THIS INSTRUMENT PREPARED BY:
BARRETT B. SUTTON, JR.
ATTORNEY AT LAW
3305 WEST END AVENUE
NASHVILLE, TN 37203

WARRANTY DEED

BOOK 5981 PAGE 862

ADDRESS NEW OWNER (S) AS FOLLOWS:	SEND TAX BILLS TO:	MAP PARCEL NUMBERS
HICKORY HILL VENTURE, LTD. (NAME)	SAME (NAME)	96-12-32
2 MUSIC CIRCLE SOUTH (STREET ADDRESS OR ROUTE NUMBER)	(STREET ADDRESS)	Field Bk.
NASHVILLE, TN 37203 (CITY) (STATE) (ZIP)	(CITY) (STATE) (ZIP)	3D-62190

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,

The undersigned, WILLIAM E. CROOK, has bargained and sold, and by these presents does transfer and convey unto HICKORY HILL VENTURE, LTD., a Tennessee Limited Partnership, its successors and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described as follows, to wit:

SEE ATTACHED EXHIBIT A

STATE OF TENNESSEE
COUNTY OF DAVIDSON

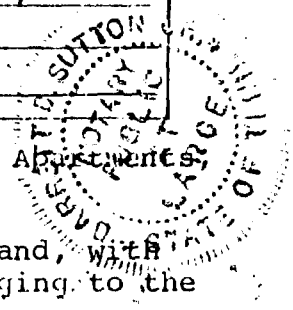
The actual consideration or value whichever is greater, for this transfer is $ 1,060,000.00

Subscribed and sworn to before me, this the 22d day of December, 19 82

Affiant

My commission expires: 4-21-85 (Affix Seal)

Notary Public



This is improved property, known as Hickory Hills Apartments, 276 Stewart's Ferry Pike, Nashville, Tennessee.

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said HICKORY HILL VENTURE, LTD., its successors and assigns. forever.

And I do covenant with the said HICKORY HILL VENTURE, LTD; that I am lawfully seized and possessed of said land in fee simple; that I have a good right to convey it; and that the same is unencumbered, except by restrictions and setback lines of record, by such easements and encumbrances as are hereinafter set forth, and by taxes for the year 1982, which have been prorated and paid by the Grantor herein.

This property is sold subject to:

1. A Deed of Trust executed by William H. Freeman to Harold F. Miller, Jr., Trustee, of record in Book 5113, page 460, in the Register's Office for Davidson County, Tennessee;

2. A Deed of Trust executed by William E. Crook to John G. Doak, Trustee, of record in Book 5235, page 529, said Register's Office;

3. Easement of record in Book 1303, page 21, said Register's Office;

4. Sewer Service Agreement of record in Book 4058, page 963, said Register's Office; and,

5. Such other easements as are shown on a survey made by Turner Engineering Company, Inc., dated May 28, 1964, and revised and updated through October 29, 1982.

And I, WILLIAM E. CROOK, do further covenant and bind myself, my heirs, representatives, and assigns, to warrant and forever defend the title to the said land to the said HICKORY HILL VENTURE, LTD., its successors and assigns, against the lawful claims of all persons whomsoever.

Included in this conveyance are all fixtures and personalty located upon the land and used in connection with the operation of an apartment complex known as Hickory Hills Apartments, including, but not limited to, furniture, furnishings, carpets, appliances, fixtures and laundry equipment.

MARY JEAN CROOK, wife of the said WILLIAM E. CROOK, joins in this conveyance for the purpose of conveying and releasing any rights which she might have in the property herein conveyed by reason of her marital status.

WITNESS our hands this 22d day of December, 1982.

William E. Crook
WILLIAM E. CROOK

Mary Jean Crook
MARY JEAN CROOK

STATE OF TENNESSEE:
COUNTY OF DAVIDSON:

Personally appeared before me, Barrett B. Sutton, Jr., a Notary Public in and for said County and State, the within named WILLIAM E. CROOK, 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 22d day of December, 1982.

Barrett B. Sutton, Jr.
Notary Public

My Commission Expires: 4-24-85

STATE OF TENNESSEE:
COUNTY OF DAVIDSON:

Personally appeared before me, Barrett B. Sutton, Jr., a Notary Public in and for said County and State, the within named MARY JEAN CROOK, 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 official seal at Nashville, Tennessee, this 22d day of December, 1982.

Barrett B. Sutton, Jr.
Notary Public

My Commission Expires: 4-24-85

H22852
IDENTIF. REFERENCE
Dec 23 11 00 AM '82
FELIX Z. WILSON II REGISTER DAVIDSON COUNTY, TN
RUSH

OFFICIAL RECEIPT

EXHIBIT A

A tract or parcel of land in the Third Civil District of Davidson County, Tennessee, described according to a survey made by Turner Engineering Company, Inc., dated May 28, 1964, revised December 17, 1964, January 15, 1965 and August 30, 1966, and updated October 28, 1982, as follows:

Beginning at an iron pin on the westerly margin of Hickory Hill Court (a 50' road) and the southerly margin of a T.V.A. easement, and beginning 301.1 feet southerly from the centerline of Stewart's Ferry Pike; thence in a southerly direction with a 368.5' radius curve to the left, a distance of 149.4 feet to an iron pin; thence South 21° 28' East, a distance of 135.72 feet to an iron pin; thence with a 100' radius curve to the right, a distance of 58.6 feet to an iron pin; thence with a 50' radius curve to the left, a distance of 81.64 feet to an iron pin; thence South 21° 28' East, a distance of 64.2 feet to a concrete monument; thence South 79° 03' West, a distance of 212.4 feet to a concrete monument; thence South 81° 00' West, a distance of 250.11 feet to an iron pin in a fence; thence with a fence North 6° 22' 30" East, a distance of 121.9 feet to an iron pin in a fence; thence continuing with said fence North 4° 10' 30" East, a distance of 454.0 feet to an iron pin in a fence and on the southerly margin of a T.V.A. easement; thence with said T.V.A. easement South 80° 23' East, a distance of 267.7 feet to the point of beginning.

Being the same property conveyed to William E. Crook by deed from William H. Freeman of record in Book 5235, page 527, in the Register's Office for Davidson County, Tennessee.

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

RECEIVED OF _____ BOOK 5981 PAGE 865 _____

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
		1,060,000.00	CO.	
			2756.00	CO TX
			.50	PRFEE
			9.00	MDEED
			CHECK	2765.50-
7191A12/23/82			BAL	.00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

H 22852

IDENTIF. REFERENCE

DEC 23 11 00 AM '82

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 917402