This Instrument Prepared by:

O'Hare, Sherrard & Roe
Fourth Floor, St. Cloud Corner
500 Church Street
Nashville, TN 37219

65408

IDENTIFICATION REFERENCE

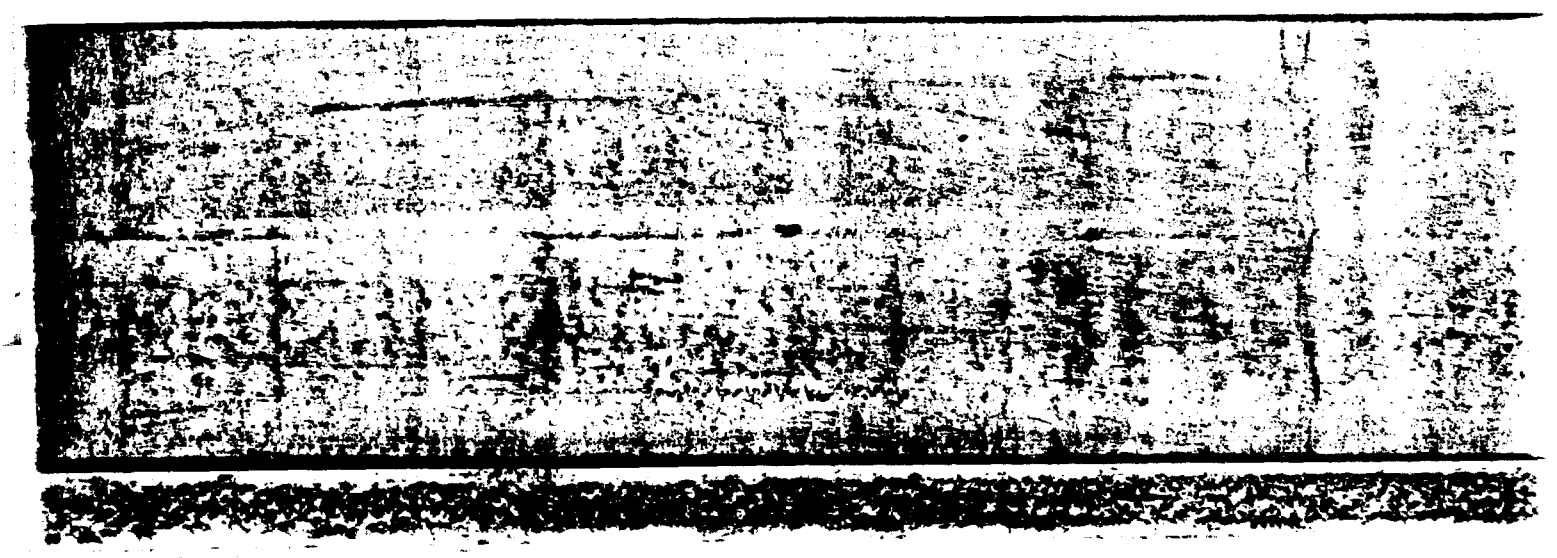
DEC 31 4 01 PM '85

SPECIAL WARRANTY DEED

Address New Owner as Follows:	Send Tax Bills To:	Map/Parcel Numbers
176 Second Avenue Limited	Southern Farm	96-13-187
c/o Ledford Properties, Inc.	Bureau Life Insurance Co.	
500 Church Street	P.O. Box 78	BOOK 6752 PAGE 489
Nashville, TN 37219	Jackson, MS 39205	

FOR AND IN CONSIDERATION of the sum of Ten Dollars ($10.00), and other good and valuable consideration, the receipt of which is hereby acknowledged, 176, Limited, a Tennessee limited partnership with Thomas E. Ledford, G. Frank Ryan and Leonard E. Primm as the general partners, Glenn G. Dukes and Buddy R. Dukes, having previously withdrawn as general partners as evidenced by that Amendment No. 1 to the Amended and Restated Agreement and Certificate of Limited Partnership of 176, Limited of record in Book 6750, page 25, Register's Office for Davidson County (hereinafter referred to as the "Grantor") has bargained and sold, and does hereby transfer and convey unto 176 Second Avenue Limited, a Tennessee limited partnership, hereinafter, whether one or more, jointly and severally referred to as the Grantee, and to the said Grantee's (successors), heirs and assigns, certain real estate in Davidson County, Tennessee, as follows:

> Being a tract of land lying in Davidson County, Tennessee known as City No. 176 Second Avenue, North, being part of lot No. 12 on the plan of the original Town of Nashville, not of record, described according to a survey by Anderson-Delk Associates dated October 24, 1980:
>
> Beginning on the easterly margin of Second Avenue, North, formerly Market Street, at the southwest corner of the property conveyed to Grayson Corporation as of record in Book 2859, page 342 Register's Office of Davidson County, Tennessee, said point lying 116.7 feet more or less from the right of way intersection with Church Street; thence leaving said easterly margin North 63 degrees, 10 minutes, 50 seconds East a distance of 208.00 feet to a point on the most westerly margin of First Avenue North; thence along said westerly margin South 27 degrees, 01 minutes, 10 seconds East a distance of 33.00 feet to a point in the center of a party wall, the northeast corner of the property conveyed to R.C. Mathews Contractor Inc., as of record in Book 4930, page 137 Register's Office of Davidson County, Tennessee; thence with center of said wall Mathews northerly line South 63 degrees, 10 minutes, 50 seconds West a distance of 208.00 feet to a point on the easterly margin North 27 degrees, 01 minutes, 10 seconds West a distance of 33.00 feet to the point of beginning.
>
> Being the same property conveyed to 176, Limited by Quitclaim deed of record in Book 5916, page 866, Register's Office for Davidson County, Tennessee.



- This is improved property known as 176 Second Avenue North, Nashville, Tennessee 37201.

TO HAVE AND TO HOLD said real estate, with the appurtenances, estate, title and interest belonging to the said Grantee, and to the said Grantee's (successors), heirs and assigns forever. Grantor covenants that it is lawfully seized and possessed of said real estate in fee simple, has a good right to convey it, and that the same is unencumbered, except as stated on Exhibit "A" attached hereto and incorporated herein by this reference. Grantor further covenants and binds itself, its successors and representatives, to warrant and forever defend the title to said real estate to the said Grantee and to the said Grantee's (successors), heirs and assigns, against the lawful claims of all persons claiming by, through or under the Grantor, but not further or otherwise.

Witness our hands this 31st day of December, 1985.

176, Limited

By: Thomas E. Ledford
Thomas E. Ledford, Partner

By: Leonard E. Primm
Leonard E. Primm, Partner

G. Frank Ryan, Partner

By: Leonard E. Primm
Leonard E. Primm, Attorney-in-Fact
by Instrument of record in Book 6749,
Page 567, Register's Office for
Davidson County, Tennessee.

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Before me, Herbert Marshall Greene, a Notary Public of the State and County aforesaid, personally appeared Thomas E. Ledford, with whom I am personally acquainted, and who, upon oath, acknowledged himself to be a general partner of 176 Limited, a Tennessee limited partnership, the within named bargainor, 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 partnership by himself as a partner.

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

Herbert Marshall Greene
Notary Public

My Commission Expires:
July 25 1989

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Before me, Herbert Marshall Greene, a Notary Public of the State and County aforesaid, personally appeared Leonard E. Primm, with whom I am personally acquainted, and who, upon oath, acknowledged himself to be a general partner of 176 Limited, a Tennessee limited partnership, the within named bargainor, 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 partnership by himself as a partner.

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

Herbert Marshall Greene
Notary Public

My Commission Expires:
July 25, 1989

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON -)

BOOK 6752 PAGE 492

Before me, Herbert Marshall Greene, a Notary Public of the State and County aforesaid, personally appeared Leonard E. Primm, the attorney-in-fact for G. Frank Ryan, with whom I am personally acquainted, and who, upon oath, acknowledged himself to be a general partner of 176 Limited, a Tennessee limited partnership, the within named bargainor, 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 partnership by himself as as such attorney-in-fact.

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

Herbert Marshall Greene
Notary Public

My Commission Expires:
July 25 1987

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

The actual consideration or value whichever is greater, for this transfer is $2,047,362.00.

Leonard E. Primm
Affiant

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

Herbert Marshall Greene
Notary Public

My Commission Expires:
July 25, 1989

EXHIBIT "A"
PERMITTED ENCUMBRANCES

1. Easement for party walls of record in Book 1944, page 248, Register's Office for Davidson County, Tennessee, for the support of party walls, particularly along the south line of the land herein described.

2. Agreement of record in Book 1944, page 248, said Register's Office, relative to the north boundary line of the property in question and the use of certain fireproof vaults, and the terms and conditions of said agreement, which vaults are located near the southeast corner of the land herein described.

3. Party Wall Agreement between One Seventy-Four Associates, Ltd. and 176 Limited dated as of October 31, 1985, of record in Book 6727, page 669, RODC.

4. Conditional Assignment of Rentals between 176 Limited and Southern Farm Bureau Life Insurance Company dated July 29, 1982 of record in Book 5916, page 890, RODC.

5. UCC-1 Financing Statement of record in Book 5653, page 88, RODC, assigned to Southern Farm Bureau Life Insurance Company of record in Book 5916, page 894, RODC.

6. Assignment from John B. Hardcastle, Trustee to Southern Farm Bureau Life Insurance Company of record in Book 5916, page 869, RODC. (assigning $1,290,000 Note) as amended in Book 5916, page 888, RODC.

7. Modification of Deed of Trust and Security Agreement dated July 29, 1982, of record in Book 5916, page 876, RODC (Modifying Original Deed of Trust as recorded in Book 5653, page 66 - which was assigned to Nashville City Bank and Trust Co. in Book 5653, page 100 RODC).

8. Memorandum of Assignment and Assumption Agreement (Without Release) dated November 10, 1980 of record in Book 5695, page 932, RODC.

9. Second Deed of Trust executed by The Cumberland Group to John B. Hardcastle, Trustee for the benefit of the Industrial Development Board of the Metropolitan Government of Nashville and Davidson County of record in Book 5653, page 91, RODC and assigned to Nashville City Bank and Trust Co. in Book 5653, page 108, RODC.

10. Financing Statement from 176 Limited to Southern Farm Bureau Life Insurance Co. of record in Book 5916, page 959, RODC.

11. Collateral Assignment of Rents and Leases between The Cumberland group and the Industrial Development Board of the Metropolitan Government of Nashville and Davidson Couny, Tennessee of record in Book 5653, page 76, RODC.

12. UCC-1 Financing Statement assigned to Nashville City Bank and Trust Co. of record in Book 5653, page 84, RODC.

13. UCC-1 Financing Statement of record in Book 5916, page 956, RODC, showing assignment to Southern Farm Bureau Life Insurance Company of Series A Note only of original UCC-1 of record in Book 5653, page 84, RODC.

14. Taxes for 1985 to be prorated at closing and paid by Grantee through the First Mortgage Lender. Taxes for 1986 and subsequent years.

OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 6752 PAGE 494

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 2,047,362.00

5323.24 CSTAX
.50 PREC
15.00 WDEED
CHECK 5338.74-
1793A12/31/85 BAL .00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

65408

IDENTIFICATION REFERENCE

Dec 31 4 41 PM '85

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 206652