KNOLLWOOD I

SPECIAL WARRANTY DEED

THE STATE OF TENNESSEE §
§
COUNTY OF DAVIDSON §

BOOK 5204 PAGE 675

THIS INDENTURE made as of the 1st day of July, 1977, on this 28th day of September, 1977, by and between FIRST AMERICAN NATIONAL BANK OF NASHVILLE, NASHVILLE, TENNESSEE, TRUSTEE ("Grantor"), and R. WILLIAMS CORPORATION OF TEXAS (trade name for R. WILLIAMS CORPORATION), a Texas corporation ("Grantee");

W I T N E S S E T H:

That Grantor, for and in consideration of the sum of Ten Dollars ($10.00) to Grantor in hand paid by Grantee, the receipts whereof is hereby acknowledged, hereby SELLS and CONVEYS unto Grantee, its successors and assigns forever, all of that certain tract of land situated and being in the County of Davidson, State of Tennessee, and being more particularly described on Exhibit "A" attached hereto and made a part hereof for all purposes, together with all and singular the rights, benefits, privileges, easements, tenements, hereditaments and appurtenances thereon or in anywise appertaining thereto and with all improvements located thereon and any right, title and interest of Grantor in and to adjacent streets, alleys and rights-of-way (said land, appurtenances and improvements being hereinafter referred to as the "Property").

TO HAVE AND TO HOLD the Property unto Grantee, its successors and assigns, forever; and Grantor, for itself, its successors and assigns, does covenant and agree to and with Grantee, its successors and assigns, that Grantor is lawfully seized in fee of the aforesaid premises; that the same are free of all encumbrances except those set forth on Exhibit "B" attached hereto and made a part hereof for all purposes, to which this conveyance is made subject and subordinate; that Grantor has good right to sell and convey the same to Grantee as aforesaid, and that the before granted Property it will WARRANT and DEFEND against all lawful claims arising by, through, or under the said Grantor, but not otherwise.

IN WITNESS WHEREOF, Grantor and Grantee have hereto set their hands and affixed their seals this 28th day of September, 1977, effective as of July 1, 1977.

E 2917.3

IDENTIF. REFERENCE T

OCT 3 2 05 PM '77

FELIX Z
DAVID

GRANTOR:

FIRST AMERICAN NATIONAL BANK
OF NASHVILLE, TENNESSEE, TRUSTEE

By: _____, Vice President

GRANTEE:

R. WILLIAMS CORPORATION OF TEXAS
(Trade Name for R. WILLIAMS
CORPORATION), a Texas Corporation

By: Tom Teague
Tom Teague, President

KNOLLWOOD I

BOOK 5204 PAGE 676

This instrument prepared by:
Gerald Nels Olson
Brice & Barron,
A Professional Corporation
2001 Bryan Tower, Suite 3858
Dallas, Texas 75201

STATE OF TEXAS
COUNTY OF DALLAS

The actual consideration for this transfer is $2,930,290.60

Affiant

Sworn to and subscribed before me this 27th day of Sept., 1977

Notary Public in and for said County and State

My Commission Expires: 3-17-78

(Affix Seal)

Address new owner as follows:

R. WILLIAMS CORPORATION OF TEXAS
(Trade Name for R. WILLIAMS CORPORATION), a Texas Corporation
2001 Bryan Tower, Suite 3160
Dallas, Texas 75201

Send tax bills to:

Same

Map-Parcel Numbers

MAP 14V

PARCEL 30

OCT-3[illegible]	CONV	*	00	2,930,290.60	
OCT-3[illegible]	S'TAX		B*	7,618.78	
OCT-3[illegible]	PR'FEE		B*	.50	
OCT-3[illegible]	W'DEED		B*	10.00	* 7,629.28

THE STATE OF TEXAS §
§
COUNTY OF DALLAS §

BOOK 5204 PAGE 677

On this 27th day of September, 1977, before me appeared Tom Teague, to me personally known, who being by me duly sworn, did say that he is the President of R. WILLIAMS CORPORATION OF TEXAS (trade name for R. WILLIAMS CORPORATION), a Texas corporation, and that the seal affixed to said instrument is the corporate seal of said R. WILLIAMS CORPORATION OF TEXAS (trade name for R. WILLIAMS CORPORATION), and that said instrument was signed and sealed in behalf of the said R. WILLIAMS CORPORATION OF TEXAS (trade name for R. WILLIAMS CORPORATION), by authority of its Board of Directors, and said Tom Teague acknowledged said instrument to be the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of office this 27th day of September, 1977.

Notary Public in and for
Dallas County, Texas

(S E A L)

My Commission Expires:
3-27-78

THE STATE OF Tennessee §
§
COUNTY OF Davidson §

On this 28th day of September, 1977, before me appeared B. L. Andrews, to me personally known, who, being by me duly sworn, did say that he is a Vice President of FIRST AMERICAN NATIONAL BANK OF NASHVILLE, NASHVILLE, TENNESSEE, TRUSTEE, a corporation, and that said instrument was signed on behalf of the First American National Bank of Nashville, Nashville, Tennessee, Trustee by authority of its Board of Directors and said B. L. Andrews acknowledges said instrument to be the free act and deed of said bank.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of office this 28th day of September, 1977.

Susan Rose
Notary Public in and for
said County and State

(S E A L)

My Commission Expires:
2/14/79

EXHIBIT A

PROPERTY DESCRIPTION

KNOLLWOOD APARTMENTS - PHASE I

A parcel of land in the 9th Civil District of Nashville, Davidson County, Tennessee, of record in Book 4670, Page 269, bounded on the east by a 50 foot wide right-of-way for Bellevue Road and located south of U. S. Highway 70, more particularly described as follows:

Beginning at a point on the westerly margin of Bellevue Road, S 4° 38' 03" W, 702.61 feet from the southerly margin of U. S. Highway 70;

Thence, continuing with Bellevue Road, S 04° 38' 03" W, 393.03 feet to a point;

Thence, N 85° 37' 44" W, 1,347.42 feet to a concrete monument;

Thence, N 02° 30' 13" E, 32.60 feet to a point;

Thence, N 03° 30' 13" E, 112.08 feet to a point;

Thence, S 85° 37' 44" E, 280.55 feet to a point;

Thence, N 23° 37' E, 464.00 feet to a point;

Thence, S 72° 14' E, 317.40 feet to a point;

Thence, N 62° 37' E, 276.00 to a point;

Thence, S 50° 38' E, 456.76 feet to the point of beginning.

Containing 13.71 acres, more of less.

EXHIBIT "B"

PERMITTED EXCEPTIONS

Schedule B of the policy or policies to be insured will contain exceptions to the following matters unless the same are disposed of to the satisfaction of the Company.

1. Taxes for 1977, a lien, but not yet due and payable. (Field Book No. 9D-23005 - Map 142, Parcel 30)

2. Easement granted JHRD 449 Corp. to survey, operate, maintain and repair two 8-inch sanitary sewer lines by Redman Development Corporation, of record in Book 4670, page 266, and re-recorded in Book 4671, page 467, Register's Office for Davidson County, Tennessee.

3. Fifty-foot building setback line from Bellevue Road and conditions of owner's certificate, as shown on plan of record in Book 4175, page 141, Register's Office for Davidson County, Tennessee.

4. Reciprocal easement agreement between EES Naubco Associates and JHRD 449 Corp. and John Hancock Mutual Life Insurance Company, of record in Book 4774, page 334, Register's Office for Davidson County, Tennessee.

5. Fifty-foot minimum setback line from the southerly and westerly boundaries of premises as more particularly shown on the survey by Barge, Waggoner & Sumner, Inc., dated September 13, 1971, together with revisions, the last of which is dated January 5, 1973.

6. Deed of trust executed by JHRD 449 Corp., a Delaware corporation, to William E. Leary, Trustee, dated December 27, 1972, filed January 5, 1973, and recorded in Book 4670, page 273, as amended by instrument of record in Book 4774, page 363, Register's Office for Davidson County, Tennessee, to secure to John Hancock Mutual Life Insurance Company, the payment of a note for $2,244,000.00, payable as therein specified, together with any terms, conditions, restrictions, or limitations recited therein.