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

Address New Owner as follows:
Crow Bell Road Associates
c/o RONALD J. GAFFORD
2849 PACES FERRY RD.-ST.140
ATLANTA, GA. 30339

Send Tax Bills to: (SAME)

Map-Parcel No. 163-90

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $2,031,250.00.

David J. Elwell
Affiant

Subscribed and sworn to before me, this the 1st day of June, 1984.

Notary Public

My Comm. Expires: 11-21-85

SPECIAL WARRANTY DEED

FOR AND CONSIDERATION OF the sum of Ten Dollars, cash in hand paid by Crow Bell Road Associates, a Georgia Limited Partnership, hereinafter referred to as GRANTEE, and other good and valuable considerations, the receipt and sufficiency of which are hereby acknowledged, McDowell Development Corporation, a Tennessee corporation, hereinafter referred to as GRANTOR, has bargained and sold, and by these presents does transfer and convey unto GRANTEE, its 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 MADE A PART HEREOF

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to GRANTEE, its successors and assigns, forever, and GRANTOR does covenant with GRANTEE that GRANTOR is lawfully seized and possessed of said land in fee simple, has a good right to convey it, and the same is unencumbered, unless otherwise set forth in Exhibit B attached hereto and made a part hereof; and GRANTOR does further covenant and bind itself, its successors, assigns and representatives, to warrant and forever defend the title to the said land to GRANTEE, its successors and assigns, against the lawful claims of all persons whomsoever; provided, however, that all warranties of GRANTOR herein contained are expressly limited to parties claiming by, through or under GRANTOR.

IN WITNESS WHEREOF, GRANTOR has caused this instrument to be executed by its duly authorized representatives on this 1 day of June, 1984.

McDOWELL DEVELOPMENT CORPORATION,
a Tennessee corporation

BY: David Clary

ITS: Vice-President

I 26080 RECEIVED
IDENTIF. REFERENCE
JUN 1 12 31 PM '84
FELIX Z. WILLIAMS III REGISTER
DAVIDSON COUNTY, TN

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, Patricia L. Stone, a Notary Public in and for the County and State aforesaid, personally appeared David S. Gary, with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged himself to be Vice President of McDowell Development Corporation 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 by David S. Gary as such Vice President.

Witness my hand and seal, at office in Nashville Tennessee, this the 1st day of June, 1984.

Patricia L. Stone
NOTARY PUBLIC

My Commission Expires: 7-21-85

EXHIBIT "A"

A tract of land in the First Civil District of Metropolitan Nashville-Davidson County, Tennessee, more particularly described as follows:

Beginning at an iron pin set in the south right-of-way line of Bell Road, 40 feet from the center line, at the northeast corner of Lot 1, Bell Trace, Section 1, as recorded in Plat Book 5210, page 36, Register's Office of Davidson County, Tennessee, the northwest corner of the herein described tract; thence, with the south right-of-way line of Bell Road, with a curve to the left having a radius of 1460.33 feet, a distance of 20.92 feet, to an existing highway monument, said curve has a chord bearing and distance of North 81°43'56" East 20.92 feet; thence, North 82°02'17" East 731.95 feet to an existing right-of-way monument; thence, with a curve to the right having a radius of 2762.00 feet, a distance of 422.88 feet to an existing right-of-way monument; said curve has a chord bearing and distance of North 86°23'00" East 422.46 feet; thence South 76°24'42" East 87.63 feet to an existing right-of-way monument; thence North 89°52'59" East 96.92 feet to an iron pin set; thence with the west boundary line of the Robert A. McDowell property as recorded in Deed Book 4034, page 945, Register's Office of Davidson County, Tennessee, South 04°48'05" West 337.00 feet to a railroad spike set; thence South 83°22'27" East 40.00 feet to an iron pin set; thence, with the Robert A. McDowell property and the west boundary line of the Sutton Place Associates property as recorded in Deed Book 5456, page 691, Register's Office of Davidson County, Tennessee with a fence South 06°37'33" West 150.00 feet to an existing iron pin; thence, with the Sutton Place Associates property, with a fence South 33°54'20" East, 126.05 feet to an existing iron pin; thence, with the Sutton Place Associates property and the west boundary line of the William J. Berry, Jr. Trustee property as recorded in Deed Book 6092, page 416, Register's Office of Davidson County, Tennessee with a fence South 20°38'42" West 751.37 feet to an existing iron pin; thence, with the William J. Berry, Jr., Trustee property with a fence, South 09°12'37" East 99.23 feet to an existing iron pin; thence, North 78°26'38" West 237.20 feet to a corner post; thence South 04°53'01" West 280.27 feet to an existing iron pin; thence with the William J. Berry, Jr., Trustee property and the west boundary line of the Robert A. McDowell Property as recorded in Deed Book 4034, page 945 and the Interchange Development Corporation property as recorded in Deed Book 4158, page 352, Register's Office of Davidson County, Tennessee, with a fence, South 03°26'55" West 831.95 feet to an existing iron pin; thence, South 04°50'12" West 313.84 feet to an existing P.K. nail in a corner stone; thence with a fence, North 86°48'54" West 1316.28 feet to an existing iron pin; thence, with the east boundary line of Hickory Park Villa Subdivision, Section 2, as recorded in Plat Book 5200, page 603, Register's Office of Davidson County, Tennessee, North 14°53'11" West 139.60 feet to an iron pin set; thence, North 03°46'27" East 120.16 feet to an existing iron pin; thence, with Hickory Park Villa, Section 2 and the east boundary boundary line of Mill Creek Club, Addition to Section 1, Phase 1 as recorded in Plat Book 5050, page 103, Register's Office of Davidson County, Tennessee, North 28°39'00" East 626.84 feet to an existing iron pin; thence, with Mill Creek Club, Addition to Section 1, Phase 1 North 07°08'31" East 102.65 feet to an existing iron pin; thence, North 06°05'58" East 216.37 feet to an existing iron pin; thence, North 01°40'58" West 254.26 feet to an existing iron pin; thence, North 03°34'47" West 149.34 feet to an existing iron pin; thence North 01°22'03" West 178.30 feet to an existing iron pin; thence, with the east boundary line of Bell Trace, Section 1 as recorded in Plat Book 5210, page 36, North 00°10'15" East 194.37 feet to an existing iron pin; thence, North 10°39'16" East 208.13 feet to an existing iron pin; thence, North 53°11'38" East 145.50 feet to an iron pin set; thence, North 56°58'23" East 96.95 feet to an existing iron pin; thence, North

06°57'13" West 346.50 feet to the point of beginning and containing 81.25 acres; being a portion of the property of McDowell Development Corporation as recorded in Deed Book 4634, page 781, Register's Office of Davidson County, Tennessee; and being shown on that certain Boundary Survey of McDowell Development Corp. Property for Crow-Terwilliger Partners, Inc. prepared by Ragan, Smith, Murphy & Associates, Inc., dated April 30, 1984, last revised May 23, 1984, and bearing the certification of John E. Cleghorn, Tennessee Registered Land Surveyor No. 1440.

Being a portion of the same property conveyed to McDowell Development Corporation, a Tennessee corporation, by Deed from Ben A. Shelton and wife, Carol D. Shelton, of record in Book 4634, page 781, Register's Office for Davidson County, Tennessee.

EXHIBIT "B"

1. Taxes for 1984, a lien, but not yet due and payable.

2. Permanent easement and right-of-way for electric power transmission purposes vested in the United States of America by decree in the cause of United States of America for the use of the Tennessee Valley Authority vs. Ben A. Shelton and wife, and others, No. 1994, United States District Court for the Middle District of Tennessee, Nashville Division. The judgment in said cause is recorded in Book 2876, page 107, Register's Office for Davidson County, Tennessee.

3. Proposed right-of-way dedication as recorded in Plat Book 5200, page 290, Register's Office for Davidson County, Tennessee as shown on the plat of survey by Ragan, Smith, Murphy & Associates, Inc., dated April 30, 1984 and last revised on May 23, 1984.

PREPARED BY:

OFFICIAL RECEIPT

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

RECEIVED OF_____

FOR_____

BOOK 6305 PAGE 526

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.	2,031,250.00		
			5281.13 CSTAX	
			.50 PRFEE	
			15.00 MISC	
			CHECK	5296.63
			138CA06/01/84 CAL	.00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

I 26080

IDENTIF. REFERENCE

JUN 1 12 31 PM '84

FELIX Z. WILSON, II REGISTER
DAVIDSON COUNTY, TN

No. 0040773