1st

Address New Owner:	Map-Parcel Numbers:	Send Tax Bills To:
TRP Willow Trace, LLC c/o Joel L. Teglia 772 Burr Oak Drive Westmont, Illinois 60559	Map/Par No. 94-14/23	Same
This instrument prepared by: Boult, Cummings, Conners & Berry, PLC 1600 Division Street, Suite 700, Nashville, TN 37203		

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of TEN and NO/100 DOLLARS ($10.00) cash in hand paid, and other good and valuable consideration, the receipt and sufficiency of all of which are hereby acknowledged, **WILLOW TRACE II ASSOCIATES, L.P.**, an Indiana limited partnership (the "Grantor"), has bargained and sold, and by these presents does transfer and convey to **TRP WILLOW TRACE, LLC,** a Delaware limited liability company (the "Grantee") Grantee's successors and assigns, certain land in Davidson County, State of Tennessee, being more particularly described on Exhibit A attached hereto and incorporated herein by reference (the "Property"):

This conveyance of the Property, and all covenants and warranties contained herein, are made expressly subject to the following:

1. Real estate taxes for 2008 which have been prorated between the parties and will be paid by Grantee prior to delinquency.

2. All matters shown on the Plan of record in Book 6900, page 678, Register's Office for Davidson County, Tennessee.

Davidson County DEEDWARR
Recvd: 11/14/08 15:45 5 pgs
Fees:28.00 Taxes:11403.22
20081114-0112831

STATE OF ILLINOIS
COUNTY OF DUPAGE

The actual consideration or value, whichever is greater, for this transfer is $3,081,952.50.

Affiant

Subscribed and sworn to before me this 12th day of November, 2008.

OFFICIAL SEAL
ROBERT G. HIGGINS
Notary Public - State of Illinois
My Commission Expires Feb 14, 2011

Notary Public

My Commission Expires: 2/14/2011

1995254 v1
043560-093 11/11/08

3. 30' Sanitary Sewer Easement of record in Book 5765, page 785, Register's Office For Davidson County, Tennessee.

4. Reciprocal Access and Cross Parking Easement of record in Book 7575, page 377, Register's Office for Davidson County, Tennessee.

5. Declaration of Protective Covenants and Owners Association for Fesslers Lane Business Park of record in Book 6834, page 921, Register's Office for Davidson County, Tennessee.

6. Matters shown on that certain survey of the Property by Theodore Joseph Stevenson, II, Ragan-Smith-Associates, Inc., dated 7/28/2008, Survey Number 87-U58 (the "Survey").

7. Grantor makes no warranty as to the acreage or square footage contained in the Property.

This is improved property located at 820 Fesslers Parkway, Nashville, Tennessee 37210.

TO HAVE AND TO HOLD the Property with all appurtenances, hereditaments, estate, title, and interest thereto belonging to the Grantee, Grantee's successors and assigns, forever.

Grantor covenants with the Grantee that Grantor is lawfully seized in fee of the Property, that Grantor has a good right to sell and convey the same and that the Property is free from all encumbrances made or suffered by Grantor, except to the extent otherwise set forth herein.

Grantor further covenants and binds itself, its successors and assigns to warrant and forever defend the title and quiet possession to the Property to the said Grantee, Grantee's successors and assigns, against the lawful claims of all persons whomsoever claiming by, through or under Grantor.

[SIGNATURE ON FOLLOWING PAGE]

IN WITNESS WHEREOF, the Grantor has executed this Deed as of the 14th day of November, 2008.

WILLOW TRACE II ASSOCIATES, L.P.
an Indiana limited partnership

By: Holladay Partners – Midwest, Inc.,
an Indiana corporation, its General Partner

By: _____
John T. Phair, President

STATE OF INDIANA)
)
COUNTY OF ST. JOSEPH)

Personally appeared before me, a notary public of the state and county aforementioned, John T. Phair, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that such person executed the within instrument for the purpose therein contained, and who further acknowledged that such person is the President of Holladay Partners – Midwest, Inc., an Indiana corporation, being the General Partner of Willow Trace II Associates, L.P., an Indiana ~~a Tennessee~~ limited partnership, the maker or constituent of the maker, and is authorized by the maker or by its constituent, the constituent being authorized by the maker, to execute this instrument on behalf of the maker.

Witness my hand, at office, this 11th day of November 2008.

Carol L Benscoter
NOTARY PUBLIC
Printed Name: Carol L. Benscoter

A Resident of Elkhart County

[SEAL]

My Commission Expires: 11-14-2012

CAROL L. BENSCOTER, Notary Public
A Resident of Elkhart County, IN
My Commission Expires: 11-14-2012

EXHIBIT A

LAND IN DAVIDSON COUNTY, TENNESSEE, BEING LOT NO. 2 ON THE PLAN OF RESUBDIVISION OF LOTS 2 AND 3, FESSLERS LANE BUSINESS PARK, AS SHOWN ON THE PLAT OF RECORD IN PLAT BOOK 6900, PAGE 678, IN THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, TO WHICH PLAT REFERENCE IS HEREBY MADE FOR A MORE PARTICULAR DESCRIPTION.

Being the same property conveyed to Willow Trace II Associates, L.P. at Instrument No. 20051121-0140548, Register's Office for Davidson County, Tennessee.