HICKORY WOODS APARTMENTS

SPECIAL WARRANTY DEED

BOOK 5067 PAGE 113

Address New Owner as Follows:	Send Tax Bills To:	Map-Parcel No.
Hickory Woods, Limited c/o Freeman Webb Investments, Inc. 2200 Hillsboro Road, Suite 403 P.O. Box 120718 Nashville, TN 37212	Same	MAP 161 Parcel 141

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

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $ 3,970,000.00

Affiant

Subscribed and sworn to before me, this the 31st day of May, 1983.

Notary Public

My Comm. Expires: 7-21-85

FOR AND IN CONSIDERATION of the sum of One ($1.00) Dollar, cash in hand paid, and other good and valuable consideration receipt of which is hereby acknowledged TENNESSEE TRUST COMPANY, TRUSTEE FOR TIMBERS, LIMITED, a Tennessee limited partnership ("Grantor") has this day bargained and sold and by these presents does hereby bargain, sell, transfer and convey unto HICKORY WOODS, LIMITED, a Tennessee limited partnership ("Grantee"), its successors and assigns, the tracts or parcels of land, described on Exhibit A hereto.

TO HAVE AND TO HOLD the above described tracts or parcels of land with the appurtenances, estate, title and interest thereto to the Grantee herein named, its successors and assigns in fee simple, forever.

The Grantor covenants with the Grantee and its successors and assigns, that Grantor is lawfully seized and possessed of said land, has good and lawful right to convey it, that it is unencumbered

except for the matters set forth in Exhibit B hereto; and Grantor covenants further and binds itself, its successors and assigns, to warrant and forever defend the title to said land to the said Grantee, its successors and assigns, against the lawful claims of all persons claiming under Grantor but not further or otherwise.

IN WITNESS WHEREOF, Grantor has caused this Special Warranty Deed to be executed this 31st day of May, 1983.

TENNESSEE TRUST COMPANY, TRUSTEE
FOR TIMBERS, LIMITED

BY: Arthur Jones, Jr. V.P.

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Before me, Deborah R. Lightfoot, a Notary Public in and for the County and State aforesaid, personally appeared Arthur Jones, Jr., with whom I am personally acquainted, and who upon oath acknowledged himself to be Vice President of Tennessee Trust Company, the within named bargainor, a corporation, and that he as such Vice President, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation as Trustee for Timbers, Limited by himself as Vice President.

Witness my hand and seal, at office in Nashville, Tennessee, this the 31 day of May, 1983.

Deborah R. Lightfoot
NOTARY PUBLIC

My Commission Expires: 7-21-85

DEBORAH R. LIGHTFOOT NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

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IDENTIF. REFERENC

JUN 1 1 33 PM '83

FELIX Z. WILSON III REG
DAVIDSON COUNTY, TE

EXHIBIT A

Land in Davidson County, Tennessee, being part of Lot No. 1, on the Plat of The Timbers, as of record in Book 4460, page 109, Register's Office for said County, located generally on the West side of Nolensville Road, North of Old Hickory Boulevard, according to a survey made by Hart-Freeland-Roberts, Inc., dated February 3, 1981, and being more particularly described as follows:

BEGINNING at a concrete monument in the west margin of Nolensville Road, said point being in the southeast corner of Kingswood Park Subdivision, as of record in Book 2900, page 70, and said point being 435.75 feet South of the centerline of Brewer Street; thence along the west margin of Nolensville Road S 14° 05' E, a distance of 210.0 feet to a point; thence N 83° 59' W, a distance of 532.43 feet to a point; thence S 14° 05' E, a distance of 431.23 feet to a point; thence N 88° 37' W, a distance of 615.00 feet to a point; thence S 80° 51 W, a distance of 242.00 feet to a point; thence N 44° 09' W, a distance of 220.0 feet to a point; thence N 51° 51' E, a distance of 185.0 feet to a point; thence N 27° 09' W, 253.0 feet to a point; thence N 18° 24' W, a distance of 194.0 feet to a point; thence N 0° 32' W, a distance of 57.29 feet to a point; thence S 83° 59' E, a distance of 1,420.0 feet to the point of beginning, containing 15.67 acres, more or less.

BEING the same property conveyed to Tennessee Trust Company, by deed from Kentucky Property Trust, of record in Book 5714, page 822, in the Register's Office of Davidson County, Tennessee.

The said property is encumbered by an easement for construction and maintaining sanitary sewers which was granted First Suburban Water Utility District of Davidson County, Tennessee (Radnor Water District) as more fully set forth in instrument of record in Book 4670, page 26, Register's Office for Davidson County, Tennessee.

The said property further encumbered by an 8-inch sewer line easement and conditions of owner's Certificate, as shown on the Plan of The Timbers, of record in Book 4460, page 109 of the Register's Office for Davidson County, Tennessee.

There is a reciprocal Driveway Easement with American Fletcher National Bank, by instrument of record in Book 5539, page 503, Register's Office for Davidson County, Tennessee.

The said property is subject to the terms and provisions of Lease Agreements between The Timbers Apartments and Home Coin Laundries, of record in Book 4728, page 536, and Book 4940, page 584, Register's Office for Davidson County, Tennessee.

The said property is subject to applicable current zoning and building restrictions of The Metropolitan Government of Nashville, Davidson County, Tennessee.

EXHIBIT B

Deed of Trust executed by Tennessee Trust Company, Trustee, a Tennessee corporation to John Gupton, Trustee of record in Book 5714, page 826, said Register's Office, to secure a note dated February 1, 181, in the principal amount of $1,750,000.00 payable to State Street Bank and Trust Company, subject to terms and conditions therein.

Terms and conditions of Assignment of Leases, Rents and Profits, dated February 1, 1981, by and between Tennessee Trust Company, Trustee, a Tennessee corporation and State Street Bank and Trust Company, of record in Book 5714, page 835, said Register's Office,

Financing Statement filed under the Uniform Commercial Code by Tennessee Trustee for Timbers Limited to State Street Bank and Trust Company in the Book 5714, page 841, Register's Office for Davidson County, Tennessee.

Deed of Trust executed by Tennessee Trust Company, Trustee, to John Gupton, Trustee of record in Book 5714, page 842, said Register's Office, to secure a note dated February 1, 1981, in the principal amount of $500,000.00 payable to Kentucky Property Trust, subject to terms and conditions therein.

Financing Statement filed under the Uniform Commercial Code by Tennessee Trust Company, Trustee for Timbers Limited to Kentucky Property Trust filed for record in Book 5741, page 851, Register's Office for Davidson County, Tennessee.

Easement for constructing and maintaining sanitary sewers was granted First Suburban Water Utility District of Davidson County, Tennessee (Radnor Water District), as more fully set forth in instrument of record in Book 4670, page 26, Register's Office for Davidson County, Tennessee.

An 8 inch sewer line easement and conditions of owner's certificate as shown on the Plan of The Timbers, of record in Book 4460, page 109, Register's Office for Davidson County, Tennessee.

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

Reciprocal Driveway Easement with American Fletcher National Bank by instrument of record in Book 5539, page 503, Register's Office for Davidson County, Tennessee.

Terms and provisions of Lease Agreements between The Timbers Apartments and Home Coin Laundries, of record in Book 4728, page 536, and Book 4940, page 584, Register's Office for Davidson County, Tennessee.

The survey of the premises made by Hart-Freeland-Roberts, Inc., dated May 27, 1976, revised June 5, 1980, February 3, 1981, and May 2, 1983 shows a 24" R.C.P., a 10" R.C.P. with catch basin, and a 18" R.C.P. and catch basin, along the northerly portion of Insured premises.

OFFICIAL RECEIPT

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

RECEIVED OF

BOOK 6067 PAGE 117

FOR

CO -CONVEYANCE	CC -CERTIFIED COPY	MISC -MISCELLANEOUS
MO -MORTGAGE	REL -RELEASE	COTX -STATE TAX CONVEY
WD -WARRANTY DEED	UCC -UNIFORM COMMERCIAL CODE	MOTX -STATE TAX MORT
TD -TRUST DEED		PRFEE -PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID
		3,970,000.00	Conv.	
			10322.00 CO TX	
			.50 PRFEE	
			12.00 WDEED	
			CHECK 10334.50-	
			1645A06/01/83 BAL .00	

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

H 5 1 2 2 3

IDENTIF. REFERENCE

JUN 1 1 33 PM '83

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 953008