"THIS INSTRUMENT PREPARED BY RICHARD F. WARREN, JR.
ATTORNEY, 21st FLOOR FIRST AMERICAN CENTER
NASHVILLE, TENNESSEE 37238"

SPECIAL WARRANTY DEED

BOOK 5640 PAGE 385

(Address New Owner(s) as Follows:	[Send Tax Bills to:	[Map - Parcel Number)
(James I. Vance Berry, Trustee	[SAME	[MAP 148
(21st Floor, First American Center	[	[PARCEL 186
(Nashville, Tennessee 37238	[	[

WHEREAS, by Warranty Deed of record in Book 5063, Page 12, Register's Office for Davidson County, Tennessee, two tracts or parcels of land in Davidson County, Tennessee, were conveyed to Haywood Center, a limited partnership, by Thomas C. Scott, Trustee, with full power to convey, etc.; and

WHEREAS, by agreement of record in Book 5063, page 16, said Register's Office, Haywood Center agreed to reconvey one of the aforesaid tracts of land, as more fully described in Exhibit B thereto, to the said Thomas C. Scott, Trustee, upon the occurrence of certain conditions specified in said agreement; and

WHEREAS, by instrument of record in Book 5353, page 675, said Register's Office, the beneficial interest in the Land Trust Agreement pursuant to which the said Thomas C. Scott, Trustee, was acting was assigned to Marvin Hopper, and James I. Vance Berry was appointed as Trustee to succeed the said Thomas C. Scott as Trustee under said Land Trust Agreement; and

WHEREAS, Haywood Center has been advised by Thomas C. Scott, Trustee, that the aforesaid reconveyance should be made to James I. Vance Berry, Trustee, who shall hold title to the said property under the terms of the aforesaid Land Trust Agreement of record in Book 5353, page 675, said Register's Office;

WHEREAS, the conditions in the aforesaid agreement have now been satisfied, and Haywood Center desires to convey that certain tract of land more fully described hereinafter to James I. Vance Berry, Trustee, in fulfillment of the requirements of said agreement;

NOW, THEREFORE, for and in consideration of the sum of One Dollar ($1.00), cash in hand paid by the hereinafter named Grantee, and other good and valuable considerations, the receipt of which is hereby acknowledged, Haywood Center, a limited partnership, acting by and through its duly authorized General Partner, James D. Haley, hereinafter called the "Grantor", have bargained and sold,and by these presents does transfer and convey unto James I. Vance Berry, Trustee, hereinafter called the "Grantee", his successors and assigns, a certain tract or parcel of land in Davidson County, Tennessee, more fully described in Exhibit A, attached hereto and incorporated herein by this reference.

To have and to hold the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said Grantee, his successors and assigns, forever; and we do covenant with the said Grantee that we are lawfully seized and possessed of said land in fee simple, and have a good right to convey it; and we do further covenant and bind ourselves, our successors and representatives, to warrant and forever defend the title to the said land to the said Grantee, his successors and assigns, against the lawful claims of all persons claiming by, through or under us. Whenever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

Thomas C. Scott, Trustee, joins herein for the purpose of authorizing this conveyance to James I. Vance Berry, Trustee, in satisfaction of the obligations of Haywood Center under the Agreement of record in Book 5063, page 16, said Register's Office.

STATE OF TENNESSEE
COUNTY OF DAVIDSON } The actual consideration or value whichever is greater for this transfer is $ 124,000.00

Subscribed and sworn to before me, this the 15th day of July 1990

Affiant

My commission expires: 11/1/91

(Affix Seal) Notary Public

James I. Vance Berry, Trustee, joins herein for the purpose of acknowledging that he is acting as Trustee pursuant to the terms of the Land Trust Agreement of record in Book 5353, page 675, said Register's Office.

WITNESS our hands, this 14th day of July, 1980, the said Haywood Center, a limited partnership, having caused this instrument to be executed by its duly authorized general partner.

HAYWOOD CENTER, a Limited Partnership

By: _____
JAMES D. HALEY, General Partner

_____
THOMAS C. SCOTT, Trustee

_____
JAMES I. VANCE BERRY, Trustee

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

On this 14th day of August, 1980, before me appeared JAMES D. HALEY, to me personally known, who, being by me duly sworn, did say that he is the General Partner of Haywood Center, a limited partnership, and that said instrument was signed and sealed in behalf of said partnership, by authority of the Partnership Agreement, and said JAMES D. HALEY acknowledged said instrument to be his free act and deed and the free act and deed of said partnership.

WITNESS my hand and seal at office in Nashville, Tennessee, this 14th day of August, 1980.

_____
NOTARY PUBLIC

My Commission Expires: 4-28-81

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Personally appeared before me, Patty Welch, a Notary Public in and for said County and State, the within named THOMAS C. SCOTT, the bargainor, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained.

WITNESS my hand and official seal at office in Nashville, Tennessee, on this 14th day of July, 1980.

_____
NOTARY PUBLIC

My Commission Expires: 1-18-82

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

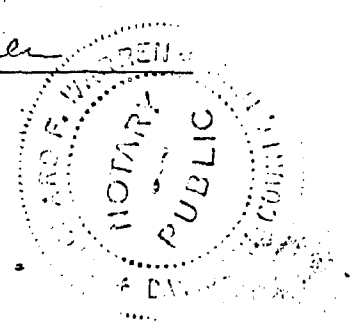
BOOK 5640 PAGE 387

Personally appeared before me, Richard J Warren, a Notary Public in and for said County and State, the within named JAMES I. VANCE BERRY, the bargainor, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes thereon contained.

WITNESS my hand and official seal at office in Nashville, Tennessee, on this 15th day of July, 1980.

Richard J Warren
NOTARY PUBLIC

My Commission Expires: 11/1/81



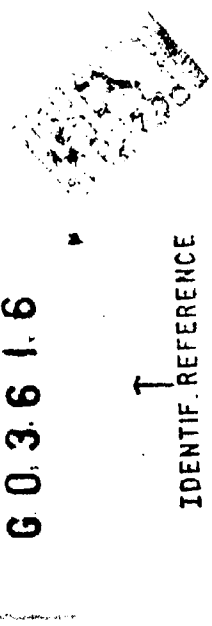


EXHIBIT A

A tract or parcel of land in the 5th Civil District of Davidson County, Tennessee, being Reserved Parcel "A", as shown on the Revised Plat of Reserved Parcel A, Haywood Development, of record in Book 4955, page 54, of the Register's Office for Davidson County, Tennessee, and being more particularly described as follows:

To find the point of beginning, commence at a point in the north margin of Haywood Lane at the beginning of a radius return to the east margin of Bakertown Road; thence, with said return having a radius of 25.00 feet, a distance of 41.21 feet to a point in the east margin of Bakertown Road; thence, with said road, North 16° 03' 35" West 1.47 feet to a point, the beginning of a curve to the left; thence, with said curve having a radius of 573.23 feet, a distance of 260.00 feet to the point of beginning; THENCE, FROM SAID POINT OF BEGINNING, with the east margin of Bakertown Road being a curve to the left having a radius of 573.23 feet, a distance of 75.16 feet to a point; thence North 49° 33' 36" West 60.00 feet to the point of beginning of a radius return; thence, with said return having a radius of 25.00 feet, a distance of 39.27 feet to a point in the southerly margin of Haystack Lane, being the beginning of a curve to the right; thence, with the southerly margin of Haystack Lane with said curve having a radius of 343.12 feet, a distance of 229.68 feet to a point; thence, leaving the said southerly margin of Haystack Lane, South 20° 57' 30" West 257.57 feet to a point in the east margin of Bakertown Road, being the point of beginning; containing 0.52 acres, more or less.

Being part of the same property conveyed to Haywood Center, a limited partnership, by deed from Thomas C. Scott, Trustee with full power to convey, etc., of record in Book 5063, page 12, Register's Office for Davidson County, Tennessee.

SUBJECT TO an easement for slopes and drainage across the entire easterly 25 feet of the above described property, as defined in and limited by the deed of record at Book 5063, page 12, Register's Office as aforesaid.

OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

BOOK 5640 PAGE 389

RECEIVED OF _____

FOR _____

CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO - MORTGAGE	REL - RELEASE	CO TX - STATE TAX CONVEY
WD - WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MO TX - STATE TAX MORT
TD - TRUST DEED		PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID

24000.00- CO
62.40 CO TX
.50 PRFEE
12.00 WDELD
CHECK 74.90-
7138A08/21/80 BAL .00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

G.O. 3.6 1.6

T
IDENTIF. REFERENCE

AUG 21 9 50 AM '80

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TENN.

No. 775163