SPECIAL WARRANTY DEED

MAP. 51-8 PAR. 87
11D-65790

BOOK 5429 PAGE 776

IN CONSIDERATION of One ($1.00) Dollar and other valuable considerations paid, the receipt of all of which is hereby acknowledged; I, THOMAS M. EISNER, husband of SAVILLA G. EISNER, hereby declaring that our marriage has been continuous from the date of acquisition of the herein described property until the date of this conveyance;

DO HEREBY grant, bargain, sell, transfer and convey unto AMERICAN PROPERTY INVESTORS VIII, a California limited partnership, its successors and assigns forever the following described real estate, including the buildings and improvements thereon, (the "premises") in the City of Nashville, Davidson County, Tennessee:

Land in the 11th Civil District of Davidson County, Tennessee, being a part of Lot No. 3 on the original plan of Montague Subdivision of record in Book 421, page 129, Register's Office for said county, being known also as a part of the lot marked "Ben Webster" and a part of Lots 12 and 13 on the unrecorded map of Webster's Resubdivision of certain lots in Montague Subdivision originally laid out by survey of Z.J. Wilkinson, dated June 21, 1939, and being more specifically described according to a survey of Wm. Collier Parrish Associates, Civil Engineers, dated March 28, 1963, as follows:

BEGINNING at a point on the easterly margin of Gallatin Road, as widened, at an iron stake opposite a turn into Webster Street; thence around said turn, northeasterly 39.17 feet to an iron stake in the south margin of Webster Street; thence with the same, South 63° 09' East 100 feet to an iron stake; thence leaving said street, South 27° 03' West 105 feet to an iron stake; thence North 63° 05' West 125 feet to the easterly margin of Gallatin Road, as widened; thence with the margin of the same, North 27° 08' East 80 feet to the point of beginning, containing 13,110 square feet or .30 acre more or less.

TRACT NO. II - Land in the 11th Civil District of Davidson County, Tennessee, being an easement for a driveway adjacent to the above Tract No. I and shown on the survey of Wm. Collier Parrish Associates, Civil Engineers, above referred to, and described as follows:

BEGINNING at an iron stake in the east margin of Gallatin Road at the southwest corner of the land above described; thence along the south line of said Tract No. I, South 63 ° 05' East 125 feet to an iron stake at the southeast corner of the above described Tract No. I; thenc e South 27° 03' West 24 feet to a point; thence North 63° 05' West 95 feet to a point; thence westerly from said point to a point in the easterly margin of Gallatin Road, North 27° 08' East 40 feet to the point of beginning. Said driveway easement shall be for a period of 50 years from the date of deed from Tanasi Development Corporation to Phillips Petroleum Company recorded -n Book 3578, Page 314, Register Office for said county.

New Owner: American Property Investors VIII
660 Newport Center Drive
Newport Beach, Ca. 92660

Send Tax Bills to
Same

Being the same property conveyed to Thomas M. Eisner by Special Warranty Deed from Reprocо, Inc. of record in Book 5346, page 503, Register's Office for Davidson County.

TO HAVE AND TO HOLD, the aforesaid premises with all and singular the hereditaments and appurtenances of and to the same belonging or in any wise appertaining to the said American Property Investors VIII and its successors and assigns forever; and the said Thomas M. Eisner for his heirs and representatives does covenant and agree to and with the said American Property Investors VIII, its successor and assigns, that he is lawfully seized in fee of the aforesaid premises; that the same are free of all encumbrances, except as set forth herein, and as set forth in the following instruments of record, recorded in the Register's Office for Davidson County, Tennessee:

1. Driveway easement of record in Book 3572, page 465, recorded in said Register's Office, dated June 13, 1963.

2. Restrictive Covenants of record in Deed of record in Book 3578, page 314, dated July 23, 1963;

that he has good right to sell and convey the same to American Property Investors VIII, its successors and assigns as aforesaid; and that the before granted land and premises he will warrant and defend against the claims of every person whomsoever claiming by, through or under the grantor herein, but not further or otherwise.

AND I, SAVILLA G. EISNER, wife of THOMAS M. EISNER, do hereby join in this instrument for the purpose of releasing, and do hereby release and convey all of my right, title and interest in and to the above described premises to the grantee herein.

IN WITNESS WHEREOF, the said parties have hereto set their hands this 16 day of April, 1979.

Thomas M. Eisner

Thomas M. Eisner as attorney in fact for Savilla G. Eisner

Savilla G. Eisner
By Thomas M. Eisner
pursuant to Power of Attorney
dated April 4, 1979

STATE OF NEW YORK)
) SS:
COUNTY OF NEW YORK)

BOOK 5429 PAGE 778

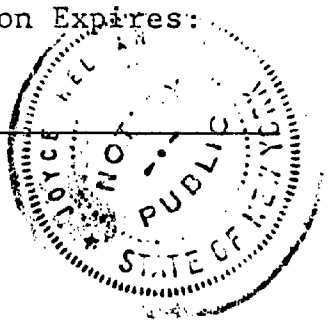
I, Joyce Helman a Notary Public in and for the County and State aforesaid, do hereby certify that on the 16th day of April, 1979, before me personally appeared Thomas M Eisner who is known by me to be the identical person who is described in, whose name is subscribed to, and who signed and executed the foregoing instrument, and having first made known to him the contents, thereof, he personally acknowledged to me that he signed and sealed the same on the date it bears as his true, free and voluntary act and deed for the uses, purposes and considerations therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this day and year above.

JOYCE HELMAN
Notary Public State of New York
No. 31-4673168
Qualified in New York County
Commission Expires March 30, 1980

Joyce Helman
Notary Public

My Commission Expires:



STATE OF NEW YORK)
) ss:
COUNTY OF NEW YORK)

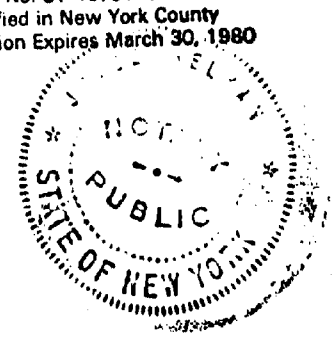
I, Joyce Helman a Notary Public in and for the County and State aforesaid, do hereby certify that on the 16th day of April, 1979, before me personally appeared Sculla G. Eisner by Thomas M. Eisner, her attorney in fact who is known by me to be the identical person who is described in, whose name is subscribed to, and who signed and executed the foregoing instrument, and having first made known to him the contents, thereof, he personally acknowledged to me that he signed and sealed the same on the date it bears as his true, free and voluntary act and deed for the uses, purposes and considerations therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this day and year above.

Joyce Helman
Notary Public

My Commission Expires:

JOYCE HELMAN
Notary Public State of New York
No. 31-4673168
Qualified in New York County
Commission Expires March 30, 1980



F-27203

.50 0002 778.38- CHECK

IDENTIF. REFERENCE

MAY 2 12 04 PM '79

FELIX Z. WILLIS JR REGISTER
DAVIDSON COUNTY, TENN.

STATE OF NEW YORK)
) ss:
COUNTY OF NEW YORK)

BOOK 5429 PAGE 779

We hereby offer this instrument for recording within the meaning of the Statutes of the State of Tennessee under TCA Code Section 67-4102, Item (S), hereby swear or affirm that the actual consideration for this transfer or value of the property transferred whichever is greater, is $296,316.86 which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

Affiant

Thomas M. Ewing as attorney in fact for Saville C. Ewing
Affiant

Sworn to and subscribed before me this 16th day of April, 1979.

Joyce Helman
Notary Public

My Commission Expires:

JOYCE HELMAN
Notary Public State of New York
No. 31-4673168
Qualified in New York County
Commission Expires March 30, 1980

JOYCE HELMAN * NOTARY PUBLIC * STATE OF NEW YORK

OFFICIAL RECEIPT
FELIX Z. WILSON, II
REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

BOOK 5429 PAGE 780

RECEIVED OF _____

FOR _____

CO - CONVEYANCE	CC - CERTIFIED COPY	MS - MISCELLANEOUS
MO - MORTGAGE	MR - RELEASE	ST - STATE TAX CONVEY.
WD - WARRANTY DEED	UC - UNIFORM COMMERCIAL CODE	ST - STATE TAX MORT.
TD - TRUST & DEED		PF - PROBATE FEES

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID
			296316.86- CO	
			770.38 CO TX	
			.50 PRFEE	
			8.00 WDEED	
			CHECK	778.88-
0050A05/02/79			BAL	.00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

F.27.203

IDENTIF. REFERENCE

MAY 2 12 04 PM '79

FELIX Z. WILSON, II, REGISTER
DAVIDSON COUNTY, TENN.

No. 681274