FORM NO. WD-1

RE-RECORD

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STATE OF TENNESSEE }
COUNTY OF DAVIDSON }

THE ACTUAL CONSIDERATION OR VALUE, WHICHEVER IS GREATER, FOR THIS TRANSFER IS $1,540,250.00

Edwd Charles Rembert
Affiant

SUBSCRIBED AND SWORN TO BEFORE ME, THIS THE 17th DAY OF July 1985.

Patty D. Welch
Notary Public

MY COMMISSION EXPIRES: 1/21/86

(AFFIX SEAL)

THIS INSTRUMENT WAS PREPARED BY
Denney, Lackey & Chernau, P.O. Box 3429, Nashville, Tennessee 37219-3429
NAME ADDRESS

ADDRESS NEW OWNER (S) AS FOLLOWS:	SEND TAX BILLS TO:	MAP-PARCEL NUMBERS
Heritage Homes, Inc. (NAME)	SAME (NAME)	(160-45) (6DU-61150)
229 Ward Circle, Suite C12 (STREET ADDRESS OR ROUTE NUMBER)	(STREET ADDRESS)	(160-28) (6DU-61070) (160-29) (6DU-61050) (160-31) (6DU-61030) (160-30) (6DU-61040)
Brentwood, Tennessee 37027 (CITY) (STATE) (P. O. ZIP)	(CITY) (STATE) (ZIP)	

FOR AND IN CONSIDERATION OF THE SUM OF TEN DOLLARS, CASH IN HAND PAID BY THE HEREINAFTER NAMED GRANTEES, AND OTHER GOOD AND VALUABLE CONSIDERATIONS, THE RECEIPT OF WHICH IS HEREBY ACKNOWLEDGED, WE, JOYCE C. RYBOLT, TRUSTEE FOR 1975 JEFFERSON C. PENNINGTON TRUST AND 1975 THOMAS GUV PENNINGTON TRUST, JEFFERSON C. PENNINGTON, JR., AND THOMAS GUV PENNINGTON

HEREINAFTER CALLED THE GRANTORS, HAVE BARGAINED AND SOLD, AND BY THESE PRESENTS DO TRANSFER AND CONVEY UNTO HOMES BY HERITAGE, INC.

HEREINAFTER CALLED THE GRANTEES, THEIR HEIRS 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

J 2 1 5 0 0

IDENTIF. REFERENCE

JUL 17 2 34 PM '85

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

RE-RECORD

J 2 2 3 3 1

IDENTIF. REFERENCE

JUL 22 10 49 AM '85

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

unimproved ( )
This is improved ( ) property, known as _____
(House Number) (Street) (P. O. Address) (City or Town) (Postal Zip)

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said GRANTEES, their heirs and assigns, forever; and we do covenant with the said GRANTEES that we are lawfully seized and possessed of said land in fee simple, have a good right to convey it, and the same is unencumbered, unless otherwise herein set out; and we do further covenant and bind ourselves, our heirs and representatives, to warrant and forever defend the title to the said land to the said GRANTEES, their heirs and assigns, against the lawful claims of all persons whomsoever. Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

Witness our hands this 17th day of July, 1985.

Joyce C. Rybolt, Trustee
for 1975 Jefferson C. Pennington, Jr.
Trust and 1975 Thomas Guv Pennington Trust

Jefferson C. Pennington, Jr.

Thomas Guv Pennington

TO RECORD,

STATE OF TENNESSEE
Davidson County

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Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named Joyce C. Rybolt, Trustee, Jefferson C. Pennington, Jr., and Thomas Guy Pennington

the bargainors, with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence) and who acknowledged that they executed the within instrument for the purposes therein contained.

Witness my hand and official seal at Nashville, Tennessee, this 17th day of July, 1985.

Patty J. Welch Notary Public

Commission Expires 1-19-86

PATTY J. WELCH NOTARY PUBLIC DAVIDSON COUNTY, TENN.

STATE OF TENNESSEE
Davidson County

Before me, _____ a Notary Public in and for the State and County aforesaid, personally appeared _____

with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the _____ of the _____ a corporation, and that he as such _____, executed the foregoing instrument for the purpose therein contained, by signing the name of the corporation by himself as _____.

Witness my hand and official seal at _____, _____, this _____ day of _____, 19____.

_____ Notary Public

Commission Expires _____

WARRANTY DEED

FROM

JOYCE C. RYBOLT, TRUSTEE et al

TO

Attorneys Title Company
Titles Guaranteed
NASHVILLE, TENN.

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EXHIBIT A

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Land in Davidson County, Tennessee, described by a survey by James W. Clark, Tenn. No. 1445, dated June 5, 1985, described as follows:

Beginning at a point on Kelly Road, being the common corner of property owned by Third National Bank, R. W. Bolster, Trusteee of record in Book 5199, page 333, and property owned by Wrenne T. Bomar, et ux, as of record in Book 6414, page 227; said line running N 1 degree 30' 14" W 1030.78 feet to a point at the common corner of Wrenne T. Bomar, et ux and David K. Deeb, et ux; thence S 87 degrees 55' 34" E 172.92 feet to a point; thence S 87 degrees 31' 36" E 113.89 feet to a point; thence S 88 degrees 30' 19" E 135.38 feet to a point; thence S 88 degrees 05' 27" E 209.23 feet to a point, said point being the common corner between property owned by Reece Turner, et ux and Henry King McGee; thence leaving said point S 1 degree 36' 16" E 183.28 feet to a point; thence S 89 degrees 43' 52" E 430.11 feet to a point; thence S 89 degrees 55' 22" E 395.12 feet to a point; thence S 88 degrees 13 ' 11" E 107.19 feet to a point; thence S 89 degrees 39' 36" E 430.39 feet to a point; thence N 0 degrees 11' 376" E 164.70 feet to a point; thence N 2 degrees 46' 47" W 115.52 feet to a point, said point being the common corner between property owned by Richard H. Frank, et ux and Mary Jane Crowson, et al; thence leaving said point, N 79 degrees 06' 24" E 189.95 feet to a point; thence N 77 degrees 36 ' 56" E 114.00 feet to a point, said point being the common corner of property owned by Mary Jane Crowson, et al and Radnor/Nashville Corp.; thence leaving said point, S 2 degrees 21' 20" E 1239.97 feet to a point, thence N 81 degrees 07' 31" W 320.00 feet to a point; thence S 1 degree 21' 33" E 473.56 feet to a point, said point being the common corner of property owned by Radnor/Nashville Corp. and Third National Bank, R. W. Bolster, Trustee; thence leaving said point, N 89 degrees 55' 03" W 838.26 feet to a point; thence S 89 degrees 13' 34" W 253.14 feet to a point; said point being the common corner of property owned by Charles Cornelius, Jr. and Third National Bank, R. W. Bolster, Trustee; thence leaving said point N 1 degree 23' 04" W 501.85 feet to a point; thence N 89 degrees 37' 25" W 907.24 feet to the point of beginning on Kelly Road, and containing 61.61 acres, more or less.

Being part of the same property conveyed to Joyce C. Rybolt, Trustee for 1975 Jefferson C. Pennington, Jr. Trust and 1975 Thomas Guy Pennington Trust by deed from Joyce C. Rybolt, Trustee for 1975 William Scott Pennington Trust as of record in Book 5449, page 431, said Register's Office, and being part of the same property conveyed to Jefferson C. Pennington, Jr. by Quitclaim Deed from Joyce C. Ruybolt, Trustee for 1975 Jefferson C. Pennington, Jr. Trust as of record in Book 5262, page 532, said Register's Office, and being part of the same property conveyed to Thomas Guy Pennington by Quitclaim Deed from Joyce C. Rybolt, Trustee for 1975 Thomas Guy Pennington as of record in Book 5262, page 527, said Register's Office.