This instrument prepared by;
Seymour Samuels, Jr.
Attorney at Law
501 Union Street
P.O. Box 2707
Nashville, Tennessee 37219

BOOK 5287 PAGE 556

ADDRESS NEW OWNER AS FOLLOWS:	SEND TAX BILLS TO:	MAP-PARCEL NUMBERS
Lions Head Associates 244 White Bridge Road Nashville, Tennessee 37209	SAME	105-15 42

SPECIAL WARRANTY DEED

For and in consideration of the sum of Ten (10.00) and No/100 Dollars and other good and valuable consideration paid by Lions Head Associates, a Tennessee partnership, composed of Nelson C. Andrews and David K. Wilson, and having an office at 244 White Bridge Road, Nashville, Tennessee, receipt of which is hereby acknowledged, Lions Head Apartment, a Tennessee limited partnership, has bargained and sold, and by these presents does transfer and convey unto the said Lions Head Associates, its successors and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described as follows, to-wit:

Being Lot No. 1 on the Map of David M. Carney Development, as of record in Book 4675, page 134, of the Register's Office for Davidson County, Tennessee and more particularly described on Schedule "A" attached hereto and made a part hereof by reference.

This is improved property known as Lion's Head Apartments, 4487 Post Place, Nashville, Tennessee.

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value whichever is greater, for this transfer is $7,000,000.

Affiant

Subscribed to and sworn to before me this 15th day of May, 1978.

NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

My commission expires: 9/3/78

This conveyance is subject to the following encumbrances on the land or its title.

1. Metropolitan Government of Nashville and Davidson County Real Estate Taxes for the year 1978 which are a lien upon the property but are not yet due.

2. Deed of trust executed by David M. Carney and wife, Betty H. Carney, to Herschel Greer, Trustee, dated June 6, 1974, and recorded in Book 4843, page 274, as modified by agreements of record in Book 4894, page 776, as corrected in Book 5029, page 273, and Book 4932, page 820, as corrected in Book 5029, page 276, Register's Office for Davidson County, Tennessee, to secure to Guaranty Mortgage Company of Nashville, the payment of a note for $4,150,000.00, payable as therein specified, together with any terms, conditions, restrictions, or limitations recited therein.

   Financing Statement between David M. Carney and Guaranty Mortgage Company of Nashville, of record in Book 4843, page 281, Register's Office for said County.

   Instrument of record in Book 4843, page 277, Register's Office for said County, David M. Carney and wife made an assignment of rents and leases to Guaranty Mortgage Company of Nashville.

   Instrument dated dated June 29, 1976, filed June 29, 1976, and recorded in Book 5040, page 287, Register's Office for said County, Guaranty Mortgage Company of Nashville assigned said deed of trust as modified to Aetna Life Insurance Company, a Connecticut corporation.

   Instrument dated June 29, 1976, filed June 29, 1976, and recorded in Book 5040, page 290, Register's Office for said County, Guaranty Mortgage Company of Nashville made an assignment of assignment of rents and leases to Aetna Life Insurance Company.

   Financing Statement filed in Book 5040, page 289, Register's Office for said County, was assigned to Aetna Life Insurance Company.

   Financing Statement No. JJ-1971 filed with the Secretary of State was assigned to Aetna Life Insurance Company, by an instrument recorded June 29, 1976, by instrument No. B-975, Office of the Secretary of State.

3. Deeds of trust executed by Lion's Head Apartments, a Tennessee Limited Partnership, and David M. Carney and wife, Betty H. Carney, to Thomas M. French, Jr., Trustee, of record in Book 4979, page 206, Book 5039, page 97, and Book 5042, page 64, Register's Office for Davidson County, Tennessee.

Said deeds of trust were consolidated and modified by instrument dated September 29, 1976, filed September 29, 1976, and recorded in Book 5073, page 286, Regiser's Office for said County, to secure to First American National Bank of Nashville, the payment of a note for $1,600,000.00, payable as therein specified, together with any terms, conditions, restrictions, or limitations recited therein.

Financing Statements filed with the Secretary of State, being Document Nos. D-5229 and D-5230.

4. Easement for sewer line purposes granted K.C. Club, Incorporated of Nashville, Tennessee, by the Most Rev. William L. Adrian, Bishop of Nashville, of record in Book 3224, page 527, and Book 3376, page 102, Register's Office for Davidson County, Tennessee.

5. Easement to construct and maintain a pipe line for natural gas granted Nashville Gas Company, a Tennessee corporation, by the Most Rev. William L. Adrian, Roman Catholic Bishop of the Diocese of Nashville, of record in Book 3969, page 788, Register's Office for Davidson County, Tennessee, the location of which is shown on page 789.

6. Overhead line easement granted Metropolitan Government of Nashville and Davidson County, acting by and through the Electric Power Board of said Government by grant from David M. Carney and wife, of record in Book 4995, page 32, Register's Office for Davidson County, Tennessee.

7. Easement granted Metropolitan Government of Nashville and Davidson County, Tennessee, acting by and through the Electric Power Board of said Metropolitan Government by grant from David M. Carney and wife, of record in Book 4889, page 140, Register's Office for Davidson County, Tennessee.

8. A 20-foot sewer easement across the southeasterly portion of premises and across the northeasterly portion of premises, a 20-foot gas line easement (said easement extends across the center portion of the subject property and has a varied width at its northeasterly extremity), Richland Creek (the rights of upper and lower riparian owners to the free and unobstructed flow of the water of Richland Creek extending through the subject property, without diminution or pollution a Nashville Electric Service easement along the northeasterly line of premises, and an owners certificate, as depicted on the survey made by James L. Murphy, Jr. and Co., dated June 5, 1974, and as shown on survey made by E. Ralph Roberson, Jr., May 5, 1976, and as appears on the Plan of the David M. Carney Development, of record in Book 4675, page 134, Register's Office for Davidson County, Tennessee.

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest

thereto belonging to the said LIONS HEAD ASSOCIATES, its successors and assigns forever; and LIONS HEAD APARTMENT does covenant with the said LIONS HEAD ASSOCIATES that it is seized and possessed of said land, has a right to convey it and warrants the title against all persons claiming under it.

IN WITNESS WHEREOF, LIONS HEAD APARTMENT has caused its name to be signed to this deed by its general partners on this 17th and 18th day of May, 1978.

LIONS HEAD APARTMENT

BY: Lilyan R. Waxman
Lilyan R. Waxman
General Partner

LION'S HEAD CORP.
(GENERAL PARTNER)

BY: Martin S. Saiman
Martin S. Saiman, Vice President

STATE OF NEW YORK

COUNTY OF NEW YORK

On this 17th 18th day of May, 1978, before me appeared Lilyan R. Waxman, to me personally known, who being by me duly sworn did say that she is a general partner of Lions Head Apartment, a Tennessee limited partnership, and that the foregoing instrument was signed on behalf of said limited partnership with the consent and authority of its limited partners and the said Lilyan R. Waxman acknowledged this instrument to be the free act and deed of said limited partnership.

Witness my hand and seal at office in New York, New York this 17th 18th day of May, 1978.

ARLENE T. MILANO
Notary Public, State of New York
No. 41-3093715 Queens County
Commission Expires March 30, 1979

Arlene T. Milano
Notary Public

My commission expires: March 30, 1979.

ARLENE T. MILANO NOTARY PUBLIC STATE OF NEW YORK

STATE OF Tennessee

COUNTY OF Davidson

Before me E. Warner Bass of the State and County aforesaid, personally appeared MARTIN S. SAIMAN, with whom I am personally acquainted and who, upon oath, acknowledged himself to be the Vice President of Lion's Head Corp., a general partner of the within named bargainor, a corporation and that he as such Vice President being authorized so to do, executed the foregoing instrument for the purpose therein contained by signing the name of the corporation by himself as Vice President.

WITNESS MY HAND AND SEAL AT OFFICE, in Nashville, Tennessee this 18th day of May, 1978.

E. Warner Bass
NOTARY PUBLIC

E. WARNER BASS * NOTARY PUBLIC AT LARGE * STATE OF TENNESSEE

My commission expires: 9/3/78.

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T IDENTIF. REFERENCE

MAY 19 8 43 AM '78

FELIX Z. WILSON JR REGISTER DAVIDSON COUNTY, TENN.

MAY 19 78 CONV * .00 7,000,000.00
MAY 19 78 S'TAX B 18,200.00
MAY 19 78 PR'FEE B* .50
MAY 19 78 W'DEED B* 14.00 *18,214.50

EXHIBIT A (SPECIAL WARRANTY DEED)

A certain tract or parcel of land in Davidson County, Tennessee described as follows:

Land in the 24th Councilmanic District, formerly the 8th Civil District of Davidson County, Tennessee, being Lot No. 1 of the Map of David M. Carney Development as of record in Book 4675, page 134, Register's Office for said County described as follows:

Beginning at a concrete monument in the northeasterly margin of White Bridge Road, said point being north 11° 35' East 25 feet from the southwesterly corner of property conveyed to the State of Tennessee for use and benefit of the State Board for Vocational Education, by deed from The United States of America, of record in Book 3958, page 625, Register's Office of Davidson County, Tennessee; thence, continuing with the northeasterly margin of White Bridge Road, South 54° 05' 05" East 673.93 feet to a monument; thence, leaving the said northeasterly margin of White Bridge Road, and with the southeasterly margin of a proposed road to be known as Post Place north 20° 23' 56" East a distance of 366.27 feet to a point, said point being the TRUE POINT OF BEGINNING; thence, leaving the said margin of Post Place, North 20° 23' 56" East a distance of 122 feet to a monument; thence, south 69° 36' 04" East a distance of 52.51 feet to a monument; thence, south 85° 17' 58" East 52.97 feet to a monument; thence, south 78° 58' 19" East a distance of 146.72 feet to a monument; thence, south 68° 34' 39" East a distance of 66.47 feet to a monument; thence north 71° 50' 31" East 164.57 feet to a monument; thence, north 22° 48' 03" East 110.11 feet to a monument; thence, north 33° 17' 56" East a distance of 51.59 feet to a monument; thence, north 65° 45' 42" East 105.27 feet to a monument; thence, north 30° 00' 50" East a distance of 104.87 feet to a monument; thence, north 55° 29' 09" East a distance of 73.16 feet to a monument; thence, north 6° 24' 03" West a distance of 86.89 feet to a monument; thence, north 16° 53' 20" East 51.31 feet to a monument; thence, north 5° 08' 58" West 34.55 feet to a monument; thence, South 83° 13' 14" East a distance of 217.95 feet to a monument; thence, North 6° 46' 46" East a distance of 537.23 feet to a monument; thence, North 70° 03' 12" West a distance of 135.91 feet to a monument; thence, South 40° 56' 48" West a distance of 37.44 feet to a monument; thence, North 53° 20' 34" West a distance of 12.25 feet to a monument; thence, North 59° 16' 34" West a distance of 57.02 feet to a monument; thence, north 73° 19' 55" West a distance of 79.78 feet to a point; thence, North 76° 42' 59" west a distance of 100.06 feet to a monument; thence, South 84° 02' 34" West a distance of 52.17 feet to a monument; thence, South 47° 10' 12" West a distance of 118.69

feet to a monument; thence, South 83° 13' 38" West a distance of 111.15 feet to a monument; thence, South 86° 12' 37" West a distance of 525.53 feet to a point; thence, South 6° 47' 00" West a distance of 329.00 feet to a point; thence, South 83° 13' 00" East a distance of 204 feet to a point; thence, South 9° 52' 28" West a distance of 646.99 feet to a point on the northeasterly terminus of a proposed road named Post Place; thence, continuing with said margin of Post Place and with a curve to the right, said curve having a radius of 50 feet and an interior angle of 233° 08' 00", a distance of 87.72 feet to the TRUE POINT OF BEGINNING, containing 21.17 acres.

Being the same property conveyed to Lions Head Apartment, a Tennessee limited partnership, by deed from David M. Carney and wife, of record in Book 4979, page 197 as corrected in Book 5073, page 231, of the Register's Office of Davidson County, Tennessee.

This is improved property known as 4487 POST ROAD, NASHVILLE, TENNESSEE, 37205.