THIS INSTRUMENT PREPARED BY: BUCHANAN & EDWARDS, Attorneys at Law
271 West Main Street, Hendersonville, TN 37075

SPECIAL WARRANTY DEED BOOK 6530 PAGE 105

NEW OWNER(S):	SEND TAX BILLS TO:	MAP PARCEL NUMBERS:
THE COUNTRYWOOD INVESTMENT GROUP, LTD. 608 Gallatin Road, North Madison, Tennessee 37115	SAME	Map 161 Parcel 134

FOR AND IN CONSIDERATION of the sum of Ten Dollars ($10.00) cash in hand paid and other good and valuable consideration, including a Wrap-Around Deed of Trust and Security Agreement in the original principal amount of Two Million Five Hundred Thousand and 00/100 Dollars ($2,500,000.00), the receipt of which is hereby acknowledged, THE COUNTRYWOOD GROUP, LTD., a Tennessee Limited Partnership, hereinafter referred to as Grantor, has this day bargained and sold, and does hereby transfer and convey unto THE COUNTRYWOOD INVESTMENT GROUP, LTD., a Tennessee Limited Partnership, hereinafter referred to as Grantee, its successors, heirs and assigns, certain real estate in Davidson County, Tennessee, as follows:

LAND in Davidson County, Tennessee, being Lot No. 56 on the Map showing McMurray Woods Addition, Section 2, of record in Book 4660, page 43, Register's Office for said County, described as follows:

BEGINNING at a point in the easterly margin of Amalie Drive, said point being 1150.5 feet northerly from the right-of-way of the intersection of Old Hickory Boulevard and Amalie Drive; thence along the easterly margin of Amalie Drive North 11°44' East 142.82 feet to a point which is the beginning of a curve to the left having a radius of 612.48 feet; thence continuing northwardly along said curve and along the easterly margin of Amalie Drive, 208.23 feet to a point; thence continuing with the easterly margin of Amalie Drive, North 7°45' West 64.70 feet to a point; thence continuing with the margin of proposed Amalie Drive, North 87°04' East 2.72 feet to a point; thence continuing with the easterly margin of proposed Amalie Drive, and along a curve to the right having a radius of 768.86 feet, a distance of 60.70 feet to a point; thence continuing with the easterly margin of proposed Amalie Drive, North 1°35' East 603.59 feet to a point; thence leaving said margin of said Drive, South 88°55' East 645.95 feet to a point; thence South 4°13' West 543.17 feet to a point; thence South 7°25' West 89.45 feet to a point; thence South 5°15' West 238.97 feet to a point; thence South 3°48' West 175.89 feet to a point; thence South 0°18' West 226.48 feet to a point; thence South 83°09' West 443.39 feet to a point; thence South 86°08' West 15.73 feet to a point; thence North 3°08' West 232.86 feet to a point; thence North 78°17' West 140.12 feet to the point of beginning.

BEING the same property conveyed to The Countrywood Group, Ltd., by deed from Thomas E. Stewart, Trustee, of record in Book 5585, page 434, Register's Office for Davidson County, Tennessee.

THE ABOVE DESCRIBED REAL PROPERTY IS FREE AND UNENCUMBERED EXCEPT AS FOLLOWS:

1. 1985 taxes constitute a lien, although not due and payable (1984 taxes in the amount of $29,087.92 - PAID.)

2. Deed of trust executed by S. F. Company, Inc., d/b/a Countrywood Apartments, Inc., of record in Book 4913, page 228, said Register's Office, to secure to New York Life Insurance Company the payment of one note in the principal amount of $1,200,000.00 payable as set forth therein; said note being additionally secured by Assignment of Leases of record in Book 4913, page 237, said Register's Office; and a Financing Statement of record in Book 4913, page 247, said Register's Office; and amended in Book 4913, page 260, said Register's Office; and continued in Book 5583, page 627, said Register's Office.

3. Lease Agreement between Countrywood Apartments and Home Coin Laundries of record in Book 4940, page 554, said Register's Office.

4. Easements, encroachments, and any other matters as shown by Plan of record in Book 4660, page 43, said Register's Office.

5. Agreement for dedication of easement for access road and appurtenances of record in Book 5046, page 47, said Register's Office.

6. Wrap-Around Deed of Trust and Security Agreement from The Countrywood Group, Ltd. to Thomas E. Stewart, Trustee, to secure to Countrywood Limited the principal sum of $1,760,000.00 of record in Book 5585, page 437, Register's Office for Davidson County. Said deed of trust is inclusive of the indebtedness owing to New York Life Insurance Company.

This is improved property, known as: The Countrywood Apartments
Nashville, Tennessee

TO HAVE AND TO HOLD said real estate, with the appurtenances, estate, title and interest belonging to the said GRANTEE, its successors, heirs and assigns forever. We covenant that we are lawfully seized and possessed of said real estate in fee simple, have a good right to convey it, and that the same is unencumbered, except as set forth above. We further covenant and bind ourselves, our heirs and representatives, to warrant and forever defend the title to said real estate to said GRANTEE, its successors, heirs and assigns, against every person whomever, claiming or to claim under the same, or any part thereof, by, from or under GRANTOR, but not otherwise.

WITNESS my hand this 5th day of April, 1985, the corporate party, if any, having caused its name to be signed hereto by its duly authorized officers on said day and date.

THE COUNTRYWOOD GROUP, LTD.,
a Tennessee Limited Partnership

BY: COUNTRYWOOD ASSOCIATES,
the General Partner

BY: Randy E. Chance
Randy E. Chance
Partner

BOOK 6530 PAGE 107

STATE OF TENNESSEE)
COUNTY OF Sumner)

The actual consideration or value, whichever is greater, for this transfer is $ 3,400,000.00.

Homer E. Chance
AFFIANT

Sworn to and subscribed before me, this 5th day of April, 1985.

Randy B. Chance
NOTARY PUBLIC

My Commission Expires: 10-25-86

STATE OF TENNESSEE)
COUNTY OF Sumner)

Before me, the undersigned, a Notary Public of the State and County aforesaid, personally appeared RANDY E. CHANCE, with whom I am personally acquainted, and who, upon oath, acknowledged himself to be a partner of COUNTRYWOOD ASSOCIATES, a Tennessee General Partnership, the General Partner of THE COUNTRYWOOD GROUP, LTD., a Tennessee Limited Partnership, and that he as such partner, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the general partnership by himself as partner.

Witness my hand and seal, at office in Hendersonville, Tennessee, this 5th day of April, 1985.

Randy B. Chance
NOTARY PUBLIC

My Commission Expires: 10-25-86

I 95442

IDENTIFICATION REFERENCE

APR 10 8 21 AM '85

REGISTER'S OFFICE
DAVIDSON COUNTY, TN

RECD

6592 04/10 8849.50- CHECK

OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 6530 PAGE 108

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
		3,400,000.00 CONV.		

8840.00 CSTAX
.50 PRFEE
5.00 WDEED
CHECK 8849.50-
6592A04/10/85 BAL .00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

I 9 5 4 4 2

IDENTIF. REFERENCE

APR 10 8 21 AM '85

REGISTER OF DAVIDSON COUNTY, TN

No. 123567