TO: Freeman Webb Developers, Inc., a Tennessee corporation

This instrument prepared by:
DEARBORN & EWING, ATTORNEYS
Suite 1200, One Commerce Place
Nashville, Tennessee 37239

FROM: Park Road Apartments, L.P.

Address New Owner as follows: Freeman Webb Developers, Inc.
2501 Hillsboro Road
Nashville, TN 37212

Send Tax Bills to: Same

Map-Parcel No. 104-6; 25

BOOK 5845 PAGE 819

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $2,100,000.

Stephen C Baker
Affiant

Subscribed and sworn to before me, this the 14th day January, 1982.

My Comm. Expires: 7-21-85

Carole L Clark
Notary Public

NOTARY PUBLIC DAVIDSON COUNTY

WARRANTY DEED

FOR AND IN CONSIDERATION OF the sum of Ten Dollars, cash in hand paid by the hereinafter named GRANTEE, and other good and valuable considerations, the receipt of which is hereby acknowledged, Park Road Apartments, L.P. (formerly Park Road Apartments, a limited partnership, name change by Amendment of record in Book 5845 page 815, Register's Office for Davidson County, Tennessee) hereinafter called the GRANTOR, has bargained and sold, and by these presents does transfer and convey unto Freeman Webb Developers, Inc., a Tennessee corporation, hereinafter called the GRANTEE, its successors and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described as follows: to wit:

Land in Davidson County, Tennessee, being Lot No. 3 on the Map of West End Park, as of record in Book 161, page 47, as revised in Book 421, page 82, Register's Office for Davidson County, Tennessee, described according to a survey by Logan Hickerson, dated December 29, 1981, as follows:

Beginning at a nail, said point being further described as lying on the west margin of Park Drive and 402.8 feet South of the intersection of said margin of Park Drive and the southern margin of Acklen Park Drive; thence along said margin of Park Drive South 29 degrees 29 minutes West a distance of 28.50 feet to a point; thence along a curve to the left having a radius of 371.45 feet a distance of 102.32 feet to a point, thence along a curve to the right having a radius of 246.39 feet a distance of 75.89 feet to a concrete monument; thence with property line of Russell W. Brothers North 53 degrees 15 minutes West a distance of 290.90 feet to a concrete monument, then with property line of John C. Brooks, Oliver P. Fleming and Rebecca Polypinski North 36 degrees 45 minutes East a distance of 200.00 feet to an iron pin; then with property line of 3310 West End Building South 53 degrees 15 minutes East a distance of 242.05 feet to the point of beginning, containing 1.22 acres, more or less.

Being the same property conveyed to Park Road Apartments, a limited partnership by deed from Brinkhaven Corporation, of record in Book 4225, page 1, Register's Office for Davidson County, Tennessee.

The above described property is conveyed subject to the following:

1. Taxes for the year 1982.

2. Deed of Trust from Brinkhaven Corporation to Raymond L. Davis, Trustee, dated September 24, 1965, of record in Book 3939, page 227, Register's Office for Davidson County, Tennessee, to secure an indebtedness evidenced by a Promissory Note of even date in the original principal amount of $650,000.00 payable to the order of Berkshire Life Insurance Company of Pittsfield, Massachusetts.

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3. Financing statement filed April 15, 1975, showing W. K. Prim, Trustee d/b/a Park Road Apartments, as Debtor and Berkshire Life Insurance Company, as Secured Party, No. C94306, of record in Book 4904, page 189, said Register's Office, to secure an indebtedness in the amount of $465,450.05. A continuation of said financing statement was filed November 16, 1976, of record in Book 5531, page 646, said Register's Office.

Exceptions 2 and 3 above appear of record and therefore are disclosed herein. However, Grantor agrees to comply with all terms and conditions of such instruments and agrees to indemnify Grantee for any loss or damage resulting from the enforcement or attempted enforcement of all of said instruments.

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, its successors and assigns, forever, and the Grantor does covenant with the said GRANTEE that it is lawfully seized and possessed of said land in fee simple, has a good right to convey it, and the same is unencumbered, unless otherwise herein set out; and does further covenant and bind itself, its heirs, successors, assigns and representatives, to warrant and forever defend the title to the said land to the said GRANTEE, its successors and assigns, against the lawful claims of all persons whomsoever.

WITNESS our hands this 14th day of January, 1982.

PARK ROAD APARTMENTS, L.P.

BY: Kelly Prim, Gen. Partner
Kelly Prim, general partner

IDENTIFICATION REFERENCE
JAN 28 12 46 PM '82
FILED AND RECORDED IN REGISTER
DAVIDSON COUNTY, TENN.

RUSH

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STATE OF TENNESSEE)
COUNTY OF Davidson)

Before me, Stephen C. Baker, a Notary Public in and for the County and State aforesaid, personally appeared Kelly Prim, with whom I am personally acquainted, and who upon oath acknowledged himself to be a general partner of Park Road Apartments, L.P., the within named bargainor, a limited partnership, and that he as such general partner, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the limited partnership by himself as general partner.

Witness my hand and seal, at office in Nashville, Tennessee, this the 14th day of January, 1982.

Stephen C. Baker
NOTARY PUBLIC

STEPHEN C. BAKER NOTARY PUBLIC STATE OF TENNESSEE

My Commission Expires: 1-22-84

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

RECEIVED OF _____ BOOK 5845 PAGE 821

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
		2,100,000.00	CO	
			5460.00	CO TX
			.50	PRFEE
			6.00	MOEID
			CHECK	5466.50-
0064A01/26/82		BAL		.00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

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IDENTIF. REFERENCE

JAN 28 12 46 PM '82

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TENN.

No. 864704