ajm192:10/25/85

BOOK 6697 PAGE 835

FROM: DeVille Associates

TO: Two Mile Development Corporation

Address New Owner as follows:

Two Mile Development Corporation
907 Two Mile Parkway
Goodlettsville, TN 37072

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

Send Tax Bills to: (same)

Map-Parcel No.

8DA 45370 103-6;33
8DA 45360 103-6;35
8DA 45365 103-6;34
8DA 45375 103-6;32

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $ 1,850,000.

Stephen C Baker
Affiant

Subscribed and sworn to before me, this the 31st day of October, 1985.

Deborah K Lightford
Notary Public

My Comm. Expires: 5-13-89

*SPECIAL WARRANTY 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 and sufficiency of which are hereby acknowledged, DeVille Associates, a Tennessee joint venture composed of Union Financial Corporation and HST Investments, hereinafter called "GRANTOR", has bargained and sold, and by these presents does transfer and convey unto Two Mile Development Corporation, a Tennessee corporation, herein called "GRANTEE", its successors, 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 AND INCORPORATED HEREIN BY REFERENCE AS FULLY AS THOUGH COPIED HEREIN.)

Said property is transferred subject to the limitations, restrictions, and encumbrances set forth on Exhibit B attached hereto and incorporated herein by reference as fully as though copied herein.

This is improved property known as the DeVille Apartments, 246 White Bridge Road, Nashville, Tennessee.

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, its successors, heirs, and assigns, forever, and GRANTOR does covenant with the said GRANTEE that it 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 herein set out; and GRANTOR does further covenant and bind itself, its heirs, successors, assigns, and representatives, to warrant and forever defend the title to the said land to the said GRANTEE, its heirs, successors, 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.

*All warranties of GRANTOR contained herein are expressly limited to those persons or parties claiming by, through, or under GRANTOR.

WITNESS its hand this 31st day of October, 1985.

GRANTOR

DeVille Associates, a Tennessee Joint Venture

BY: Union Financial Corporation, a Joint Venturer

BY: J Jay Peeler, III

TITLE: Exec Vice Pres

BY: HST Investments, a Joint Venturer

BY: J Brent Hurd
J. Brent Hurd, Partner

BY: Bill J. Simons
Bill J. Simons, Partner

BY: Rudy Thacker
Rudy Thacker, Partner

STATE OF TENNESSEE)
COUNTY OF Davidson)

Before me, Stephen C. Baker, a Notary Public in and for the County and State, personally appeared J. Jay Peeler, III, with whom I am personally acquainted and who upon oath acknowledged himself to be Exec. Vice President of Union Financial Corporation, a corporation and a joint venturer of DeVille Associates, the within named bargainor, a Tennessee joint venture, and that he as such Exec. Vice Pres. of Union Financial Corporation being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the joint venture by himself as Exec. Vice Pres. of Union Financial Corporation joint venturer.

Witness my hand and seal, at office in Nashville, Tennessee, this the 31st day of October, 1985.

Stephen C Baker
NOTARY PUBLIC

My Commission Expires: 11/1/87

STATE OF TENNESSEE)
COUNTY OF Davidson)

Before me, Stephen D Woodard, a Notary Public in and for the County and State, personally appeared J. Brent Hurd, with whom I am personally acquainted and who upon oath acknowledged himself to be a partner of HST Investments, a Joint Venturer, the within named bargainor, a Tennessee joint venture, and that he as such partner of HST Investments, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the joint venture by himself as partner of HST Investments, a joint venturer.

Witness my hand and seal, at office in Nashville, Tennessee, this the 31st day of October, 1985.

Stephen D Woodard
NOTARY PUBLIC

My Commission Expires: 7-17-1988

STATE OF TENNESSEE)
COUNTY OF Davidson)

Before me, Stephen D Woodard, a Notary Public in and for the County and State, personally appeared Bill J. Simons, with whom I am personally acquainted and who upon oath acknowledged himself to be a partner of HST Investments, a Joint Venturer, the within named bargainor, a Tennessee joint venture, and that he as such partner of HST Investments, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the joint venture by himself as partner of HST Investments, a joint venturer.

Witness my hand and seal, at office in Nashville, Tennessee, this the 31st day of October, 1985.

Stephen D Woodard
NOTARY PUBLIC

My Commission Expires: 7-17-1985

STATE OF TENNESSEE)
COUNTY OF Davidson)

Before me, Stephen D Woodard, a Notary Public in and for the County and State, personally appeared Rudy Thacker, with whom I am personally acquainted and who upon oath acknowledged himself to be a partner of HST Investments, a Joint Venturer, the within named bargainor, a Tennessee joint venture, and that he as such partner of HST Investments, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the joint venture by himself as partner of HST Investments, a joint venturer.

Witness my hand and seal, at office in Nashville, Tennessee, this the 31st day of October, 1985.

Stephen D Woodard
NOTARY PUBLIC

My Commission Expires: 7-17-1988

EXHIBIT A

Land lying in the 1st Civil District, Davidson County, Tennessee, being lots 13, 14, 15 and the nursery property as shown on the "Revised" Plan of Richland Meadows, Section 4, recorded in Book 2330, Page 95, Register's Office for Davidson County, Tennessee, and being further described as follows:

Beginning at an old spike in the southerly margin of Oakmont Circle, being the common corner of lots 15 and 17 on said Plan;

Thence, along the common line of said lots, S 11°-28'-41" E - 92.15 feet to an old concrete monument, being the northeast corner of lot 14;

Thence, S 54°-36'-25" E - 118.86 feet to an old concrete monument, being the northwest corner of lot 23 and also being a break in the easterly lines of lot 13;

Thence, S 18°-43'-22" E - 38.41 feet to an old iron rod, being the southeast corner of lot 13 and also being the northeast corner of the nursery property;

Thence, S 19°-16'-09" E - 28.15 feet to an old iron rod being the common west corner of lots 23 and 24;

Thence, along the westerly lines of lots 24, 25 and 26, S 10°-04'-29" E- 285.08 feet to an old concrete monument being the most southerly corner of lot 26 and said nursery property and also being in the northerly.line of Brookside Court, recorded in Book 1424, Page 145, Register's Office for Davidson County, Tennessee;

Thence, along said northerly line, N 86°-20'-39" W - 233.10 feet to an old iron rod on the easterly margin of White Bridge Road, said rod being the northwest corner of said Brookside Court;

Thence, with said margin, along a curve having a radius of 742.785 feet and a chord bearing N 08°-25'-15" W - 75.48 feet, a length of 75.515 feet to an old iron rod;

Thence, N 11°-20'-00"W - 200.32 feet to an old iron rod;

Thence, N 84°-15'-19" E - 15.10 feet to an old spike, being the common westerly corner of lot 13 and the nursery property;

Thence, N 11°-36'-26" W - 150.91 feet to the beginning of an entrance curve of the aforementioned Oakmont Circle, having a radius of 44.00 feet and a chord bearing N 33°-28'-29" E - 62.137 feet;

Thence, leaving the margin of White Bridge Road and with the southerly margin of Oakmont Circle, with said curve, a length of 68.99 feet to an old iron rod;

Thence, N 78°-33'-20" E - 78.96 feet to the point of beginning.

Containing 2.23 acres.

Being the same property conveyed to DeVille Associates, a Tennessee joint venture by deed of record in Book 6176, Page 764, Register's Office for Davidson County, Tennessee.

Exhibit B

TITLE EXCEPTIONS

BOOK 6697 PAGE 899

1. 1985 Metropolitan Government taxes.

2. Rights of tenants in possession.

3. All-Inclusive Deed of Trust executed by Larry L. Butler to Theodore H. Pailet, Trustee, of record in Book 5593, Page 649, Registers Office for Davidson County, Tennessee, dated April 22, 1980, to secure to Emanuel Schatten, Jerome B. Buttman, Reuben Ruskin and Sadie Stillman an indebtedness in the amount of $1,100,000.00.

4. Restrictive covenants of record in Book 2541, Page 577, Registers Office for Davidson County, Tennessee.

5. The Plan of record in Book 2330, Page 95, Registers Office for Davidson County, Tennessee, shows an owner's certificate, a thirty foot minimum building setback line from White Bridge Road and Oakmont Circle, a ten foot easement for public utility purposes, a 2.5 by 20 foot utility anchor easement, a 10 foot easement for sanitary sewer purposes which contains an 8 inch sewer line and a 10 foot easement for water line. A note on the plat states that all lots to be served by sanitary sewers.

6. Wrap-Around Deed of Trust executed by DeVille Associates, a Tennessee joint venture composed of Union Financial Corporation and HST Investments, a Tennessee general partnership, to James R. Kelley, Trustee, dated November 1, 1983, filed in Book 6176, Page 769, Registers Office for Davidson County, Tennessee, to secure an indebtedness in the sum of $1,345,992.34 payable to Larry L. Butler.

7. Financing Statement filed in Book 6176, Page 785, Registers Office for Davidson County, Tennessee.

8. Deed of Trust executed by DeVille Associates, a Tennessee joint venture composed of Union Financial Corporation and HST Investments, a Tennessee general partnership, to Glenn L. Lawrence, Trustee, dated November 14, 1983, filed in Book 6176, Page 786, Registers Office for Davidson County, Tennessee, to secure an indebtedness in the amount of $500,000.00 payable to Metropolitan Federal Savings and Loan Association.

9. Financing Statement filed in Book 6176, Page 809, Registers Office for Davidson County, Tennessee.

10. Surveyor's report dated November 8, 1983, by Sam L. McIllwain shows the following encroachment: "Sidewalk along White Bridge Road encroaching on the premises for an area estimated to be less than 10 feet in total".

4 9 3 3 8
IDENTIFICATION REFERENCE
OCT 31 4 22 PM '86
10/31 4825.50- CHECK
211

K 6697

OFFICIAL RECEIPT

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

RECEIVED OF_____

FOR_____

BOOK 6697 PAGE 900

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	1,850,000.00		
			4810.00	CSTAX
			.50	PRFEE
			15.00	WDEED
				CHECK 4825.50-
			231 A 10/31/85	BAL .00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

49330

IDENTIFICATION REFERENCE

OCT 31 4 42 PM '85

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY TN

No. 187624