

THIS INSTRUMENT PREPARED BY Carla Johnson AND WHEN RECORDED RETURN TO: Lodie Biggs Baker, Donelson, Bearman Caldwell & Berkowitz 165 Madison Ave, Suite 2000 Memphis, Tennessee 38013	PROPERTY OWNER: _____	PROPERTY ADDRESS: 1178 Pope Street Memphis, TN 38108	MAIL TAX BILLS TO: _____ _____ _____ _____	TAX PARCEL NO: 043009 00133
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SPECIAL WARRANTY DEED

THIS INDENTURE, made and entered into this _____ day of June, 2010, by and between **Marianna Memphis, Inc.**, a Nebraska corporation whose address is 11222 I Street Omaha, NE 68137 (hereinafter "Grantor"), and _____, a _____ whose address is _____ (hereinafter "Grantee");

W I T N E S S E T H:

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 Memphis County of Shelby, State of Tennessee, to-wit:

All of that certain real estate described in Exhibit "A" attached hereto and incorporated herein by this reference.

This being the same real estate conveyed to Grantor by Quitclaim Deed of record under Instrument No. 06038225 in the Register's Office of Shelby County, Tennessee. Legal description from prior deed, no survey having been prepared.

TO HAVE AND TO HOLD the aforesaid real estate, together with all appurtenances and hereditaments thereunto belonging or in anywise appertaining unto Grantee, its, personal representatives, successors, and assigns in fee simple forever.

AND, subject always to those liens, easements, encumbrances and exceptions listed in Exhibit "B," attached hereto and incorporated herein by reference, Grantor does hereby covenant with Grantee that title to 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.

[Signature Page Follows]

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

MARIANNA MEMPHIS, INC.

By: _____
Title: _____

ACKNOWLEDGMENT(S)

STATE OF TENNESSEE
COUNTY OF SHELBY

Before me, _____, a Notary Public in and for the State and County aforesaid, personally appeared _____, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself (or herself) to be the _____ of Marianna Memphis, Inc., the within named bargainor, a corporation, and that _he as such _____, being duly authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by ___self as such _____.

WITNESS my hand and seal at office, on this the ____ day of June, 2010.

Notary Public

My Commission Expires:

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 \$_____, which amount is equal to or greater than the amount which the property transferred would command at a fair voluntary sale.

AFFIANT

SUBSCRIBED AND SWORN TO before me this ____ day of June, 2010.

Notary Public

My Commission Expires:

(For Recording Data Only)

EXHIBIT "A"
TO
WARRANTY DEED
FROM
Marianna Memphis, Inc.
TO

Description Of Real Estate

LOCATED IN SHELBY COUNTY, TENNESSEE:

A portion of the Schering-Plough Healthcare Products, Inc., as described in Instruments 4787-64 and 5281-134 in the Shelby County Register's Office and more particularly described by metes and bounds as follows:

Beginning at an iron rod (found) in the north line of Jackson Avenue (100-foot R/W), said point being 2,062.13 feet east of the tangent intersection with the east line of Warford Street (80-foot R/W), as measured along said north line; thence N36°53'45"W, and with the east line of the Marine Corps Reserve property, a distance of 260.14 feet to a point; thence N00°24'39"W a distance of 325.45 feet to an iron rod (found), the northeast corner of the Marine Corps Reserve property; thence S89°45'46"W a distance of 421.79 feet to a point; thence N00°06'50"W a distance of 81.28 feet to a point; thence N89°48'26"W a distance of 61.25 feet to a point; thence S89°46'42"W a distance of 119.39 feet to a point in the east line of Pope Street (R/W varies); thence N00°06'60"W, and with said east line, a distance of 39.11 feet to a point; thence N89°46'42"E a distance of 119.39 feet to a point; thence S89°48'26"E a distance of 61.25 feet to a point; thence N41°18'58"E a distance of 7.50 feet to a point; thence N00°00'57"W a distance of 174.33 feet to a point; thence N29°18'57"E a distance of 25.41 feet to a point; thence N57°20'25"E a distance of 172.79 feet to a point; thence N89°38'48"E a distance of 31.30 feet to a point; thence N39°17'50"E a distance of 33.05 feet to a point; thence N00°09'04"W a distance of 258.54 feet to a point; thence N89°47'06"E a distance of 280.01 feet to a point; thence S00°16'36"E a distance of 669.06 feet to a point; thence S00°24'39"E a distance of 300.29 feet to a point; thence S36°53'45"E a distance of 235.18 feet to a point in the north line of Jackson Avenue; thence along a non-tangent curve concave thru the north having a radius of 2,815.00 feet, and with said north line, an arc distance of 75.72 feet (chord = S53°06'15"W – 75.72 feet) to the POINT OF BEGINNING and containing 7.486 acres.

EXHIBIT "B"
TO
WARRANTY DEED
FROM
Marianna Memphis, Inc.
TO

Encumbrances

1. Easements of record at Instrument No. JD 8859 in Register's Office of Shelby County, Tennessee.
2. Easements of record at Instrument No. KL 5722 in Register's Office of Shelby County, Tennessee.
3. Easements of record at Instrument No. 03021184 in Register's Office of Shelby County, Tennessee.
4. Easements of record at Instrument No. 05025426 in Register's Office of Shelby County, Tennessee.
5. Easements of record at Instrument No. 5399-415 in Register's Office of Shelby County, Tennessee.
6. Easements of record at Instrument No. 5468-210 in Register's Office of Shelby County, Tennessee.
7. Easements of record at Instrument No. S5 9662 in Register's Office of Shelby County, Tennessee.
8. Easements of record at Instrument No. 4830-330 in Register's Office of Shelby County, Tennessee.
9. Unrecorded 8' Sanitary Sewer Easement as shown on the survey of the Land prepared by Fisher & Arnold, Inc., dated November 24, 1998, last revised January 26, 1999 (Job No. F3339).
10. Reciprocal Easement Agreement of record at Instrument No. JD 8858 in Register's Office of Shelby County, Tennessee.

(For Recording Data Only)