OFFICIAL RECEIPT

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

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

Send Tax Bills to: SAME

Map-Parcel No. 102-27

BOOK 5923 PAGE 699

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is Two Million One Hundred Sixty-Nine Thousand Ninety-Four and 43/100 Dollars ($2,169,094.43).

V.P.
AFFIANT

NOTARY PUBLIC

My Comm. Expires: 4-22-84

SPECIAL 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, Tennessee Trust Company, Trustee, 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 the following described land in Davidson County, Tennessee, to wit:

(SEE EXHIBIT A ATTACHED HERETO AND INCORPORATED BY REFERENCE AS FULLY AS THOUGH COPIED HEREIN.)

This is improved property known as the West Meade Manor Apartments, and is located at 6680 Charlotte Pike, Nashville, Tennessee 37209.

ALL WARRANTIES OF GRANTOR HEREIN CONTAINED ARE EXPRESSLY LIMITED TO THOSE PERSONS OR PARTIES CLAIMING BY, THROUGH OR UNDER GRANTOR.

Said property is transferred subject to the following limitations, restrictions and encumbrances:

(a) 1982 real property taxes.

(b) Deed of trust executed by Reese L. Smith, Jr. and wife, Marcella V. Smith, Walter Reed Capps and wife, Katherine Ann Capps and Karl E. Haury and wife, Mildred M. Haury, to G. F. Turner, Trustee, of record in Book 4141, page 743, and corrected in Book 4265, page 587, said Register's Office, dated June 13, 1967, to secure to First American Bank of Nashville, Tennessee, an indebtedness in the amount of $935,000.00, subject to terms and conditions therein.

Assigned to New York Life Insurance Company, a New York corporation by instrument of record in Book 4265, page 590, said Register's Office. (Applies to 4.94 acres)

(c) Financing Statement filed September 16, 1968, showing Reese L. Smith, Jr., Walter Reed Capps, and Karl E. Haury DBA West Meade Manor Apts., as Debtor and New York Life Insurance Co., as Secured Party of record in Book 4268, page 799 and continued in Book 4742, page 853, and Book 5280, page 814, said Register's Office as additional collateral for an indebtedness in the amount of $935,000.00 secured by a deed of trust of record in Book 4141, page 743, and corrected in Book 4265, page 587, said Register's Office.

(d) Deed of trust executed by John H. Noel, III, Trustee with full power to Jno B. Cobb, Jr., Trustee of record in Book 5471, page 708, said Register's Office, to secure a note dated July 23, 1979, in the principal amount of $738,600.00 payable to Gail P. Pigg, Trustee, subject to terms and conditions therein.

(e) Sanitary sewers and/or storm drainage easement conveyed by deed from Walter R. Capps and Reese L. Smith, Jr. to Metropolitan Government of Nashville, Davidson County, Tennessee, dated May 17, 1971, of record in Book 4520, page 836, said Register's Office. As part of said easement Grantors, their heirs, successors and assigns reserve the privilege of free taps to said sewer where necessary to serve said property.

(f) The plan of record in Book 4470, page 92, shows an Owner's Certificate and a 16-foot minimum building and pump island setback line from the northwesterly line of said property. (Affects Recreational Easement)

(g) An overhead power line near the northwesterly boundary of the property and across the most easterly corner of the property, and two power pole anchors near the most easterly corner and extending in the southwesterly boundary of the property near the westerly corner, as shown on the survey of Barge, Waggoner, Sumner & Cannon Engineers, dated June 23, 1971, revised July 23, 1971. (Affects Recreational Easement)

(h) An encroachment of the black top area located on the southwesterly boundary line upon the adjoining tract of land as more particularly shown on the survey of Barge, Waggoner & Sumner, Inc., dated April 5, 1982, their file No. 3331.

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 GRANTOR does covenant with the said GRANTEE and bind itself, its successors and assigns, to warrant and forever defend the title to the said land to the said GRANTEE, its successor and assigns, against the lawful claims of all parties whomsoever, claiming by, through or under GRANTOR. Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

WITNESS its hand this 12TH day of AUGUST, 1982.

TENNESSEE TRUST COMPANY, TRUSTEE

BY: David W. Talley

TITLE: Vice President

OFFICIAL RECEIPT

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

BOOK 5923 PAGE 701

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared David W. Talley, with whom I am personally acquainted, and who upon oath acknowledged himself to be Vice President of Tennessee Trust Company, Trustee, the within named bargainor, and that he as such Vice Pres., being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing his name as Vice Pres. of Tennessee Trust Company, Trustee.

Witness my hand and seal, at office in Nashville, Tennessee, this the 12th day of August, 1982.

Betty R. Bowers
NOTARY PUBLIC

My Commission Expires: 4-22-84

EXHIBIT A

WEST MEADE MANOR APARTMENTS

Being a parcel of land in the First, formerly the Eighth, Civil District in Davidson County, Tennessee, located south of Old Hickory Blvd., north of Charlotte Pike and east of Interstate Highway I-40, being described according to a survey prepared by John H. Wright, Registered Land Surveyor, No. 1014, dated 4/5/82, File No. 3331, and more particuarly described as follows:

Beginning at a point on the notherly line of the Mary Napier Ganier property, N 47° 14' W, 160.79 feet from an iron pin on the westerly margin of Charlotte Pike; thence, with Ganier's line, N 47° 14' W, 389.81 feet to an iron pipe and fence corner; thence, with Ganier's easterly line, N 43° 50' E, passing an iron pin at 474.4 feet, a total distance of 511.3 feet, to an iron pipe in the southerly line of Skymount Investment Company N.V.; thence, with Skymount's southerly line, S 47° 49' E, 410.0 feet to an iron pipe in the northerly corner of Delta Marketing Company; thence, with the westerly line of Delta Marketing Company, S 47° 10' W, 199.92 feet to an iron pin; thence, with the southerly line of Delta Marketing Company, S 47° 25' E, 200.0 feet to a point on the westerly margin of Charlotte Pike; thence along said margin of Charlotte Pike and around a curve to the right having a radius of 2,824.79 feet, a central angle of 1° 01', and a length of 50.41 feet, a chord bearing and distance of S 40° 26' W, 50.41 feet to a point; thence N 47° 25' W, 187.83 feet to a point; thence, S 47° 10' W, 266.79 feet to the point of beginning. Containing 4.94 acres, more or less.

In addition to the foregoing property, there is conveyed herewith that Recreational Easement dated October 27, 1971, between Tenneco Oil Company, a Delaware Corporation, as grantor, and Walter R. Capps, Reese L. Smith, Jr., and Karl E. Haury, as grantees, of record in Book 4552, page 507, Register's Office for Davidson County, Tennessee.

Being the same property conveyed to John H. Noel, III, Trustee, by Quitclaim Deed from Walter B. Capps, Reese L. Smith, Jr., and Karl E. Haury of record in Book 5471, page 704, Register's Office for Davidson County, Tennessee, and Tennessee Trust Company having been substituted for John H. Noel, III, as Trustee by Designation of Successor Trustee of record in Book 5879, page 800, said Register's Office.

H.O. 7.0.4.0

IDENTIF. REFERENCE

AUG 13 1 10 PM '82

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

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

RECEIVED OF _____ BOOK 5923 PAGE 703

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
		2,169,094.43 CO.		
			5639.66 CO TX	
			.50 PRFEE	
			12.00 WDEED	
			CHECK 5652.16-	
			3325A08/13/82 BAL .00	

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

H.O. 240

IDENTIF. REFERENCE

AUG 13 1 10 PM '82

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 896685