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mdcl006:07/25/86 revising 07/24/86 SEQUOIA VILLAGE APARTMENTS

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

FROM: United of Omaha Life Insurance Company (formerly United Benefit Life Insurance Company)

TO: Sequoia-French Quarter Joint Venture

Address New Owner as follows:	Send Tax Bills to:	Map-Parcel No.
Sequoia-French Quarter Joint Venture 2517 Lebanon Road Nashville, Tennessee 37214	Same	Map: 102-4 Parcel: 126

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $282,000.00.

Marc D. Counts
Affiant

Subscribed and sworn to before me, this the 2nd day of September, 1986.

Lu Ann Tibbetts
Notary Public

My Comm. Expires: 5-13-89

LU ANN TIBBETTS NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

GENERAL WARRANTY DEED

FOR AND IN CONSIDERATION OF the sum of Ten Dollars ($10.00) cash in hand paid by the hereinafter named GRANTEE, and other good and valuable considerations, the receipt and sufficiency of which are hereby acknowledged, United of Omaha Life Insurance Company (formerly known as United Benefit Life Insurance Company as evidenced by name change of record in the office of the Secretary of State of Tennessee under Document No. 54600156, and of record in Book 6571, page 521, Register's Office for Davidson County, Tennessee), hereinafter called "GRANTOR," has bargained and sold, and by these presents does transfer and convey unto Sequoia-French Quarter Joint Venture, a Tennessee joint venture, herein called "GRANTEE," its successors and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described as follows, to wit:

A tract of land in the 8th Civil District of Davidson County, Tennessee, described as follows:

Beginning at a point on the southerly margin of Premier Drive, said point being 476.60 feet northeasterly, as measured along the margin of Premier Drive and the original property line, from the northerly margin of Old Hickory Blvd.; thence with the southerly margin of Premier Drive, North 44° 03' East 851.85 feet to the southerly corner of Lot. No. 1, Mount Hickory Subdivision, as of record

09/02/86 10- CHECK

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in Book 4175, page 47, Register's Office for Davidson County, Tennessee; thence with the southerly line of said Lot No. 1, South 48° 27' East 416.66 feet to an angle in Lot No. 1; thence with the westerly line of Lot No. 1, South 44° 03' West 458.10 feet; thence North 50° 10' West 274.4 feet; thence South 46° 03' West 392 feet; thence North 45° 57' West 128.94 feet to the point of beginning, and containing 5.64 acres, more or less.

Being the same property conveyed to Grantor by deed from Alvin W. Terrell & Son, Inc. of record in Book 4397, page 279, as rerecorded in Book 4397, page 577, Register's Office for Davidson County, Tenenssee.

This conveyance is subject to the following:

1. 1986 Metropolitan Nashville and Davidson County ad valorem taxes.

2. Lease by and between United Benefit Life Insurance Company, a Nebraska corporation, and Alvin W. Terrell and Son, Inc., a Tennessee corporation, dated February 11, 1970, of record in Book 4397, page 281, and rerecorded in Book 4398, page 741, Register's Office for Davidson County, Tennessee (the "Ground Lease"), as assigned to William C. Freeman, Trustee, with full power to mortgage, sell, transfer and convey without the joinder of any beneficiary or any other person, by Assignment of record in Book 5384, page 932, said Register's Office, as modified by Agreement Modifying Lease of record in Book 5396, page 764, said Register's Office, as clarified by Clarification and Approval of Assignment of Ground Lease, of record in Book 5396, page 770, said Register's Office, as assigned to Sequoia Village, Limited, a Tennessee limited partnership by Assignment of record in Book 5611, page 821, said Register's Office, as assigned to J. Joe White, Don E. Williams and Robert Craig Smith, as tenants in common, by Assignment of Ground Lease of record in Book 6284 page 26, said Register's Office, and assigned to Sequoia-French Quarter Joint Venture, a joint venture composed of Delaware Residuals Limited, L.P., a Delaware limited partnership, and Consolidated Residuals, Limited, a Tennessee limited partnership, by Assignment of Ground Lease of record in Book 6571, page 594, Register's Office for Davidson County, Tennessee.

3. Easement conveyed by deed from Alvin W. Terrell & Son, Inc. to Metropolitan Government of Nashville and Davidson County, Tennessee, acting by and through the Electric Power Board, dated September 22, 1969, of record in Book 4367, page 856, said Register's Office.

4. The Boundary Survey of Dixie Engineering Associates, dated July 12, 1984, shows the 12" curb and stone columns serving said tract, encroach into the right of way of Premier Drive.

This is improved property known as 6565 Premier Drive, 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 and assigns, forever, and GRANTOR does covenant with the said GRANTEE that GRANTOR 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 successors and assigns, to warrant and forever defend the title to the said land to the said GRANTEE, its successors and assigns, against the lawful claims of all persons whomsoever.

GRANTEE agrees that, without the prior written consent of GRANTOR, GRANTEE will not terminate the Ground Lease prior to the date upon which the indebtedness secured by that certain Deed of Trust dated February 11, 1970 made by Alvin W. Terrell & Son, Inc. to William Johnson, Trustee, for the benefit of Dobson & Johnson, Inc., of record in Book 4397, page 407, Register's Office for Davidson County, Tennessee, has been repaid in full. This provision shall bind GRANTEE, and GRANTEE's successors and assigns.

IN WITNESS WHEREOF, the undersigned has caused this instrument to be executed on its behalf by its duly authorized officer on this 7th day of August, 1936.

UNITED OF OMAHA LIFE INSURANCE COMPANY (formerly United Benefit Life Insurance Company)

BY: D. Clarnaby

TITLE: Exec Vice Pres

STATE OF Nebraska
COUNTY OF Douglas

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared Boyd A. Carnaby, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged himself to be Executive Vice Pres. of United of Omaha Life Insurance Company (formerly United Benefit Life Insurance Company), the within named bargainor, a corporation, and that he is such Executive Vice President, being authorized so to do, executed the foregoing instrument for the purpose therein contained, by signing the name of the corporation by himself as Executive Vice President.

Witness my hand and seal, at office in Omaha Nebraska, this the 7th day of August, 1986.

GENERAL NOTARY-State of Nebraska
DORIS MITCHELL
My Comm. Exp. Febr. 6, 1989

Doris Mitchell
NOTARY PUBLIC

My Commission Expires: 2/6/89

IDENTIFICATION REFERENCE 37.382

SEP 2 1 51 PM '86

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

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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

282000.00- CAMT
789.60 CSTAX
.50 PRFEE
9.00 WDEED
CHECK 799.10-
6675A09/02/86 BAL .00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

37382

IDENTIFI REFERENCE

SEP 2 1 52 PM '86

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 289606