BILL GARRETT, Davidson County
Trans:T20100074875 DEEDWARRSP
Recvd: 11/29/10 10:29 10 pgs
Fees:53.00 Taxes:38540.21
20101129-0094639

THIS INSTRUMENT PREPARED BY:	PROPERTY OWNER:	PROPERTY ADDRESS:	MAIL TAX BILLS TO:	TAX PARCEL NO.:
Simpson Thacher & Bartlett LLP 425 Lexington Avenue New York, New York 10017 Attention: David Gross **WHEN RECORDED RETURN TO:** Simpson Thacher & Bartlett LLP 425 Lexington Avenue New York, New York 10017 Attention: David Gross	BRE/TN Industrial Properties L.L.C., a Delaware limited liability company	1501 Corporate Place, LaVergne, TN 37086	Thomson Reuters PTS 229 Peachtree St NE Ste 1900 Atlanta, GA 30303	Map 175 Parcel 218

SPECIAL WARRANTY DEED

THIS INDENTURE, made and entered into as of the 18th day of November, 2010, by and between **PLDSPE LLC,** a Delaware limited liability company, whose address is 4545 Airport Way, Denver, Colorado 80239 ("**Grantor**"), and **BRE/TN Industrial Properties L.L.C.**, a Delaware limited liability company, whose current address is c/o The Blackstone Group, 345 Park Avenue, New York, NY 10154 ("**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, Rutherford 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) all zoning and building laws, ordinances, maps, resolutions, and regulations of all governmental authorities having jurisdiction which affect the Property and the use and improvement thereof; (ii) tenant leases; (iii) Permitted Exceptions as set forth on **Exhibit B**, attached hereto; (iv) any state of facts which an accurate survey made of the Property as of the date hereof would show; and (v) any state of facts which a personal inspection of the Property made as of the date hereof would show. 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.

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.

PLDSPE LLC,
A Delaware limited liability company

By: _____

Christianne C. Chen
Senior Vice President

Name: _____

Title: _____

County of New York, State of New York:

Multi-State Acknowledgment:

On 11/ 18 /10, before me, the undersigned officer, personally appeared Christianne C. Chen, who acknowledged himself / herself to me (or proved to me on the basis of satisfactory evidence) to be the Senior Vice President of the foregoing entity (hereinafter, the "Entity"); and that as such officer, being duly authorized to do so pursuant to its bylaws or operating agreement, executed, subscribed and acknowledged the foregoing instrument for the purposes therein contained, by signing the name of the Entity by himself / herself in his / her authorized capacity as such officer as his / her free and voluntary act and deed and the free and voluntary act and deed of said Entity. Witness my hand and official seal.

Uniform Acknowledgment which is supplemental to the foregoing acknowledgment:

On 11/ 18 /10, before me, the undersigned, a Notary Public in and for said State, personally appeared Christianne C. Chen, personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s) is (are) subscribed to the within instrument and acknowledged to me that he / she / they executed the same in his / her / their authorized capacity(ies), and that by his / her / their signature(s) on the instrument, the individual(s), or the person upon behalf of which the individual(s) acted, executed the instrument. Witness my hand and official seal.

Notary Public

AIMEE SORBO
NOTARY PUBLIC, State of New York
No 01SO6155956
Qualified in New York County
Certificate Filed in New York County
Commission Expires November 20, 2010



EXHIBIT A
TO
SPECIAL WARRANTY DEED

BEING the same property conveyed to PLDSPE LLC, from ProLogis by Quitclaim Deed of record in Instrument Number 20090805-0073402, Register's Office of Davidson County, TN, and as corrected by Corrective Quitclaim Deed of record in Instrument No. 20091015-0095679 in said Register's Office.

1501 Corporate Place
LaVergne, TN

LEGAL DESCRIPTION

Parcel 1:

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 1/2" rebar found in the northerly right-or-way line of Corporate Place at the southwest 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.);

Thence, with said northerly right-of-way line, N87°17'35"W, 0.42 feet a 1" rebar found;

Thence, continuing with said line along a curve return to the right 37.22 feet to a 5/8" rebar set with cap MES 1649 (to which all further reference to iron pin set shall refer), said curve having a central angle of 71°05'16", a radius of 30.00 feet, a tangent of 21.43 feet and a chord of N45°35'47"W, 34.88 feet;

Thence, along a curve to the left, 167.56 feet to an iron pin set in the westerly right-or-way line of Corporate Place, said curve having a central angle of 160°00'26", a radius of 60.00 feet, a tangent of 340.40 feet and a chord of S88°48'05"W, 118.18 feet;

Thence, leaving said line with the northerly line of PMK Holdings V, LLC, as of record in Instrument #20071206-0141490, R.O.D.C., N80°52'12"W, 293.03 feet to a 5/8" rebar found at the northwest corner of PMK Holdings V, LLC in the westerly line of J.H. Moore, as of record in Deed Book 967, Page 141, R.O.D.C.;

Thence, with the easterly line of Moore, N05°34'31"E, 392.15 feet to an iron pin set at the northeast corner of Moore;

Thence, with the northerly line of Moore, N81°58'48"W, 951.68 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 the easterly line of Moore, N07°34'57"E, 535.96 feet to an iron pin set;

Thence, leaving said line with a severance line of Prologis, S81°58'48"E, 1425.72 feet to an iron pin set in the westerly line of the above mentioned H. Q. Lemont, LLC;

Thence, with said westerly line, S08°56'44"W, 935.25 to the point of beginning.

Containing 932,948 square feet or 21.42 acres, according to a survey by Sawyer Land Surveying, LLC, file 09-039, Mark E. Sawyer, RLS, Tennessee License 1649.

Being a portion of the Prologis Property as of record in Instrument #20090727-0070286, R.O.D.C.

Being the same property conveyed to PLDSPE LLC, a Delaware limited liability company by Quit Claim Deed of record as Instrument No. 20090727-0070288, Registers Office for Davidson County, Tennessee and corrected by Corrective Quit-Claim Deed of record in Instrument No. 20091015-0095679, Register's Office for Davidson County, Tennessee.

Parcel 2:

Together with the benefits and subject to the terms, conditions provisions and limitations of the following:
Appurtenant easement rights for the installation, maintenance, repair and replacement of utility lines and related facilities being more particularly described in Utility Easement and Maintenance Agreement of record in Instrument Number 20091015-0095689, in the Register's Office for Davidson County, Tennessee.

Tax ID No. 17500021800

EXHIBIT B

PERMITTED EXCEPTIONS

Those exceptions appearing in the coinsured Owner's Policy covering the premises conveyed herein issued as of the date hereof by Chicago Title Insurance Company.

TN AFFIDAVIT OF CONSIDERATION OR VALUE
Addendum to Deed to BRE/TN Industrial Properties L.L.C.

Interchange City Dist Ctr #21, nas00223, 1501 Corporate Place, LaVergne (Rutherford), TN

County of New York, State of New York:

I hereby swear or affirm that the actual consideration for this transfer or the value of the property transferred, whichever is greater, is $10,416,272.00"
§67-4-409(a)(6)(A), TCA

Christianne C. Chen
Senior Vice President
Name: _____

As the _____ of PLDSPE LLC

Sworn to before me on 11/18/10

Notary Public

AIMEE SORBO
NOTARY PUBLIC, State of New York
No 01SO6155956
Qualified in New York County
Certificate Filed in New York County
Commission Expires November 20, 2010

AIMEE SORBO NOTARY PUBLIC

REAL ESTATE TAX BILLS HEREAFTER TO:

Thomson Reuters
Attn: Chris Boyer
229 Peachtree Street NE, Suite 1900
Atlanta, GA 30303

RECORD & RETURN TO:

Simpson Thacher & Bartlett LLP
Attn: David Gross, Esq.
425 Lexington Avenue
New York, NY 10017
(212) 455-2000