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BOOK 5957 PAGE 414

FROM: Jack C. Spence and Helen P. Spence, partners d/b/a Spence Properties
TO: Spence Manor, Joint Venture

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

Address New Owner as follows:
Spence Manor Joint Venture
c/o Freeman Webb Investments, Inc.
2200 Hillsboro Road
Nashville, Tennessee 37212

Send Tax Bills to:
Bankers Mortgage
P.O. Drawer F-20
Florence, SC 29501

Map-Parcel No.
10W 05170
93-13-0; 130
10W 05175
93-13-0; 131

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $2,955,000.

Affiant

Subscribed and sworn to before me, this the 27th day of October, 1982.

Notary Public

My Comm. Expires: 7-21-85

WARRANTY DEED

FOR AND 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, we, Jack C. Spence and wife, Helen P. Spence, partners d/b/a Spence Properties, hereinafter called the GRANTORS, have bargained and sold, and by these presents do transfer and convey unto Spence Manor Joint Venture, a Tennessee partnership hereinafter called the GRANTEE, its heirs, successors and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described as follows, to wit:

[SEE EXHIBIT A ATTACHED HERETO AND INCORPORATED HEREIN BY REFERENCE AS FULLY AS IF SET FORTH VERBATIM]

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 heirs, 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, have a good right to convey it, and the same is unencumbered, except as set forth in Exhibit A; and we do further covenant and bind ourselves, our heirs successors, assigns and representatives, to warrant and forever defend the title to the said land to the said GRANTEE, its heirs, successors and assigns, against the lawful claims of all persons whomsoever. 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 our hands effective as of this 1st day of October, 1982.

Jack C. Spence

Helen P. Spence

STATE OF TENNESSEE)

COUNTY OF [illegible])

Personally appeared before me, [illegible], a Notary Public in and for said County and State, the within named Jack C. Spence, 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 seal, at office in [illegible], Tennessee, this the 21 day of [illegible], 1982.

[illegible]
NOTARY PUBLIC

My Commission Expires: 7-31-85

STATE OF TENNESSEE)

COUNTY OF [illegible])

Personally appeared before me, [illegible], a Notary Public in and for said County and State, the within named Helen P. Spence, the bargainor, with whom I am personally acquainted, and who acknowledged that she executed the within instrument for the purposes therein contained.

Witness my hand and seal, at office in [illegible], Tennessee, this the 21 day of [illegible], 1982.

[illegible]
NOTARY PUBLIC

My Commission Expires: 7-31-85

EXHIBIT A

A TRACT of land in the First Civil District of Davidson County, Tennessee, and being more particularly described as follows:

BEGINNING at an iron pin in the southeasterly corner of the herein described tract, said iron pin being in the westerly right-of-way of Music Square East, having a right-of-way width of 50 feet, and also being 300 feet northerly along said right-of-way from the northwest right-of-way intersection of Music Square East and Roy Acuff Boulevard, and proceeding as follows: leaving the westerly right-of-way of Music Square East and with the northerly line of the Zambon Property, North 86 deg. 18 min. West a distance of 152.5 feet to an iron pin in the easterly right-of-way of a 16 foot alley; thence with said easterly right-of-way of alley, North 5 deg. 15 min. East a distance of 150.0 feet to a PK nail; thence leaving said alley and with the southerly line of the Metropolitan Government property, South 86 deg. 18 min. East a distance of 152.5 feet to a PK nail in sidewalk; thence with the westerly right-of-way of Music Square East, South 5 deg. 15 min. West a distance of 150.0 feet to the point of BEGINNING, and containing 0.524 acres, more or less, as per survey by Turner Engineering Company dated September 13, 1982, Job No. 24-82.

BEING the same property conveyed to Spence Properties, a partnership composed of Jack C. Spence, Jr. and Helen P. Spence by deed from William J. Donoho, Sr. and wife Jessie Mildred Donoho, of record in Book 5698, page 612, and BEING the same property conveyed to Jack C. Spence, Helen P. Spence and Michael P. Spence, a partnership d/b/a Spence Properties by deed from Lambert L. Hailey and wife Betty L. Hailey, of record in Book 4651, page 397, the said Michael P. Spence having conveyed his interest in said property to Jack C. Spence and Helen P. Spence, partners d/b/a Spence Properties by deed of record in Book 4667, page 444, all of record in the Register's Office for Davidson County, Tennessee.

PERMITTED LIEN:

Modification, Consolidation and Extension Agreement by and among Jack C. Spence and wife, Helen P. Spence, a partnership d/b/a Spence Properties and First American Bank of Nashville, N.A., of record in Book 5893, page 697, in the Register's Office for Davidson County, Tennessee

H 14931
IDENTIF. REFERENCE
OCT 29 4 21 PM '82
FELIX Z. WILSON II, REGISTER
DAVIDSON COUNTY, TN

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

RECEIVED OF _____

FOR _____

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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

CO 2,955,000.00

7683.00 CO TX
.50 PRFEE
9.00 WDEED
CHECK 7692.50-
6957A10/29/82 BAL .00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

H 14931

IDENTIF. REFERENCE

OCT 29 4 21 PM '82

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 907524