jmb70:9/4/84

Litton Park Apartments
Nashville, Tennessee

FROM: DAVID W. TALLEY, TRUSTEE

TO: LITTON PARK ASSOCIATES

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

Address New Owner as follows:	Send Tax Bills to:	Map-Parcel No.
c/o J. Gregory Hale Suite 4, 2209 State Street Nashville, Tennessee 37203	Same	72-10; 344 72-10; 158 72-10; 144

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $2,479,652.89.

Affiant

Subscribed and sworn to before me, this the 11th day of September, 1984.

Notary Public

My Commission Expires: 1-31-86

DEED

FOR AND IN CONSIDERATION OF the sum of Ten Dollars, cash in hand paid by the hereinafter named Grantee, and other good and valuable consideration, the receipt of which is hereby acknowledged, David W. Talley, Trustee, hereinafter called the Grantor, has bargained and sold, and by these presents does transfer and convey unto Litton Park Associates, hereinafter called the Grantee, its successors and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described on Exhibit A attached hereto and incorporated herein by reference as if fully set out herein.

3711

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the Grantee, its successors and assigns, in fee simple forever.

Grantor covenants with the Grantee that it is lawfully seized and possessed of said land, has a good and lawful right to convey it, that it is unencumbered except as herein set out; and Grantor further convenants and binds itself and its successors, assigns, and representatives, to warrant and forever defend the title to the said land to the said Grantee, its successors and assigns, against the lawful claims of all persons. All warranties of Grantor herein are expressly limited to those persons or parties claiming, by, through, or under Grantor.

Grantor further quitclaims, transfers and conveys to Grantee all of Grantor's right, title, and interest in and to the following parcel of land in Davidson County, State of Tennessee, described on Exhibit B attached hereto and incorporated herein by reference as if fully set out herein.

IN WITNESS WHEREOF, Grantor or its authorized representative has executed this Deed as of the 31st day of August, 1984.

David W. Talley, Trustee

David W. Talley, Trustee

STATE OF TENNESSEE)
COUNTY OF)

Personally appeared before me, _____, a Notary Public in and for said County and State, the within named David W. Talley, 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 seal, at office in _____, Tennessee, this the 11th day of September, 1984.

_____
Notary Public

My Commission Expires: _____

EXHIBIT A

Land in the First Civil District of Davidson County, Tennessee, being Lot No. 6 on the Plan of Eastmoor as of record in Book 547, page 178, Register's Office for Davidson County, Tennessee, and a tract of 5.13 acres, more or less, and further described according to a boundary survey of Litton Apartments, dated June 26, 1984, prepared by Gary R. Cummings, Registered Land Surveyor, Tennessee No. 36, as follows:

Beginning at an iron pin in the northerly margin of Delmas Avenue, said pin being 620 feet, more or less, from the centerline of Gallatin Road; thence N 20° 16' 57" E 233.99 feet to an iron pin; thence N 19° 17' 26" E 298.20 feet to an iron pin; thence N 70° 01' 29" W 230.46 feet to a concrete monument; thence N 21° 54' 03" E 139.68 feet to an iron pin; thence N 14° 42' 30" E 101.30 feet to an iron pin; thence N 75° 12' 43" W 87.14 feet to an iron pin; thence N 18° 50' 15" E 120.05 feet to an iron pin; thence S 79° 53' 44" E 237,00 feet to an iron pin; thence N 05° 20' 00" E 271.70 feet to an iron pin in the southerly margin of Litton Avenue; thence with said margin S 84° 14' 10" E 50.00 feet to an iron pin; thence leaving said Litton Avenue S 05° 15' 00" W 340.80 feet to an iron pin; thence S 70° 33' 59" E 203.86 feet to an iron pin in the westerly line of the E. B. Rucker Subdivision of record in Book 1130, page 20, Register's Office for Davidson County, Tennessee; thence with said line S 19° 49' 17" W 590.80 feet to an iron pin; thence N 85° 04' 00" W 132.00 feet to an iron pin; thence S 20° 16' 57" W 247.70 feet to an iron pin in the northerly margin of Delmas Avenue; thence with said margin of Delmas Avenue N 70° 10' 23" W 50.00 feet to the point of beginning.

Being the same property conveyed to Jimmy H. Dunn, Trustee, by deed from William Howard Freeman and William Criswell Freeman, successor co-trustees of a Trust created by Trust Agreement dated May 1, 1971, between Robert Lewis Freeman and James Richard Freeman, Grantors and R. L. Freeman, Trustee, of record in Book 4876, page 548, Register's Office for Davidson County, Tennessee, said deed to Jimmy H. Dunn, Trustee of record in Book 5364, page 679, said Register's Office, and by Substitution of Trustee and Amendment to Trust Agreement of record in Book 5470, page 508, said Register's Office, David W. Talley was appointed Successor Trustee for Jimmy H. Dunn.

This property is conveyed subject to the following:

(1) 1984 Metropolitan Government Taxes--a lien, but not yet due and payable.

(2) Deed of Trust from Jimmy H. Dunn, Trustee, to James C. Latta, Jr., Trustee dated November 16, 1978 of record in Book 5364, Page 682, Register's Office for Davidson County, Tennessee to secure an indebtedness evidenced by a Promissory Note of even date in the original principal amount of $1,619,900.00 payable to DeFranceaux Realty Group, successor of DRG Financial Corporation, and assigned to DRG Financial Corporation, by instrument of record in Book 5519, Page 363, said Register's Office and further assigned to DRG Funding Corporation, by instrument of record in Book 5981, Page 828, said Register's Office. Said Deed of Trust is subject to the terms and conditions of a Regulatory Agreement for Multi-Family Housing Projects of record in Book 5364, Page 687, said Register's Office.

(3) Litton Park Apartments Trust Agreement of record in Book 5364, Page 669, said Register's Office, as amended by Substitution of Trustee and Amendment to Trust Agreement of record in Book 5470, Page 508, said Register's Office.

(4) A boundary survey of Litton Apartments, dated June 26, 1984, by Gary R. Cummings, registered land surveyor, shows a fence and drive encroachment along the southwesterly portion of said property near Delmas Avenue, and a fence encroachment along the westerly portion of said property abutting a tract owned by L.C.B. Company, Inc., easements for water main, sanitary sewers and power lines as shown on said survey, and that the fence lines are not necessarily the property lines.

EXHIBIT B.

DESCRIPTION:

Land in the 11th Civil District of Davidson County, Tennessee, being Lot No. 6 on the Plan of Eastmoor as of record in Book 547, page 178, said Register's Office, and a tract of 5.13 acres, more or less, described according to a survey made by E. Ralph Roberson, Jr., February 15, 1978, being more particularly described together as follows:

BEGINNING on the northerly margin of Delmas Avenue at the corner of Lots Nos. 5 and 6 on the Plan of Eastmoor Place; thence with the line between the said lots N 19 deg. 43' 30" East, 234.30 feet to an iron pin; thence N 20 deg. 06' 20" East, 298.20 feet to an iron pin; thence N 69 deg. 18' 20" West, 230.46 feet to a concrete monument; thence N 20 deg. 57' 00" East, 139.68 feet to an iron pin; thence N 18 deg. 05' 00" East, 101.30 feet to an iron pin; thence N 74 deg. 22' 00" West 87.00 feet to an iron pin; thence N 19 deg. 22' 15" East, 120.05 feet to an iron pin; thence S 78 deg. 58' 00" East, 237.00 feet to an iron pin; thence N 05 deg. 20' 00" East, 271.70 feet to an iron pin in the southerly margin of Litton Avenue; thence with said margin south 83 deg. 39' 30" East, 50.00 feet to an iron pin; thence leaving said Litton Avenue S 05 deg. 15' 00" West, 340.30 feet to an iron pin; thence S 69 deg. 11' 00" East, 202.60 feet to an iron pin in the westerly line of the E. B. Rucker Subdivision of record in Book 1130, page 20, said Register's Office; thence with said line S 20 deg. 36' 00" west, 590.80 feet to an iron pin; thence with the north line of heretofore said Eastmoor Place N 83 deg. 57' 00" West, 132.00 feet to an iron pin at the northwest corner of Lot No. 7 in said Eastmoor Place Subdivision; thence with the line between said Lot No. 7 and No. 6 of said Subdivision, South 19 deg. 43' 30" West, 247.70 feet to an iron pin in the northerly margin of Delmas Avenue; thence with said margin N 68 deg. 55' 30" West, 50.00 feet to the point of beginning and containing an area of 235,343.5 square feet (5.40 acres more or less).

Being the same property conveyed to Jimmy H. Dunn, Trustee, by deed from William Howard Freeman and William Criswell Freeman, successor co-trustees of a Trust created by Trust Agreement dated May 1, 1971, between Robert Lewis Freeman and James Richard Freeman, Grantors and R. L. Freeman, Trustee, of record in Book 4876, page 548, Register's Office for Davidson County, Tennessee, said deed to Jimmy H. Dunn, Trustee of record in Book 5364, page 679, said Register's Office, and by Substitution of Trustee and Amendment to Trust Agreement of record in Book 5470, page 508, said Register's Office, David W. Talley was appointed Successor Trustee for Jimmy H. Dunn.

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1:49 1:17.

IDENTIF. REFERENCE

SEP 12 10 31 AM '84

DAVIDSON COUNTY, TN

OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY

NASHVILLE, TENNESSEE

RECEIVED OF_____

FOR_____

BOOK 6379 PAGE 682

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

2,479,652.89 Conv.

6447.22 CSTAX .
.50 PRFEE
15.00 WDEED
CHECK 6462.72-
9711A09/12/84 BAL .00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

I 4 9 1 1 7

IDENTIF. REFERENCE

SEP 12 10 33 AM '84

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 0068262