BOOK 6721 PAGE 280

56910

IDENTIFICATION REFERENCE

DEC 2 9 37 AM '85

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

WILLIAMSBURG CENTER II
NASHVILLE, TENNESSEE
11/24/ 85 REVISING 11/7/85
BBSJR:dd

FROM: 1983 Williamsburg II, Partnership

TO: Mid-Tenn Retail, Ltd.

QUICK

ADDRESS NEW OWNERS:	SEND TAX BILLS TO:	MAP-PARCEL NOS.
Mid-Tenn Retail, Ltd. c/o General Capital Corp. One Commerce Place Suite 850 Nashville, TN 37239	SAME	Map 147-11 Parcel 34 Fd Bk 5DU-00495

THIS INSTRUMENT PREPARED BY: WHITE & REASOR, 3305 WEST END AVENUE, NASHVILLE, TENNESSEE 37203

STATE OF TENNESSEE:
COUNTY OF DAVIDSON:

The actual consideration or value, whichever is greater, for this transfer is $1,500,000.00.

AFFIANT

NOTARY PUBLIC

MY COMMISSION EXPIRES: 5-13-89

NOTARY PUBLIC STATE OF TENNESSEE AT LARGE

GENERAL WARRANTY DEED

FOR AND IN CONSIDERATION OF the sum of Ten and No/100 ($10.00) Dollars, cash in hand paid, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, 1983 Williamsburg II, Partnership ("Grantor"), a Tennessee general partnership comprised of Claude E. Blankenship, Spence Properties (a general partnership), Richard H. McCaskill, Jr., and Horrell Realty & Investments (a general partnership), has bargained and sold, and by these presents does transfer, grant, bargain, sell, convey, and generally warrant unto Mid-Tenn Retail, Ltd., a Tennessee limited partnership ("Grantee"), Grantee's successors and assigns, certain real estate located in the city of Nashville, Davidson County, Tennessee, being more particularly described on Exhibit "A", attached hereto and incorporated herein by reference, together with all improvements, buildings, and structures located thereon, all right, title, and interest of Grantor in and to any easements,

12/02 0913.3

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rights-of-way, and leasehold estates adjoining or abutting said land, and any other covenants, rights, or interests appurtenant thereto (all of which are collectively referred to herein as the "Property").

This conveyance of the Property, and all covenants and warranties contained herein, are made expressly subject to those liens and encumbrances set forth on Exhibit "B", which is attached hereto and incorporated herein by reference ("Permitted Encumbrances").

This is improved property known as the Williamsburg Center II, 4536 Nolensville Road, Nashville, Tennessee.

TO HAVE AND TO HOLD the said Property, with all and singular the tenements, hereditaments, appurtenances, estate, title, and interest thereto belonging, or in any way appertaining thereto, to the said Grantee, its successors and assigns, forever.

And Grantor, for itself and for its successors and assigns, does covenant with Grantee that Grantor is lawfully seized and possessed of the Property by absolute and indefeasible estate, in fee simple, that Grantor has a good right to convey it, and that the same is unencumbered except as set forth on Exhibit "B".

And Grantor does further covenant and bind itself, its successors and assigns, to warrant and forever defend the title to the Property to the Grantee, its successors and assigns, against the lawful claims of all persons whomsoever.

IN WITNESS WHEREOF, Grantor has caused this Limited Warranty Deed to be executed as of the 27th day of November, 1985.

GRANTOR

1983 WILLIAMSBURG II,
PARTNERSHIP

BY: _____
CLAUDE E. BLANKENSHIP,
Partner by: Stephen A. Hamill A-I-F

BY: SPENCE PROPERTIES,
Partner

BY: _____
JACK SPENCE, General
Partner by: Stephen A. Hamill A-I-F

BY: _____
HELEN SPENCE, General
Partner by: Stephen A. Hamill A-I-F

BY: Richard H. McCaskill Jr.
RICHARD H. McCASKILL, JR.,
Partner by: Stephen H. Horrell, A-I-F

BY: HORRELL REALTY &
INVESTMENTS, Partner

BY: Henry Horrell
HENRY HORRELL, General
Partner by: Stephen H. Horrell, A-I-F

BY: Fred T. Horrell
FRED T. HORRELL, General
Partner by: Stephen H. Horrell A-I-F

BY: Steve Horrell
STEVE HORRELL, General
Partner

STATE OF TENNESSEE:
COUNTY OF DAVIDSON:

Before me, Dana Davis, a Notary Public of the state and county aforesaid, personally appeared Stephen H. Horrell, to me known (or proved to me on the basis of satisfactory evidence), to be the person who executed the foregoing instrument in behalf of Claude E. Blankenship, whom, upon oath, he acknowledged to be a partner of 1983 Williamsburg II Partnership, the within named bargainor, a general partnership, and acknowledged that he executed the same as the free act and deed of said individual, in his capacity as partner in said partnership, for the purposes therein contained, by signing the name of the general partnership in his capacity as attorney-in-fact for the above-named partner.

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

Dana Davis
NOTARY PUBLIC

MY COMMISSION EXPIRES: 7-18-87

STATE OF TENNESSEE:
COUNTY OF DAVIDSON:

Before me, Dana Davis, a Notary Public of the state and county aforesaid, personally appeared Stephen H. Horrell, to me known (or proved to me on the basis of satisfactory evidence), to be the person who executed the foregoing instrument in behalf of Jack Spence and Helen Spence, whom, upon oath, he acknowledged to be partners of Spence Properties, a general partnership which is itself a partner in 1983 Williamsburg II, Partnership, the within named bargainor, a general partnership, and acknowledged that he executed the same as the free act and deed of said individuals, as partners in Spence Properties, for the purposes there in contained, by signing the name of said general partnership in his capacity as attorney-in-fact for the above-named partners.

Witness my hand and seal, this 27th day of November, 1985.

Dana Davis
NOTARY PUBLIC

MY COMMISSION EXPIRES: 7-18-87

STATE OF TENNESSEE:
COUNTY OF DAVIDSON:

Before me, Dana Davis, a Notary Public of the state and county aforesaid, personally appeared Stephen H. Horrell, to me known (or proved to me on the basis of satisfactory evidence), to be the person who executed the foregoing instrument in behalf of Richard H. McCaskill, Jr., whom, upon oath, he acknowledged to be a partner of 1983 Williamsburg II Partnership, the within named bargainor, a general partnership, and acknowledged that he executed the same as the free act and deed of said individual, in his capacity as partner in said partnership, for the purposes therein contained, by signing the name of the general partnership in his capacity as attorney-in-fact for the above-named partner.

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

Dana Davis
NOTARY PUBLIC

MY COMMISSION EXPIRES: 7-18-87

STATE OF TENNESSEE:
COUNTY OF DAVIDSON:

Before me, Dana Davis, a Notary Public of the state and county aforesaid, personally appeared Stephen H. Horrell, to me known (or proved to me on the basis of satisfactory evidence), to be the person who executed the foregoing instrument in behalf of Henry Horrell and Fred T. Horrell, whom, upon oath, he acknowledged to be partners of Horrell Realty and Investments, a general partnership which is itself a general partner in 1983 Williamsburg II, Partnership, the within named bargainor, a general partnership, and acknowledged that he executed the same as the free act and deed of said individuals, as partners in Horrell Realty and Investments for the purposes therein contained, by signing the name of the general partnership in his capacity as attorney-in-fact for the above-named partners.

Witness my hand and seal, this 27th day of November, 1985.

Dana Davis
NOTARY PUBLIC

MY COMMISSION EXPIRES: 7-18-87

STATE OF TENNESSEE:
COUNTY OF DAVIDSON:

Before me, Dana Davis, a Notary Public of the state and county aforesaid, personally appeared Steve Horrell, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be a partner of Horrell Realty & Investments, a general partnership which is itself a general partner in 1983 Williamsburg II, Partnership, the within named bargainor, a general partnership, and that he as such general partner executed the foregoing instrument for the purpose therein contained, by signing the name of the partnership by himself as general partner.

Witness my hand and seal, this 27th day of November, 1985.

Dana Davis
NOTARY PUBLIC

MY COMMISSION EXPIRES: 7-18-87

EXHIBIT "A"

WILLIAMSBURG II SHOPPING CENTER

LEGAL DESCRIPTION

LAND in Davidson County, Tennessee, being Lot No. 2, Section 2, Wayne Oldhams Nolensville Road Development of record in Book 5210, Page 361, Register's Office for said county, described as follows:

BEGINNING at an iron pin which is located in the northerly right of way margin of Nolensville Road, said pin also being located 180 feet westerly of the westerly right of way return margin of Nolensville Road and Taylor Road. Thence proceeding with said Nolensville Road right of way margin of N 52 deg. 41'30" W a distance of 179.83 feet to a concrete monument, thence with said margin N 37 deg. 18'30" E a distance of 5 feet to an iron pin, thence with said right of way margin N 52 deg. 41'30" W a distance of 174.72 feet to an iron pin, thence leaving said margin and along a line N 62 deg. 06'11" E a distance of 218.44 feet to an iron pin, thence along a line S 52 deg. 05'55" E a distance of 262.96 feet to an iron pin, thence along a line S 37 deg. 18'30" W a distance of 200.58 feet to the point of beginning and containing 1.42 acres more or less.

The above described property was conveyed to 1983 Williamsburg II, Partnership, a Tennessee general partnership by deed from Williamsburg II Partners, a partnership composed of Steve Horrell, John Horrell, Fred Horrell, and Henry Horrell, of record in Book 6153, Page 837, Register's Office for said County.

EXHIBIT "B"

WILLIAMSBURG II SHOPPING CENTER

PERMITTED ENCUMBRANCES

TRACT 4: Taxes for 1985. DC Map 147-11, Parcel 34, Field Book Number 5DU-00495-$12,083.01-UNPAID

1. Deed of trust executed by Williamsburg, II Partners to Vaden Lackey, Jr., Esq., Trustee, dated June 10, 1981, and recorded in Book 5755, Page 572, Register's Office of Davidson County, Tennessee, in favor of The Industrial Development Board of The Metropolitan Government of Nashville and Davidson County which states that it secures a debt in the principal sum of $756,000.00, payable as therein specified, together with any terms, conditions, restrictions, or limitations recited therein. The present amount due should be determined by contacting the owner of the debt.

   First Amendment to Deed of Trust of record in Book 6153, Page 798, Register's Office for said County.

2. Assignment of Rents and Leases by and between Williamsburg II Partners, and The Industrial Development Board of the Metropolitan Government of Nashville and Davidson County, dated June 10, 1981, of record in Book 5755, Page 584, said Register's Office.

   First Amendment to Assignment of Rents and Leases found in Book 6153, Page 809, said Register's Office.

3. Financing Statement filed under the Uniform Commercial Code by Williamsburg II Partners to The Industrial Development Board of The Metropolitan Government of Nashville and Davidson County, of record in Book 5755, Page 598, said Register's Office.

4. Assignment from The Industrial Development Board of The Metropolitan Government of Nashville and Davidson County to Fidelity Federal Savings and Loan Association, dated June 10, 1981, of record in Book 5755, Page 602, said Register's Office.

   First Amendment to Assignment of record in Book 6153, Page 819, Register's Office for said county.

5. Financing Statement filed under the Uniform Commercial Code by The Industrial Development Board of The Metropolitan Government of Nashville and Davidson County to Fidelity Federal Savings and Loan Association, of record in Book 5755, Page 613, said Register's Office.

6. Plan of record in Book 5210, Page 361, Register's Office for Davidson County, Tennessee, shows an Owner's Certificate, certain easements and setback lines.

7. Short Form Lease by and between Williamsburg II and South Central Bell Telephone Company of record in Book 6098, Page 417, Register's Office for Davidson County, Tennessee.

8. Matters shown on unrecorded survey of Dale and Associates, Inc., dated November 8, 1985.

OFFICIAL RECEIPT

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

RECEIVED OF_____

FOR_____

BOOK 6721 PAGE 286

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
TO -TRUST DEED		PRFEE -PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID
		1,500,000.00 CONV.		

3900.00 CSTAX
.50 PRFEE
16.00 WDEED
CHECK 3918.50-
1365A12/02/85 BAL .00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

5691 0

IDENTIFICATION REFERENCE

DEC 2 9 30 AM '85

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 196459