BILL GARRETT, Davidson County
Trans:T20100079628 DEEDWARRSP
Recvd: 12/17/10 15:17 5 pgs
Fees:28.00 Taxes:9305.13
20101217-0100656

THIS INSTRUMENT PREPARED BY:
BASS, BERRY & SIMS PLC (JST)
150 Third Avenue South, Suite 2800
Nashville, Tennessee 37238

SPECIAL WARRANTY DEED

Address New Owner(s):	Send Tax Bills To:	Map/Parcel Number(s):
BSM Belle Forest, LLC c/o Baker Storey McDonald Properties, Inc. 3001 Armory Drive, Suite 250 Nashville, TN 37204	NEW OWNER	142-00-0-159.00

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 which are hereby acknowledged, BELLE FOREST PROPERTIES, a general partnership (one and the same entity as BELLE FORREST PROPERTIES, a general partnership) (the "Grantor"), has bargained and sold, and hereby transfers and conveys, to BSM BELLE FOREST, LLC, a Tennessee limited liability company, and its successors and assigns (the "Grantee"), certain real property in Davidson County, Tennessee, more particularly described as follows:

A certain tract of land in Davidson County, Tennessee, being Lot 2 on the plan of Belle Forrest Shopping Center, as of record in Book 4175, page 124, Register's Office for Davidson County, Tennessee, and more particularly described as follows:

BEGINNING at a point in the northerly right-of-way of U.S. 70-S, said point being 264.64 feet east of the centerline of Old Hickory Boulevard; thence North 25° 13' West 135.00 feet; thence North 89° 41' West 159.19 feet to a point in the existing easterly right-of-way margin of Old Hickory Boulevard, said point being 30 feet from centerline of road; thence along the existing easterly right-of-way margin of Old Hickory Boulevard on a curve to the right, radius 1,402.63 feet, 314.14 feet to a point; thence leaving the right-of-way margin of Old Hickory Boulevard on a line North 64° 47' East 353.7 feet to an iron pin; thence South 25° 13' East 469.60 feet to an iron pin, said point being in the northerly right-of-way margin of U.S. 70-S; thence along the northerly margin of U.S. 70-S, South 64° 47' West 375.99 feet to the point of beginning, said tract containing an area of 4.571 acres.

LESS AND EXCEPT that portion of the above-described land conveyed to the State of Tennessee by instrument of record in Book 7951, Page 196, Register's Office for Davidson County, Tennessee.

TOGETHER WITH, all improvements situated or located thereon and all of the right, title and interest of Grantor, as lessor or landlord, in and to leases of space within such improvements to others, as lessees or tenants, all rights, easements and privileges appurtenant to said real property, and all of Grantor's interest, if any, in the land lying beneath the roads and rights-of-way adjoining the real property (the foregoing being collectively referred to as the "Property").

BEING THE SAME property conveyed to Belle Forrest Properties (being one and the same entity as Belle Forest Properties) by deed of record in Book 4929, page 325, Register's Office for Davidson County, Tennessee.

A new legal description was not prepared for this transaction. The legal description is the same as the previous instrument of record.

TO HAVE AND TO HOLD the Property, together with the appurtenances, hereditaments, estate, title and interest thereto belonging, to Grantee, forever.

This is improved property known as 7040 Highway 70S, Nashville, Tennessee 37221.

The Property is conveyed subject to the following matters (the "Permitted Encumbrances"), but only to the extent that such matters are valid, existing and actually affect the Property:

1. Real property taxes for the year 2011 and subsequent years, not yet due and payable.

2. Easement for drainage facility of record in Book 7951, page 196, Register's Office for Davidson County, Tennessee.

3. Easement for motor vehicle access of record in Book 4433, page 935, Register's Office for Davidson County, Tennessee

4. Matters shown on the plan of record in Book 4175, Page 124, Register's Office for Davidson County, Tennessee.

5. Rights of tenants, as tenants only, pursuant to unrecorded leases previously disclosed to Grantee.

Grantor covenants and binds itself and its successors to warrant specially and defend to Grantee forever the title to the Property against the lawful claims of all persons claiming through or under Grantor (excluding claims arising out of the Permitted Encumbrances), but no further or otherwise.

[Signature Pages Follow]

IN WITNESS WHEREOF, Grantor has caused this instrument to be executed on its behalf by its duly authorized partner, TLY Trust 22598, as of the _____ day of December, 2010.

BELLE FOREST PROPERTIES, a general partnership, (one and the same entity as BELLE FORREST PROPERTIES, a general partnership)

BY: Margaret Yount Reis
Margaret Yount Reis, as Co-Trustee
of the TLY Trust 22598

STATE OF TENNESSEE)

COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public having authority within the State and County aforesaid, Margaret Yount Reis, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that she executed the within instrument for the purposes therein contained, and who further acknowledged that she is a Co-Trustee of the TLY Trust 22598, and is authorized by the trust to execute this instrument in her capacity as such Co-Trustee.

WITNESS my hand, at office, this 10th day of December, 2010.

James S Tate
Notary Public

My Commission Expires:

11-7-2011

JAMES S. TATE, JR.
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY

IN WITNESS WHEREOF, Grantor has caused this instrument to be executed on its behalf by its duly authorized partner, TLY Trust 22598, as of the 17th day of December, 2010.

BELLE FOREST PROPERTIES, a general partnership (one and the same entity as BELLE FORREST PROPERTIES, a general partnership)

BY: Pamela Yount White
Pamela Yount White, as Co-Trustee
of the TLY Trust 22598

STATE OF TENNESSEE)

COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public having authority within the State and County aforesaid, Pamela Yount White, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that she executed the within instrument for the purposes therein contained, and who further acknowledged that she is a Co-Trustee of the TLY Trust 22598, and is authorized by the trust to execute this instrument in her capacity as such Co-Trustee.

WITNESS my hand, at office, this 10th day of December, 2010.

James S. Tate Jr.
Notary Public

My Commission Expires:

11-7-2011

JAMES S. TATE, JR.
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY

STATE OF TENNESSEE)

COUNTY OF DAVIDSON)

The actual consideration for this transfer or value of property transferred (whichever is greater) is $2,514,900.

Affiant

Sworn to and subscribed before me this 17th day of December, 2010.

Notary Public

BRANDY K. GOMAN
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY, TENN.
My Commission Expires NOV 4, 2013

My Commission Expires: