FILED FOR & WEP

FROM: Bavarian Village Investors, Ltd., a Tennessee limited partnership

TO: Hillsboro, L.P., a Delaware limited partnership

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

BOOK 7008 PAGE 585

Address New Owner:	Send Tax Bills to:	Map-Parcel No.
Hillsboro, L.P. 2517 Lebanon Road Nashville, Tennessee 37214	Same	M-117-14 P-148 M-131-2 P-57

Name and Address of Mortgagee:
None

OCT 14 1 25 PM '86

IDENTIFICATION

52527

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $4,410,000.00.

Patricia J Morton
Affiant

Subscribed and sworn to before me, this the 14th day of October, 1986.

William E Potts
Notary Public

My commission expires: July 12, 1988

SPECIAL 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 all of which is hereby acknowledged, Bavarian Village Investors, Ltd., a Tennessee limited partnership, hereinafter called the GRANTOR, has bargained and sold, and by these presents does transfer and convey unto Hillsboro, L.P., a Delaware limited partnership, hereinafter called the GRANTEE, its successors 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 by reference incorporated herein.

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 it is lawfully seized and possessed of said land and has a good right to convey it, and the same is unencumbered except for such matters as are described in Exhibit B attached hereto and by reference incorporated herein; 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. All warranties of GRANTOR herein are expressly

limited to those persons or parties claiming by, through, or under GRANTOR. Wherever used herein, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

IN WITNESS WHEREOF, Grantor has executed this Special Warranty Deed on the 14th day of October, 1986.

BAVARIAN VILLAGE INVESTORS, LTD.,
a Tennessee limited partnership

BY: Stephen F. Wood
Stephen F. Wood,
Managing General Partner

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Before me, William F. Pitts, a Notary Public in and for the County and State aforesaid, personally appeared Stephen F. Wood, 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 Managing General Partner of Bavarian Village Investors, Ltd., a Tennessee limited partnership, the within named bargainor, and that he as such Managing General Partner, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the bargainor by himself as Managing General Partner.

Witness my hand and official seal, at office in Nashville, Davidson County, Tennessee, this 14th day of October, 1986.

William E. Pitts
Notary Public

My commission expires: July 17, 1988

EXHIBIT A

Land in the 7th, formerly the 11th, Civil District of Davidson County, Tennessee, being part of lots Nos. 1 and 2 on the Map of the subdivision of lot No. 2 of the Andrew Castleman Heirs Lands among the heirs of Phoebe Nicholson, deceased, a plan of which is of record in Minute Book "J", page 293, County Court Clerk's Office for said County, and lot No. 5 and the easterly 25.4 feet front and 35 feet rear of lot No. 4 on the Map of Colonial Heights Subdivision, as of record in book 1130, page 102, Register's Office for said County, described together according to a survey made by Turner Engineering Co., Inc., Consulting Engineers, May 22, 1964, as follows:

Beginning on the easterly margin of Hillsboro Road, at a point north 38° east 30 feet from the northerly line of B.L.P. Luck Lands; thence south 75° 00' east 150 feet to an iron pin; thence south 38° 00' west 30.00 feet to an iron pin, the northerly line of said Luck Lands; thence south 75° 00' east 347.37 feet to an iron pin; thence south 1° 35' east 191.94 feet to the northerly margin of Warfield Drive; thence with said Drive around a curve which has a radius of 186.8 feet easterly 60.90 feet and continuing with said Drive south 75° 56' east 39.60 feet to an iron pin; thence north 14° 09' east 165.40 feet to an iron pin; thence south 73° 48' east 138.24 feet to an iron pin; thence north 00° 55' east 200 feet to a monument; thence north 75° 00' west 660.40 feet to the easterly margin of Hillsboro Road; thence with said Road south 38° 00' west 170 feet to the beginning.

Being the same real property conveyed to Bavarian Village Investors, Ltd., by deed from Randall Phillips Builders, Inc., of record in Book 5765, page 159, Register's Office for Davidson County, Tennessee; said Randall Phillips Builders, Inc., being the successor in interest to Green Hills Tower, Inc., which acquired said property by deed of record in Book 4009, page 373, and which was merged with and into Randall Phillips Builders, Inc., as evidenced by a Certificate of Merger and Articles of Merger of record in Book 5072, page 944, and Book 5072, page 945, respectively, Register's Office for Davidson County, Tennessee.

EXHIBIT B

PERMITTED ENCUMBRANCES

1. 1986 Taxes are a lien against the Property, but are not yet due and payable.

2. Rights of tenants or others in possession under unrecorded leases.

3. Chancery Court of Davidson County, Tennessee, Randall P. Phillips Builders, Inc. vs. H. Fred Batson, No. 77-47-II; by orders dated 1/2/79 and 6/21/79, entered in Minute Book 108, page 45, and Minute Book 110, page 20, wherein H. Fred Batson was granted a prescriptive easement as to a certain driveway encroachment, as described in said order.

4. Agreement for dedication of easement for sanitary sewers and/or storm drainage in favor of Metropolitan Government of Nashville and Davidson County, Tennessee, of record in Book 3764, page 271, Register's Office of Davidson County, Tennessee.

5. Agreement for dedication of easement for sanitary sewers and/or storm drainage in favor of Metropolitan Government of Nashville and Davidson County, Tennessee, of record in Book 3924, page 372, Register's Office of Davidson County, Tennessee.

6. Easements and matters appearing on the Map of Colonial Heights Subdivision, of record in Book 1130, page 102, Register's Office of Davidson County, Tennessee.

7. Short Form Lease by and between Bavarian Village Investors, Ltd., and South Central Bell Telephone Co., of record in Book 6098, page 407, Register's Office of Davidson County, Tennessee.

8. Short Form Lease by and between Bavarian Village Investors, Ltd., and Morfab, Inc., of record in Book 6158, page 901, Register's Office of Davidson County, Tennessee.

9. Memorandum of Lease by and between Bavarian Village Investors, Ltd., and Donlevy's of Tennessee, Inc., of record in Book 6191, page 570, Register's Office of Davidson County, Tennessee.

10. Matters described in the survey of the Property prepared by John Kohl and Company, P.C., dated September 5, 1986, and revised September 17, 1986 and October 10, 1986.

OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 7008 PAGE 589

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
		CONV. 4,410,000.00		

1348.50 STAX
.50 PRFE
12.00 ADD
CHK 1360.00
3852A 10/14/86 3AL .00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

52527

IDENTIFICATION REFERENCE

Oct 14 1 25 PM '86

No.00086