THIS INSTRUMENT PREPARED BY:
G. Wendell Thomas, Jr., Esquire
Kennerly, Montgomery & Finley, P.C.
P. O. Box 442
Knoxville, Tennessee 37901
Phone: 546-7311

New Owner +
RESPONSIBLE TAXPAYER
Name: Robertson Highlands Associates, L.P.
Address: c/o Freeman Webb Investments, Inc.
2205 State Street
Nashville, Tennessee 37203

MAP-PARCEL NOS.:
Map 128 Parcel 72
Map 128 Parcel 77
Map 142 Parcel 21

o o O o o

I, or we, hereby swear or affirm that the actual consideration for this transfer or value of the property transferred, whichever is greater, is $1,861,393.12, which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale, said tax being paid with instrument of record in Book 7307, page 818, Davidson County Register's Office.

Affiant

Subscribed and sworn to before me this 19th day of August, 1987.

Bonnie L. Erickson
Notary Public

My commission expires: July 9, 1989

BONNIE L. ERICKSON NOTARY PUBLIC DAVIDSON COUNTY, TN

o o O o o

(CORPORATE GRANTOR)

CORRECTION
WARRANTY DEED
(TENNESSEE)

THIS INDENTURE, made as of this 27th day of July, 1987, between RH DEVELOPMENT COMPANY, INC., a Tennessee corporation doing business as Robertson Highland Associates, Grantor, and ROBERTSON HIGHLANDS ASSOCIATES, L.P., a Delaware limited partnership, Grantee.

W I T N E S S E T H:

That Grantor, for and in consideration of the sum of Ten and no/100 Dollars ($10.00) and for other good and valuable consideration in hand paid by Grantee, the receipt of which is hereby acknowledged, has granted, bargained, sold and conveyed, and does hereby grant, bargain, sell and convey unto Grantee the following described premises, with the hereditaments and appurtenances thereto appertaining, to-wit: Situate in Davidson County, Tennessee, and being more particularly described on Exhibit A attached hereto.

TO HAVE AND TO HOLD the said premises to the said Grantee, its successors and assigns forever.

And Grantor, for itself, its representatives, successors and assigns does hereby covenant with Grantee, its representatives, successors and assigns, that Grantor is lawfully seized in fee simple of the premises herein conveyed; has full power, authority and right to convey the same; that Grantor will forever warrant and defend the title thereto against the lawful claims of all persons whomsoever;

and that such premises are free from all encumbrances except for those matters described in Exhibit B attached hereto. The property described in Exhibit A was acquired by Robertson Highland Associates, a Tennessee joint venture comprised of RH Development Company, Inc. and Elkington and Keltner Group, Inc., by deed of record in Book 7116, page 251, Register's Office for Davidson County, Tennessee. RH Development Company, Inc. acquired the joint venture interest of Elkington and Keltner Group, Inc. in Robertson Highland Associates by virtue of a sale pursuant to T.C.A. § 47-9-504 conducted on June 2, 1987, at the Shelby County Courthouse in Memphis, Tennessee, whereby an Assignment of Joint Venture Interest, dated December 19, 1986, executed by Elkington and Keltner Group, Inc., and perfected by UCC-1 Financing Statements of record as instrument No. F98493 in the Shelby County Commercial Code Records and as instrument No. 407887 in the Tennessee Secretary of State's Commercial Code Records was foreclosed.

This Correction Deed is executed by Grantor to correct a deed of record in Book 7307, Page 818, Davidson County Register's Office. The correction is made to show the proper name of the Grantee and to add appurtenant easements which were intended to be included in Exhibit A.

THE PREPARER OF THIS DEED MAKES NO REPRESENTATION AS TO THE STATUS OF TITLE TO THE PROPERTY DESCRIBED ON EXHIBIT A HERETO. THIS DEED HAS BEEN PREPARED SOLELY FROM INFORMATION FURNISHED TO THE PREPARER WHO MAKES NO REPRESENTATION WHATSOEVER OTHER THAN IT HAS BEEN ACCURATELY TRANSCRIBED FROM THE INFORMATION PROVIDED.

IN WITNESS WHEREOF, the Grantor has caused this instrument to be executed by its duly authorized officer this the date first above written.

RH DEVELOPMENT COMPANY, INC.

By _____
Its Secretary

STATE OF TENNESSEE)
: ss
COUNTY OF KNOX)

Before me, the undersigned Notary Public, of the state and county aforesaid, personally appeared TIMOTHY ELLIS, 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 Secretary of RH DEVELOPMENT COMPANY, INC., the within named bargainor, a corporation, and that he as such Secretary, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as Secretary.

WITNESS my hand and seal, at office in Knoxville, this 17 day of August, 1987.

NOTARY PUBLIC

_____
Notary Public

My commission expires: _____

GWTfs
0331H

SURVEYOR'S DESCRIPTION

TRACT I
ROBERTSON HIGHLANDS ASSOCIATES

Being a parcel of land in the 2nd Civil District, Nashville, Davidson County, Tennessee, portions of property bounded on the west by Old Hickory Boulevard and on the south by U.S. Highway 70-S, more particularly described as follows:

BEGINNING at a concrete monument in the north margin of U.S. Highway 70-S and the southeast corner of the Belle Forest Properties;

THENCE, leaving 70-S, N 25° 38' 35" W, 469.54 feet to an iron pin;

THENCE, N 32° 37' 36" E, 252.07 feet to the southeast corner of the Belle Forest Condominiums;

THENCE, with the east line of said Condominiums as follows:

N 27° 46' 48" E, 529.31 feet to an iron pin;
N 34° 04' 07" E, 464.90 feet to an iron pin;
N 23° 17' 00" E, 449.94 feet to an iron pin;
N 47° 15' 27" E, 519.68 feet to an iron pin;
N 30° 23' 24" E, 330.17 feet to an iron pin;
N 38° 26' 50" E, 399.99 feet to an iron pin;
N 33° 26' 15" E, 359.92 feet to an iron pin; in the northeast corner of the Condominiums;

THENCE, N 53° 15' 11" W, 84.38 feet;

THENCE, N 40° 51' 12" E, 303.94 feet to the northeast corner of the Belle Wood, Inc. and Kimbrough Mill Property;

THENCE, with the north line of said property, N 49° 03' 00" W, 803.95 feet;

THENCE, S 86° 21' 00" W, 1796.90 feet to the easterly margin of Old Hickory Boulevard;

THENCE, with said Boulevard, N 03° 39' 00" W, 785.10 feet;

THENCE, N 86° 21' 00" E, 10.00 feet;

THENCE, N 03° 39' 00" W, 100.00 feet;

THENCE, with a curve to the left, 34.38 feet, said curve having a central angle of 01° 20' 16", a radius of 1472.40 feet, a tangent of 17.19 feet and a chord of N 04° 19' 08" W, 34.38 feet;

THENCE, leaving Old Hickory Boulevard and around the James Robertson Home Site as follows:

N 38° 14' 56" E, 350.07 feet;
N 46° 51' 27" E, 120.00 feet;
N 47° 08' 27" E, 143.46 feet;
N 10° 53' 33" W, 168.49 feet;
N 41° 14' 33" W, 242.31 feet;
S 84° 08' 27" W, 174.35 feet;
S 16° 51' 27" W, 120.00 feet;
S 08° 32' 27" W, 214.71 feet;
S 41° 58' 27" W, 107.87 feet to the easterly margin of Old Hickory Boulevard;

THENCE, with said Boulevard, northwesterly with a curve to the left, 241.09 feet, said curve having a central angle of 09° 26' 45", a radius of 1462.4 feet, a tangent of 120.82 feet, and a chord of N 24° 55' 38" W, 240.82 feet;

THENCE, N 60° 21' 00" E, 5.00 feet;

THENCE, with a curve to the left, 204.89 feet, said curve having a central angle of 08° 00', a radius of 1467.4 feet, a tangent of 102.61 feet, and a chord of N 33° 39' 00" W, 204.72 feet;

THENCE, N 52° 21' 00" E, 20.00 feet;

THENCE, with a curve to the left, 207.68 feet, said curve having a central angle of 08° 00', a radius of 1487.4 feet, a tangent of 104.01 feet, and a chord of N 41° 39' 00" W, 207.51 feet;

THENCE, S 44° 21' 00" W, 25.00 feet;

THENCE, with a curve to the left 88.91 feet, said curve having a central angle of 03° 29', a radius of 1462.4 feet, a tangent of 44.47 feet, and a chord of N 47° 23' 30" W, 88.89 feet;

THENCE, N 49° 08' 00" W, 366.50 feet;

THENCE, N 40° 52' 00" E, 40.00 feet;

THENCE, with a curve to the right 16.14 feet, said curve having a central angle of 00° 40' 44", a radius of 1362.40 feet, a tangent of 8.07 feet, and a chord N 48° 37' 38" W, 16.14 feet;

THENCE, leaving Old Hickory Boulevard, S 86° 09' 19" E, 1388.54 feet;

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THENCE, S 88° 55' 50" E, 722.97 feet;

THENCE, S 88° 13' 58" E, 884.42 feet;

THENCE, N 05° 19' E, 685.79 feet;

THENCE, with West Meade Farms Subdivision as follows:

S 69° 23' 27" E, 164.18 feet to a concrete monument;
N 82° 53' 09" E, 237.13 feet;
N 77° 56' 41" E, 144.19 feet;
S 61° 12' 51" E, 55.47 feet;
S 52° 50' 14" E, 127.51 feet;
S 53° 03' 40" E, 290.00 feet;
S 64° 25' 40" E, 265.11 feet;
S 25° 30' 48" E, 313.62 feet;
S 57° 47' 07" E, 515.02 feet;
S 41° 22' 07" E, 161.00 feet to an iron pin;
S 47° 46' 26" E, 461.46 feet to a concrete monument;
S 57° 53' 07" E, 125.90 feet to a point in said subdivision boundary and a corner to The Lakes - Nashville, Ltd.

THENCE, with said The Lakes - Nashville, Ltd.'s property as follows:

S 63° 18' 46" W, 854.20 feet;
S 38° 18' 26" W, 200.80 feet;
S 17° 02' 27" W, 351.10 feet;
S 05° 24' 27" W, 273.30 feet;
S 32° 06' 27" W, 408.20 feet;
S 20° 01' 27" W, 1592.30 feet to a point, a corner to said Lakes-Nashville and H.W. Wells;

THENCE, with Wells' line as follows:

N 61° 03' 31" W, 395.03 feet to a point;
S 71° 05' 54" W, 266.71 feet to a point;
S 32° 13' 16" W, 152.22 feet to a point;
S 33° 24' 22" W, 266.47 feet to a point;
S 48° 32' 03" W, 50.27 feet to a point;
S 64° 24' 48" W, 207.08 feet to a point;
S 19° 09' 08" W, 47.00 feet to a point;
S 03° 16' 18" W, 503.71 feet to a point;

THENCE, with Wilson, Putnam and Dillon, S 01° 52' 17" W, 759.54 feet to the north margin of U.S. Highway 70-S;

THENCE, with said margin as follows:

S 64° 20' 14" W, 343.00 feet to a point;
N 25° 39' 46" W, 40.00 feet to a point;
S 64° 20' 14" W, 550.00 feet to a point;
S 25° 39' 46" E, 40.00 feet to a point;
S 64° 20' 14" W, 167.17 feet to the point of beginning.

Containing 271.77 acres, more or less.

BARGE, WAGGONER, SUMNER AND CANNON
File 9358-06
July 23, 1987

SURVEYOR'S DESCRIPTION

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TRACT II
ROBERTSON HIGHLANDS ASSOCIATES

Being a parcel of land in the 2nd Civil District, Nashville, Davidson County, Tennessee, bounded on the east by Old Hickory Boulevard and located north of U.S. Highway 70-S, more particularly described as follows:

BEGINNING at an iron pin in the westerly margin of Old Hickory Boulevard and the northeast corner of the Phillip L. Davis et ux property;

THENCE, N 84° 53' W, 1073.2 feet;

THENCE, N 06° 25' E, 1080.6 feet to an iron pin;

THENCE, N 56° 45' E, 369.0 feet;

THENCE, N 55° 45' E, 100.0 feet;

THENCE, N 35° 45' E, 294.5 feet to the westerly margin of Old Hickory Boulevard;

THENCE, with said Boulevard and with a curve to the right 238.31 feet, said curve having a central angle of 09° 50' 32", a radius of 1387.40 feet, and a tangent of 119.45 feet;

THENCE, N 60° 21' E, 15.0 feet;

THENCE, southerly with a curve to the right 591.14 feet, said curve having a central angle of 24° 09' 04", a radius of 1402.40 feet and a tangent of 300.01 feet;

THENCE, continuing in a southerly direction with a curve to the right 45.25 feet, said curve having a central angle of 01° 50' 56", a radius of 1,402.40 feet and a tangent of 22.63 feet;

THENCE, S 03° 39' E, 500.00 feet;

THENCE, S 86° 21' W, 5.0 feet;

THENCE, S 03° 39' E, 200.00 feet;

THENCE, N 86° 21' E, 5.0 feet;

THENCE, S 03° 39' E, 175.9 feet to the point of beginning.

Containing 29.44 acres, more or less.

BARGE, WAGGONER, SUMNER AND CANNON
File 9358-06
July 23, 1987

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SURVEYOR'S DESCRIPTION

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TRACT III
ROBERTSON HIGHLANDS ASSOCIATES

Being a parcel of land in the 2nd Civil District, Nashville, Davidson County, Tennessee, bounded on the east by Old Hickory Boulevard and located north of U.S. Highway 70-S, more particularly described as follows:

BEGINNING at a fence post in the westerly margin of Old Hickory Boulevard 2690 feet, more or less, from the north margin of U.S. Highway 70-S;

THENCE, S 73° 20' W, 315.3 feet;

THENCE, S 78° 59' W, 202.4 feet;

THENCE, N 03° 58' E, 1057.3 feet to the westerly margin of Old Hickory Boulevard;

THENCE, southeasterly, with a curve to the left 506.64 feet, said curve having a central angle of 19° 51', a radius of 1462.40 feet, and a tangent of 255.89 feet;

THENCE, S 29° 52' E, 422.1 feet;

THENCE, with a curve to the right 97.09 feet to the point of beginning, said curve having a central angle of 03° 58', a radius of 1402.40 feet, and a tangent of 48.56 feet;

Containing 5.38 acres, more or less.

BARGE, WAGGONER, SUMNER AND CANNON
File 9358-06
July 23, 1987

Together with those easements as contained in the deed of record in Book 5074, page 945, Register's Office for Davidson County, Tennessee.

EASEMENT I

That certain easement for utilities, roadway, street, driveway, ingress and egress purposes as set forth in Article 5.02 of that instrument of record in Book 5074, page 856, at page 882, as granted to American Buildings Company by Belle Wood, Inc., a Tennessee corporation, and Lewis E. Gaines, an individual and resident of Nashville, Davidson County, Tennessee. Included in such easement was an easement for the purposes of installing, constructing and maintaining sewer facilities, with full rights of ingress and egress, on, in, above, under and consisting of that portion of the Sanitary Sewer Extension Easement lying within the boundaries of the property owned by Grantors, and being more fully described in that instrument of record in Book 5074, page 856, said Register's Office, to which reference is hereby made for a more complete description.

EASEMENT II

Easements granted unto American Buildings Company by Belle Forest, a joint venture, pursuant to the terms and conditions of an Easement Agreement dated August 24, 1976, of record in Book 5074, page 945, Register's Office for Davidson County, Tennessee. Said easement granting certain rights of ingress, egress, utilities, and sanitary sewer purposes, including construction and certain other rights and privileges as more fully set forth in such Easement Agreement, to which reference is hereby made for a more complete description.

Being the property conveyed by Warranty Deed from RH Development Company, Inc. to Robertson Highland (sic) Associates, L.P. of record in Book 7307, page 818, Register's Office for Davidson County, Tennessee.

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EXHIBIT B

(A) The lien of 1987 real estate taxes which have been assumed by the Grantee.

(B) The Option of Third National Bank, Trustee, as set forth in Article 7.02 of the instrument recorded in Book 5074, page 856, Register's Office for Davidson County, Tennessee.

(C) Terms and conditions as to use of easements as set forth in Easement Agreement, dated August 24, 1976, recorded in Book 5074, page 945, Register's Office for Davidson County, Tennessee.

(D) Items shown on survey of Barge, Waggoner, Sumner and Cannon, file No. 9358-06, last updated July 23, 1987.

(E) Rights of others in and to the Appurtenant Easements described in Exhibit A.

(F) The alleged Memorandum of Contract for Sale of Real Estate between J. W. Peak Financial Group, Inc., and Elkington and Keltner Group, Inc.

(G) Notice of Surveyors and Engineers Lien filed by Barge, Waggoner, Sumner & Cannon, Inc. against Elkington & Keltner Group, Inc. in the amount of $32,110.88, recorded in Book 6983, page 430, Davidson County, Register's Office, which Grantee has assumed and agreed to pay.

49830

IDENTIFICATION REFERENCE

Jul 27 4 20 PM '87

DAVIDSON COUNTY, TN

RUSH

57436

IDENTIFICATION REFERENCE

Aug 19 3 53 PM '87

DAVIDSON COUNTY, TN

08/19 27.00- CHECK