except as shown on **Exhibit B**.

Grantor further covenants and binds itself, its successors, assigns, and representatives to warrant and forever defend the title to said real estate to said Grantee, its successors and assigns, against the lawful claims of all persons claiming by, through, or under Grantor, but not otherwise.

Witness its hand this 17th day of September 2008.

GRANTOR: **Teck Investment Partnership**, a Tennessee general partnership

By: _____
Patricia R. Young, Its Authorized Agent

STATE OF TENNESSEE)
COUNTY OF WILLIAMSON)

Before me, Notary Public, of the State and County mentioned, personally appeared Patricia R. Young, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged herself to be the authorized agent of Teck Investment Partnership, a Tennessee general partnership, the within-named bargainor, and that she, as such authorized agent, executed the foregoing instrument for the purpose therein contained, by signing her name as authorized agent on behalf of herself and the partnership, and that she is authorized to execute the foregoing instrument on behalf of the partnership.

Witness my hand and seal, at office in Brentwood, Tennessee, this 17th day of September 2008.

_____
Notary Public

My Commission Expires:
11-7-2011

EMILY H. PROPHET
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY

EXHIBIT A

[Legal Description]

LAND DESCRIPTION

LAND SITUATED IN THE 25TH COUNCILMANIC DISTRICT OF NASHVILLE, DAVIDSON COUNTY TENNESSEE AND BEING TRACT 1 AS SHOWN ON THE REVISED PLAT OF ELYSIAN PLAZA, OF RECORD IN PLAT BOOK 6900, PAGE 370, R.O.D.C., AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT AN IRON PIN (SET) IN THE WESTERLY RIGHT-OF-WAY OF NOLENSVILLE PIKE AND IN THE LINE COMMON TO WELSHWOOD PARK SUBDIVISION, SECTION II OF RECORD IN PLAT BOOK 4715, PAGE 55, R.O.D.C. (88' R.O.W.) ALSO BEING THE SOUTHEASTERLY CORNER OF THE HEREIN DESCRIBED TRACT;
THENCE, ALONG OR NEAR THE NORTHERLY LINE OF LOT 11 OF WELSHWOOD PARK SUBDIVISION, SECTION II SOUTH 76°18'04" WEST, A DISTANCE OF 150.00 FEET TO AN IRON PIN (SET);
THENCE, ALONG OR NEAR THE NORTHERLY LINE OF PS TENNESSEE, L.P. OF RECORD IN INSTRUMENT NUMBER 20010525005J640, R.O.D.C. SOUTH 71°38'34" WEST, A DISTANCE OF 68.00 FEET TO AN IRON PIN (SET);
THENCE, WITH A JOINT PRIVATE ACCESS EASEMENT OF RECORD IN PLAT BOOK 6900, PAGE 370, R.O.D.C. AND DEED BOOK 5129, PAGE 163, R.O.D.C. FOR THE NEXT THREE (3) COURSES AND DISTANCES;
THENCE, NORTH 20°52'49" WEST, A DISTANCE OF 168.00 FEET TO AN EXISTING IRON PIN;
THENCE, NORTH 49°58'13" EAST, A DISTANCE OF 19.05 FEET TO AN EXISTING IRON PIN;
THENCE, NORTH 68°19'27" EAST, A DISTANCE OF 185.16 FEET TO AN IRON PIN (SET) IN THE WESTERLY MARGIN OF NOLENSVILLE PIKE (88' R.O.W.);
THENCE, WITH SIAD MARGIN AND ALONG A CURVE TO THE RIGHT HAVING A RADIUS OF 1977.14 FEET, A CENTRAL ANGLE OF 4°18'57", AN ARC LENGTH OF 148.93 FEET AND BEING SUBTENDED BY A CHORD WHICH BEARS SOUTH 25°54'14" EAST 148.90 FEET TO AN IRON PIN (SET);
THENCE, ALONG A CURVE TO THE RIGHT HAVING A RADIUS OF 3255.80 FEET, A CENTRAL ANGLE OF 0°53'04", AN ARC LENGTH OF 50.26 FEET AND BEING SUBTENDED BY A CHORD WHICH BEARS SOUTH 20°24'23" EAST 50.25 FEET TO THE POINT OF BEGINNING.

CONTAINING 39,175 SQUARE FEET OR 0.90 ACRES, MORE OR LESS.

Being the same property conveyed to Teck Investment Limited Partnership, a Tennessee limited partnership by Warranty Deed dated May 26, 1989 from Blockbuster of Tennessee, Ltd., a Tennessee limited partnership, whose general partner is Southern Stores Video, Inc., a Tennessee Corporation, of record in Book 7852, Page 27, Register's Office for Davidson County, Tennessee. The said Teck Investment Limited Partnership, a Tennessee limited partnership filed a Certificate of Cancellation of Limited Partnership and converted the name to Teck Investment Partnership, a Tennessee general partnership, as evidenced by Certificate of Cancellation of Limited Partnership filed with the Tennessee Secretary of State in Book 3962, Page 1073.

EXHIBIT B

[Permitted Exceptions]

1. Taxes for the year 2008, a lien, not yet due and payable. Payment thereof expressly assumed by the Grantee.

2. All matters shown on the Plan of the Revised Plat of Elysian Plaza of record in Book 6900, page 370, Register's Office for Davidson County, Tennessee.

3. Deed of conveyance of record in Book 7295, page 982, Register's Office for Davidson County, Tennessee.

4. Easement granted to Southern Bell Telephone & Telegraph Company by grants from A.P. Mays and wife, of record in Book 1298, page 488, Register's Office for Davidson County, Tennessee.

5. Declaration of Reciprocal Easements and Restrictions of record in Book 6129, page 163, Register's Office for Davidson County, Tennessee.

6. Unrecorded Overhead Line Easement Agreement dated November 14, 1985, granting The Metropolitan Government of Nashville and Davidson County, acting by and through the Electric Power Board, use for electrical power transmission lines.

7. Agreement to execute a reciprocal easement agreement as set forth in deed from F. Compton Wallace, et al., to Michael H. Clark, of record in Book 6128, page 961, Register's Office for Davidson County, Tennessee.

8. Restrictive Covenants contained in deed of record in book 7727, page 942, said Register's Office.

9. Subject to the terms and conditions of an unrecorded lease agreement by and between Teck Investments Partnership, a Tennessee general partnership, the successor-in-interest to Teck Investments Limited Partnership, a Tennessee limited partnership, as Landlord, and Blockbuster of Tennessee, Ltd., a Tennessee limited liability partnership, as Tenant, dated May 30, 1989, modified by Modification of Lease Agreement dated September 8, 1989, and First Amendment to Lease Agreement dated September 14, 1998, and Second Amendment to Lease dated June ___, 2008.

10. Subject to the terms and conditions of an unrecorded Sublease Agreement dated October 18, 1999 in favor of Payless Shoe Source, Inc., a Missouri corporation, as Tenant.

    NOTE: Said Sublease Agreement is subject to amendment to extend the term thereof to a date co-terminus with the Blockbuster Lease.