Address New Owner:	Send Tax Bills to:	Map-Parcel Numbers
Winston Place Associates c/o Southeast Venture Companies 301 South Perimeter Park Drive Nashville, Tennessee 37211	Same	171-149 (Davidson) (7DZ-37914) 11-118 } (Williamson) 11-117

This instrument prepared by: Boult, Cummings, Conners & Berry, 222 Third Avenue, North, P. O. Box 198062, Nashville, TN 37219

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of TEN DOLLARS ($10.00) cash in hand paid, and other good and valuable considerations, the receipt and sufficiency of all of which are hereby acknowledged, THOROUGHBRED, INC., a Tennessee corporation (the "Grantor") has bargained and sold, and by these presents does transfer and convey unto the said WINSTON PLACE ASSOCIATES, a Tennessee partnership composed of Winston Place Associates, Ltd., a Tennessee limited partnership, and Intereal Company, a Tennessee corporation (the "Grantee"), Grantee's successors and assigns, a certain tract or parcel of land in Davidson and Williamson Counties, State of Tennessee, described in Exhibit A which is attached hereto and incorporated herein by reference (the "Property").

This conveyance of the Property, and all covenants and warranties contained herein, are made expressly subject to the following:

1. Real estate taxes for the current year which have been prorated between the parties.

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $ 1,388,806.00.

Affiant

Subscribed and sworn to before me this 27th day of February, 1985.

Notary Public
My Commission Expires: 11-7-87

NOTARY PUBLIC DAVIDSON COUNTY, TN

08/28 3623.38- CHECK

4866

This is unimproved property, known as a portion of Tract Two and Tract Three, Maryland Farms East Park.

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

And Grantor covenants with the Grantee that the Property is free from all encumbrances made or suffered by it, except to the extent otherwise set forth in this Deed.

And Grantor does further covenant and bind itself, 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 claiming by, through, or under it.

IN WITNESS WHEREOF, the Grantor has caused this Deed to be executed this 27th day of February, 1985, the corporate party, if any, having caused its name to be signed hereto by its duly authorized officers on said day and date.

I 8 6 1 3 0

T IDENTIF. REFERENCE
FEB 28 4 16 PM '85
FELIX G. WILSON JR. REGISTER
DAVIDSON COUNTY, TN

Thoroughbred, Inc.

By George A. Volkert
George A. Volkert, President

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Before me, Andrea Barach, a Notary Public of the State and County aforesaid, personally appeared George A. Volkert, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be president of Thoroughbred, Inc., the within named bargainor, a corporation, and that he as such president, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as President.

WITNESS my hand and seal, at office in Nashville, Tennessee, this 27th day of February, 1985.

Andrea Barach
Notary Public

My Commission Expires: 11-9-87

ANDREA BARACH NOTARY PUBLIC DAVIDSON COUNTY TENN

EXHIBIT A

Legal Description

MARYLAND FARMS EAST PARK
TRACT TWO

Being a parcel of land in the First Civil District, Nashville, Davidson County, Tennessee, located on the southerly side of Old Hickory Boulevard, said parcel being Tract No. Two (Reserved Parcel) as shown on the plan of the resubdivision of Tract Two, Maryland Farms East Park as of record in Book 5200, Page 660, R.O.D.C. and being more particularly described as follows:

BEGINNING at a point in the southerly margin of Old Hickory Boulevard, said point being S 88° 19' 23" E, 313.25 feet from the centerline of East Park Drive said point being the northeasterly most corner of Lot No. Six as shown on said plan of the resubdivision of Tract Two, Maryland Farms East Park also being the northwesterly most corner of the herein described parcel;

THENCE, with the southerly margin of said Old Hickory Boulevard the following calls:

S 88° 19' 23" E, 320.14 feet;

With a curve to the left 239.03 feet, said curve having a central angle of 09° 00' 37", a radius of 1,520.00 feet and a tangent of 119.76 feet;

N 82° 40' E, 254.56 feet;

THENCE, leaving said southerly margin of Old Hickory Boulevard with a curve to the right 257.28 feet, said curve having a central angle of 22° 40' 42", a radius of 650.00 feet and a tangent of 130.34 feet;

THENCE, S 56° 51' 03" W, 363.90 feet;

THENCE, S 57° 56' 41" W, 71.94 feet to the northeasterly corner of Tract No. Three as shown on the aforementioned plan of record in Book 5200, Page 660, R.O.D.C.;

THENCE, N 86° 28' 42" W, 290.29 feet with a portion of the northerly line of said Tract No. Three, to the southwesterly corner of Lot No. Six as of record in Book 5200, Page 660, R.O.D.C.;

THENCE, N 03° 31' 18" E, 364.38 feet with the easterly line of said Lot No. Six, to the point of beginning.

Containing 4.91 acres, more or less.

EXHIBIT A

LEGAL DESCRIPTION
(cont.)

MARYLAND FARMS, EAST PARK
Tract Three

Being a tract of land in Brentwood, the Fifteenth Civil District of Williamson County, Tennessee, located in the northeast quadrant of Harpeth Drive and East Park Drive, being Tract Three, shown on Maryland Farms, East Park, of record in Book 5200, page 655, Register's Office for Davidson County, and Book 8, page 107, Register's Office for Williamson County, Tennessee, as replatted by the Final Plat Section 23, Maryland Farms, East Park, of record in Book 9, page 75, said Register's Office, and being more particularly described as follows:

BEGINNING at a point in the easterly margin of East Park Drive, said point being 237.16 feet north of the northerly margin of Harpeth Drive, also being the southwest corner to Lot No. 6, shown on the resubdivision of Tract Two, Maryland Farms, East Park, of record in Book 5200, Page 660, R.O.D.C.;

THENCE, leaving said East Park Drive, S 86° 28' 42" E, 485.29 feet to the westerly boundary to Edwin Raskin Company, of record in Book 369, Page 437, R.O.W.C.;

THENCE, with said westerly boundary S 57° 56' 41" W, 197.02 feet to an iron pin;

THENCE, with the westerly boundary to Clifford G. Vaughn, of record in Book 160, Page 281, R.O.W.C., S 56° 49' 39" W, 217.48 feet to a point in the northerly margin of Harpeth Drive;

THENCE, with said margin of Harpeth Drive in a northwesterly direction with a curve to the left 140.05 feet to a point, said curve having a radius of 1,430.00 feet, a central angle of 5° 36' 41", and a tangent distance of 70.08 feet;

THENCE, in a northeasterly direction with a curve to the right, 25.77 feet to a point in the easterly margin of East Park Drive, said curve having a radius of 15.00 feet, a central angle of 98° 24' 56" and a tangent distance of 17.38 feet;

THENCE, continuing in a northeasterly direction with a curve to the left and with the easterly margin of said East Park Drive 50.50 feet to a point; said curve having a radius of 330.00 feet, a central angle of 8° 46' 07", and a tangent distance of 25.30 feet;

THENCE, continuing with said margin N 3° 31' 18" E, 169.28 feet to the point of beginning.

Containing 1.76 acres, more or less.

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

RECEIVED OF _____ BOOK 6501 PAGE 663

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
	CO	1-389.906.00	3610.88	CSTAX
			.50	PRFEE
			12.00	WDEED
				CHECK 3623.38-
			4866A02/28/85	BAL .00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

I: 8: 6: 1 3: 0

IDENTIF. REFERENCE

FEB 29 4 16 PM '85

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 112159