This Form furnished by Attorneys Title Company, Inc.

Form No. WD-2

FROM

I. R. Schulman, Trustee

TO

Calmark Real Estate Fund, Ltd.

For draftsman's use

This instrument prepared by:
SCHULMAN, LE ROY & BENNETT, P. C.
P. O. BOX 2707
NASHVILLE, TENN. 37219

BOOK 5971 PAGE 316

ADDRESS NEW OWNER (S) AS FOLLOWS:	SEND TAX BILLS TO:	MAP-PARCEL NUMBERS
Calmark Real Estate Fund, Ltd. (NAME)	Reilly Mortgage Group (NAME)	119-15165
2121 Cloverfield Blvd. (STREET ADDRESS OR ROUTE NUMBER)	2828 Pennsylvania Avenue (STREET ADDRESS)	
Santa Monica, Ca. 90404 (CITY) (STATE) (P. O. ZIP)	Suite 305 Washington, D. C. 20007 (CITY) (STATE) (ZIP)	

(FOR REGISTER'S USE)

H 19506

IDENTIF. REFERENCE

Nov 30 5 15 PM '82

FELIX Z. WILSON II REGISTER DAVIDSON COUNTY, TN

RUSH

STATE OF TENNESSEE }
COUNTY OF DAVIDSON }

THE ACTUAL CONSIDERATION OR VALUE, WHICHEVER IS GREATER, FOR THIS TRANSFER IS

$ 6,565,483.00 Affiant

SUBSCRIBED AND SWORN TO BEFORE ME, THIS THE 30th DAY OF November, 19 82

Notary Public

MY COMMISSION EXPIRES: 4-2-85

(AFFIX SEAL)

For and in Consideration of the sum of TEN AND NO/100 ($10.00)----------

---------- DOLLARS

cash in hand paid and other good and valuable considerations, the receipt of which is hereby acknowledged,

I, I. R. SCHULMAN, TRUSTEE,

have bargained and sold, and by these presents do transfer and convey unto the said

CALMARK REAL ESTATE FUND, LTD., its successors

and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described as follows, to wit:

(Description marked Exhibit A attached)
See Exhibit B attached hereto.

11/30 [illegible]

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WD-2

This is ( ) unimproved / (X) improved property, known as 141 Neese Drive, Nashville, Tennessee
(House Number) (Street) P. O. Address: (City or Town) (Postal Zone)

To Have and to Hold the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said CALMARK REAL ESTATE FUND, LTD., its successors ~~heirs~~ and assigns, forever.

And I do covenant with the said Calmark Real Estate Fund, Ltd., that I am lawfully seized and possessed of said land in fee simple; have a good right to convey it, and the same is unencumbered, except as hereinabove set forth, and taxes for the year 1982, which the Grantee herein agrees to assume and pay.

And I, I. R. Schulman, myself, my principals, our successors, assigns ~~heirs~~ and representatives, do further covenant and bind to warrant and forever defend the title to the said land to the said Calmark Real Estate Fund, Ltd., its successors ~~heirs~~ and assigns against the lawful claims of all persons whomsoever.

Witness my hand this 3rd day of November, 1982

I. R. Schulman Trustee

I. R. Schulman, Trustee

STATE OF TENNESSEE }
COUNTY OF DAVIDSON }

Personally appeared before me, Annie G Smith, a Notary Public in and for said County and State, the within named I. R. Schulman, Trustee,

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 Nashville, Tennessee, this 3rd day of November, 19 82

Annie G Smith, Notary Public.

Commission expires 4-21-85

STATE OF TENNESSEE }
COUNTY OF DAVIDSON }

Before me, , a Notary Public of the State and County aforesaid, personally appeared , with whom I am personally acquainted, and who, upon oath, acknowledged self to be of the , the within named bargainor, a corporation, and that he as such , being authorized so to do, executed the foregoing instrument for the purpose therein contained, by signing the name of the corporation by self as .

Witness my hand and seal, at office in , this day of , 19 .

, Notary Public.

Commission expires .

EXHIBIT "A"

Description

Land in Davidson County, Tennessee, as of record in Book 5050, page 74, Register's Office for said County.

Commencing with the western right-of-way margin of Glencliff Road and the center line of Neese Drive; thence with the western right-of-way margin of Glencliff Road South 3° 00' West 544.75 feet to the point of beginning; thence continuing with the right-of-way of Glencliff Road South 3° 00' West 648.82 feet to a concrete monument; thence leaving the right-of-way of said road North 86° 50' West 192.0 feet to a point; thence South 2° 45' West 100.0 feet to a point; thence North 86° 50' West 36.0 feet to a point; thence South 3° 00' West 100.0 feet to a point; thence North 86° 50' West 400.0 feet to a point; thence South 2° 46' West 95.70 feet to a point; thence South 9° 20' 30" East 42.97 feet to a point; thence North 87° 17' 30" West 252.28 feet to a point; thence North 3° 41' East 99.09 feet to a point; thence along a phase line between Phase A and Phase B North 26° 30' East 263.0 feet to a point; thence North 2° 30' East 189.0 feet to a point; thence North 43° 03' 59" West 244.55 feet to a point; thence North 47° 35' East 265.78 feet to a point; thence South 86° 50' East 131.16 feet to a point; thence North 2° 33' East 99.87 feet to a point; thence South 86° 50' East 625.34 feet to the point of beginning, said tract containing 15.30 acres, more or less.

Together with the following sanitary sewer easement described as follows:

Commencing with the western right-of-way margin of Glencliff Road and the center line of Neese Drive; thence with the western right-of-way margin of Glencliff Road South 3° 00' West 544.75 feet to a point; thence North 86° 50' West 625.34 feet to a point; thence South 2° 33' West 67.87 feet to the point of begining; thence South 56° 55' 14" West 54.12 feet to a point; thence North 86° 50' West 29.0 feet to a point; thence North 38° 22' West 27.5 feet to a point; thence South 43° 55' 31" West 27.35 feet to a point; thence North 86° 50' West 22.07 feet to a point; thence South 47° 35' West 50.0 feet to a point; thence North 43° 55' 31" East 70.88 feet to a point; thence North 77° 30' East 35.59 feet to a point; thence North 39° 30' East 11.40 feet to a point; thence South 38° 22' East 30.38 feet to a point; thence North 56° 55' 14" East 72.03 feet to a point; thence South 2° 33' West 24.61 feet to the point of beginning.

Being part of the same property conveyed to Lewis D. Pride, Trustee, by deed from Ervin M. Entrekin, Trustee, and Southlake Syndicate acting by and through Ervin M. Entrekin, Trustee, of record in Book 4776, page 854, Register's Office for Davidson County, Tennessee, and by deed from Gertrude Castleman of record in Book 5147, page 145, Register's Office for Davidson County, Tennessee, the said Lewis D. Pride having since died and I. R. Schulman having been appointed Substitute Trustee, by instrument of record in Book 5351, page 829, Register's Office for Davidson County, Tennessee.

The plan of record in Book 5050, page 74, Register's Office for Davidson County, Tennessee shows an owner's certificate and an existing water line running across said property from Glencliff Road to the northwestern line of said property.

Deed of trust executed by Lewis D. Pride, Trustee, to William N. Dearborn, Trustee, of record in Book 5176, page 962, said Register's Office, dated July 26, 1977, to secure to First & Mid-South Mortgage Company, an indebtedness in the amount of $4,972,700.00, and any other sums which may be and become payable under the terms thereof, including but not limited to principal, interest and service fee. (See instrument for complete terms and conditions as well as possible rights and options of the mortgagee, including rights respecting assumption of the debt secured thereby.)

Said deed of trust of record in Book 5176, page 962, amended in Book 5531, page 39, Register's Office for Davidson County, Tennessee.

Said deed of trust assigned to Government National Mortgage Association, by assignment dated November 16, 1979, recorded November 16, 1979, of record in Book 5531, page 688, Register's Office for Davidosn County, Tennessee, and subsequently assigned to the Teacher's Retirement System of the State of Illinois, by assignment of mortgage dated October 16, 1980, recorded November 10, 1980, of record in Book 5676, page 396, Register's Office of Davidson County, Tennessee.

Regulatory Agreement executed by Gazebo Development Company, a Joint Venture, and the Secretary of Housing and Urban Development, dated November 14, 1979, of record in Book 5531, page 44, Register's Office for Davidson County, Tennessee.

Financing Statement No. 31989, recorded November 15, 1979, recorded in the Register's Office for Davidson County, Tennessee, and also of record in Book 5531, page 153, Register's Office for Davidson County, Tennessee.

Financing Statement No. 1045R, recorded November 15, 1979, in the Office of the Secretary of State for the State of Tennessee.

Financing Statement No. 32043, being an assignment of Financing Statement No. 31989, recorded November 16, 1979, Register's Office for Davidson County, Tennessee, being further assigned by No. C 43618, recorded November 13, 1980, Register's Office for Davidson County, Tennessee.

Financing Statement No. 1228, being an assignment of Financing Statement No. 1045, recorded November 16, 1979, Office of the Secretary of State for the State of Tennessee, being further assigned by No. 2080, recorded November 18, 1980, Office of the Secretary of State for the State of Tennessee.

Assignment of UCC-1 of record in Book 5531, page 662, Register's Office for Davidson County, Tennessee.

Rights of tenants as tenants in actual possession of all or any part of the premises other than the insured.

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

RECEIVED OF _____

FOR _____

BOOK 5971 PAGE 320

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.	1,565,483.00		
			17070.30 CO TX	
			.50 PRFEE	
			12.00 WDEED	
			CHECK 17082.30-	
			2713A11/30/82 BAL .00	

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

H 19506

IDENTIF. T. REFERENCE

Nov 30 5 15 PM '82

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 913086