File No. 21944-6
Box 14-A

THIS INSTRUMENT PREPARED BY AND WHEN RECORDED RETURN TO:	PROPERTY OWNER:	PROPERTY ADDRESS:	MAIL TAX BILLS TO:	TAX PARCEL NO:
Tim Peters, Esq. ProLogis 4545 Airport Way Denver, CO 80239	XTRA Lease LLC	1505 Corporate Pl. LaVergne, TN 37086	XTRA Lease LLC 1801 Park 270 Dr., Suite 1400 St. Louis, MO 63146 Attn: General Counsel	Map 175 P/ O Parcel 100

SPECIAL WARRANTY DEED

THIS INDENTURE, made and entered into as of the 15 day of October, 2009, by and between **PROLOGIS**, a Maryland real estate investment trust, whose address is 4545 Airport Way, Denver, Colorado 80239 ("**Grantor**"), and **XTRA LEASE LLC**, a Delaware limited liability company, whose current address is 1801 Park 270 Drive, Suite 1400, St. Louis, MO 63146, Attn: General Counsel ("**Grantee**");

WITNESSETH:

THAT for and in consideration of Ten Dollars ($10.00), cash in hand paid, and other good and valuable consideration, the receipt of all of which is hereby acknowledged, Grantor has bargained and sold and does hereby bargain, sell, convey, and confirm unto Grantee the following described real estate, situated and being in City of Lavergne, Second Civil District of Davidson County, State of Tennessee, to-wit:

All of that certain real estate described in **Exhibit A** attached hereto (the "**Property**")

TO HAVE AND TO HOLD the Property, together with all improvements thereon and all appurtenances and hereditaments thereunto belonging or in anywise appertaining unto Grantee, its successors, and assigns in fee simple forever.

AND, subject always to (i) any and all provisions of any ordinance, municipal regulation, or public law; (ii) all matters of record; (iii) installments of real estate taxes a lien upon the Property but not yet due and payable; and (iv) any matter that would be shown by an accurate survey of the Property performed as of the date hereof. Grantor does hereby covenant with Grantee that title to the aforesaid real estate Grantor will warrant and forever defend against the lawful claims of all persons claiming by, through or under Grantor, but not further or otherwise.

As used herein, pronouns shall be construed according to their gender and number according to the context thereof.

BILL GARRETT, Davidson County
Trans:T20090070344 DEEDWARR
Recvd: 10/15/09 14:59 4 pgs
Fees:23.00 Taxes:11441.73
20091015-0095685

IN WITNESS WHEREOF, Grantor has caused this instrument to be executed by and through its duly authorized officer as of the day and year first above written.

PROLOGIS,
a Maryland real estate investment trust

By: David W. Grawemeyer
Name: David W. Grawemeyer
Title: Managing Director and Assistant Secretary

ACKNOWLEDGMENT

STATE OF COLORADO
COUNTY OF DENVER

The foregoing instrument was acknowledged before me this 13 day of October, 2009 by David W. Grawemeyer, as Managing Director and Assistant Secretary of ProLogis, a Maryland real estate investment trust, on behalf of said real estate investment trust.

Notary Public

My Commission Expires:
8-19-2013

KARA DIZMANG NOTARY PUBLIC STATE OF COLORADO My Commission Expires 08/19/2013

AFFIDAVIT OF VALUE

I, or we, hereby swear or affirm that to the best of affiant's knowledge, information and belief, the actual consideration for this transfer or value of the property transferred, whichever is greater, is $3,092,360.00, which amount is equal to or greater than the amount which the property transferred would command at a fair voluntary sale.

PROLOGIS,
a Maryland real estate investment trust

By: David W. Grawemeyer
Name: David W. Grawemeyer
Its: Managing Director and
Assistant Secretary

AFFIANT

SUBSCRIBED AND SWORN TO BEFORE ME this 13 day of October, 2009.

Notary Public

My Commission Expires: 8-19-2013

KARA DIZMANG NOTARY PUBLIC STATE OF COLORADO My Commission Expires 08/19/2013

EXHIBIT A

TO

SPECIAL WARRANTY DEED

Being land in the Second Civil District of Davidson County, Lavergne, Tennessee, located generally on the west side of Heil Quaker Boulevard, between Corporate Place and Teledyne Place and being more particularly described as follows:

Beginning at a 1" rebar found in the westerly right-of-way line of Heil Quaker Boulevard at the northeast corner of H.Q. Lemont, LLC, as of record in Instrument #20090605-0052253, R.O.D.C. (Interchange City Industrial Park, Section XVI as of record in Plat Book 4860, Page 106, R.O.D.C.) said point being located 1000 feet more or less, north of the centerline of Corporate Place as measured along said westerly right-of-way line of Heil Quaker Boulevard;

Thence, with the northerly line of said H.Q. Lemont, LLC, N81° 01'34"W, 506.25 feet to a 5/8" rebar set with cap MES 1649 (to which all further reference to iron pin set shall refer) at the northwest corner of H.Q. Lemont, LLC;

Thence, with the westerly line of H.Q. Lemont, LLC, S08°56'44"W, 36.63 feet to an iron pin set;

Thence, with the northerly line of Prologis N81°58'48"W, 1425.72 feet to an iron pin set in the easterly line of John H. Moore, as of record in Deed Book 542, Page 291, R.O.D.C.;

Thence, with said easterly line of Moore, N07°34'57"E, 608.82 feet to a capped rebar found "Ragan-Smith" at the southwest corner of Teledyne Place, LLC, as of record in Instrument #20030916-0136167, R.O.D.C.;

Thence, with the southerly line of said Teledyne Place, LLC, S81°00'01"E, 706.44 feet to a capped rebar found "Ragan-Smith" at the southeast corner of Teledyne Place, LLC;

Thence, with the easterly line of Teledyne Place, LLC, N08°49'38"E, 129.97 feet to a capped rebar found "Ragan-Smith" at the southwest corner of AAA Cooper Transportation, as of record in Deed Book 10932, Page 652, R.O.D.C.;

Thence, with the southerly line of AAA Cooper Transportation, S81°00'45"E, 514.56 feet to the common corner of AAA Cooper Transportation, as of record in Deed Book 10932, Page 652, R.O.D.C., AAA Cooper Transportation as of record in Deed Book 10401, Page 92, R.O.D.C. and
Protech Investors, L.L.C., as of record in Deed Book 11606, Page 420, R.O.D.C. (Section XXIII, Interchange City Industrial Park, Plat Book 5210, Page 137, R.O.D.C.);

Thence, with the westerly line of Protech Investors, L.L.C., S08°58'04"W, passing a witness pin found with cap "Ragan-Smith" at 19.92 feet, in all 617.78 feet to an iron pin set;

Thence, with the southerly line of Protech Investors, L.L.C., S81°02'21"E, 700.74 feet to a 1" rebar found;

Thence, along a non-tangent curve to the left, 39.18 feet to a 1" rebar found in the westerly right-of-way line of Heil Quaker Boulevard, said curve having a central angle of 89°47'12", a radius of 25.00 feet, a tangent of 24.91 feet and a chord of N54°11'51"E, 35.29 feet;

Thence, with the westerly right-of-way line of Heil Quaker Boulevard, S08°57'09"W, 85.04 feet to the point of beginning.

Containing 845,116 square feet or 19.40 acres, according to an ALTA/ACSM Land Title survey prepared by Sawyer Land Surveying, LLC, file 09-039, Mark E. Sawyer, RLS, Tennessee License 1649.

BEING the same property conveyed to PLDSPE, LLC, a Delaware limited liability company, from ProLogis, a Maryland real estate investment trust, by Quitclaim Deed of record in Instrument Number 20090805-0073402, said Register's Office and further conveyed to ProLogis, a Maryland real estate investment trust, from PLDSPE, LLC, a Delaware limited liability company, by Quitclaim Deed of record in Instrument Number 20091015-0095683, said Register's Office.