THIS INSTRUMENT PREPARED BY: BUCHANAN, EDWARDS & DETRING, Attorneys
P. O. Box 1045, Hendersonville, TN 37077
(FROM INFORMATION PROVIDED BY THE PARTIES)

BOOK 7089 PAGE 419

WARRANTY DEED

NEW OWNER(S):	SEND TAX BILLS TO:	PARCEL NUMBERS:
THE HOLLY HILLS INVESTMENT GROUP, LTD., a Tennessee Limited Partnership 608 Gallatin Road, North Madison, Tennessee 37115	SAME	Map 147-4 Parcel 169

FOR AND IN CONSIDERATION of the sum of Ten Dollars ($10.00) cash in hand paid and other good and valuable consideration, the receipt of which is hereby acknowledged, THE HOLLY HILLS GROUP, LTD., a Tennessee Limited Partnership, hereinafter referred to as Grantor, has this day bargained and sold, and does hereby transfer and convey unto the said THE HOLLY HILLS INVESTMENT GROUP, LTD., a Tennessee Limited Partnership, hereinafter referred to as Grantee, its successors, heirs and assigns, certain real estate in Davidson County, Tennessee, as follows:

LAND lying in the Fifth Civil District of Davidson County, Tennessee, more particularly described as follows:

BEGINNING at a point where the west boundary of Hillbrook Subdivision, Section 5, intersects the south right-of-way margin of Harding Place; thence with the said west boundary of Hillbrook Subdivision, Section 5, S31°53'40" E, 243.23 feet to a concrete monument; thence S63°20'00" E, 124.00 feet to an iron stake; thence S3°03'20" W, 112.56 feet to an iron stake; thence S31°54'40" E, 39.65 feet to an iron stake; thence S33°17'00" E, 31.72 feet to a concrete monument said monument being where the south right-of-way margin of Richbriar Road intersects the heretofore said west boundary of Hillbrook Subdivision, Section 5; thence continuing with said west boundary S32°23'30" E, 168.43 feet to an iron stake, thence N89°23'07" W, 77.32 feet to an iron stake; thence S4°43'00" W, 164.88 feet to an iron stake, said iron stake being in the north right-of-way margin of Wallace Road; thence with said north margin of Wallace Road N88°00'00" W, 470.28 feet to the beginning of a curve to the right, said curve having a radius of 25.00 feet; thence with said curve for a distance of 39.27 feet to the point of tangency, said point being in the east right-of-way margin of Humber Drive; thence with the east margin of Humber Drive N2°00'00" E, 93.00 feet to the beginning of a curve to the left, said curve having a radius of 275.00 feet; thence with said curve for a distance of 251.02 feet to the beginning of a curve to the right, said curve having a radius of 225.00 feet; thence with said curve for a distance of 102.63 feet to a point; thence N24°10'00" W, 95.70 feet to the beginning of a curve to the right having a radius of 25.00 feet; thence with said curve for a distance of 39.27 feet to a point in the south right-of-way margin of Harding Place, thence with said south margin N65°50'00" E, 446.26 feet to the point of beginning and containing an area of 8.06 acres.

BEING the same property conveyed to The Holly Hills Group, Ltd. by deed from Willis J. Reynolds, Abe Rothberg, Phyllis Reichman and Charles S. Pear, Trustee, of record in Deed Book 5683, page 965, Register's Office for Davidson County, Tennessee.

THIS PROPERTY IS FREE AND UNENCUMBERED EXCEPT AS FOLLOWS:

1. Metro taxes for 1986, books not ready.

2. Deed of trust executed by Willis J. Reynolds, Moe Pear, Abe Rothberg, Sidney C. Reichman, M.D., individually and d/b/a R. & R. Realty Company and their respective wives, Inez Reynolds, Birdie Pear, Elaine Rothberg and Phyllis Reichman, to Albert Wm. Johnson, Trustee, dated October 9, 1968, filed in Book 4276, page 747, said Register's Office, as corrected in Book 4376, page 149, said Register's Office, to secure an indebtedness in the sum of $1,025,000.00, payable to Dobson & Johnson, Inc., and any other sums which may be and become due under the terms thereof, including but not limited to, principal, interest and service fee. (see instrument for complete terms and conditions as well as possible rights and options of the mortgagee including rights respecting assumption of the debt secured thereby.)

   Said deed of trust was assigned to United Mutual Savings Bank by Assignment dated October 30, 1969, of record in Book 4376, page 156, said Register's Office.

3. Modification Agreement executed by Willis J. Reynolds, et al, dated September 18, 1969, of record in Book 4376, page 153, said Register's Office.

4. Assignment of rents dated October 9, 1968, of record in Book 4276, page 751, said Register's Office, said Assignment of rents was assigned to United Mutual Savings Bank by an instrument executed by Dobson & Johnson, Inc., dated October 30, 1969, of record in Book 4376, page 158, said Register's Office.

5. Financing Statement pursuant to the Uniform Commercial Code filed under A-16417 on October 10, 1968, of record in Book 4276, page 754, Register's Office and assigned to United Mutual Savings Bank in Book 4376, page 160, said Register's Office.

6. Continuation of Financing Statement in Book 4276, page 754, said Register's Office, dated October 10, 1968, of record in Book 4720, page 639, said Register's Office.

7. Continuation of Financing Statement in Book 4276, page 754, said Register's Office, dated October 10, 1968, of record in Book 5295, page 316, said Register's Office.

8. The Plan of record in Book 4175, page 29, said Register's Office, shows an Owner's Certificate, and certain easements and setback lines.

9. Wrap-around Deed of Trust executed by The Holly Hills Group, Ltd., a Tennessee Limited Partnership, to Stanley M. Chernau, Trustee, dated November 25, 1980, filed in Book 5683, page 975, said Register's Office, to secure an indebtedness in the sum of $2,150,000.00, payable to Willis J. Reynolds, Abe Rothberg, Phyllis Reichman and Charles S. Pear, Trustee, and any other sums which may be and become due under the terms thereof, including but not limited to, principal, interest and service fee. (see instrument for complete terms and conditions as well as possible rights and options of the mortgagee, including rights respecting assumption of the debt secured thereby.)

10. UCC-1 Financing Statement filed in Book 5683, page 993, Register's Office for Davidson County, Tennessee, shows Phyllis Reichman, et al, as the secured party.

This is improved property, known as: Holly Hills Apartments
4700 Humber
Nashville, Tennessee

TO HAVE AND TO HOLD said real estate, with the appurtenances, estate, title and interest belonging to the said GRANTEE, its successors, heirs and assigns forever. We covenant that we are lawfully seized and possessed of said real estate in fee simple, have a good right to convey it, and that the same is unencumbered, except as set forth above. We further covenant and bind ourselves, our heirs and representatives, to warrant and forever defend the title to said real estate to said GRANTEE, its successors, heirs and assigns, against the lawful claims of all persons.

WITNESS our hand this 15th day of August, 1986, the corporate party, if any, having caused its name to be signed hereto by its duly authorized officers on said day and date.

THE HOLLY HILLS GROUP, LTD.,

BY: HOLLY HILLS ASSOCIATES,
General Partner

BY: _____
Randy E. Chance, Partner

78462

IDENTIFICATION REFERENCE

Dec 31 1 01 PM '86

REGISTER'S OFFICE
DAVIDSON COUNTY, TN

STATE OF TENNESSEE)
COUNTY OF)

The actual consideration or value, whichever is greater, for this transfer is $ 3,100,000.00.

_____
AFFIANT

Subscribed and sworn to before me,
this 15th day of August, 1986.

_____
NOTARY PUBLIC

My Commission Expires: 10-25-86

STATE OF TENNESSEE)
COUNTY OF Sumner)

Before me, the undersigned, a Notary Public in and for said county and state, personally appeared RANDY E. CHANCE, 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 HOLLY HILLS ASSOCIATES, the within bargainor, a Tennessee General Partnership, 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 general partnership by himself as a partner.

Witness my hand and seal at office in Hendersonville, Tennessee, this 15th day of August, 1986.

NOTARY PUBLIC AT LARGE

_____
NOTARY PUBLIC

My Commission Expires: 10-25-86

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

RECEIVED OF _____

FOR _____

BOOK 7089 PAGE 422

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
		3,100,000.00 Co. Amt.		
			0680. [illegible] CSTAX	
			.50 CSTAX	
		VD	.50- CSTAX	
			.50 PRFE	
			9.00 MTG [illegible]	
			CUSTOM 3699.50-	
			351 A 12/31/86 BAL .0	

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

78462

IDENTIFICATION REFERENCE

DEC 31 | 02 PM '86

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 28983