Box 37 JRH

BOOK 7638 PAGE 746

Address New Owner:	Map-Parcel Numbers:	Send Tax Bills To:
The Holladay Corporation 830 Fesslers Lane Parkway Suite 111 P.O. Box 101586 Nashville, TN 37210	94-14-23	The Holladay Corporation 830 Fesslers Lane Parkway Suite 111 P.O. Box 101586 Nashville, TN 37210

This instrument prepared by: Boult, Cummings, Conners & Berry (JRH)
222 Third Avenue, North, P.O. Box 198062, Nashville, TN 37219

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of TEN AND NO/100 DOLLARS ($10.00) cash in hand paid, and other good and valuable consideration, the receipt and sufficiency of all of which are hereby acknowledged, Fesslers Lane Associates, an Indiana limited partnership (the "Grantor") has bargained and sold, and by these presents transfers and conveys to Willow Trace II Associates, an Indiana limited partnership (the "Grantee"), Grantee's successors and assigns, certain land in Davidson County, State of Tennessee, being more particularly described in Exhibit A, which is attached hereto and incorporated herein by reference (the "Property").

This conveyance of the Property, and all covenants and warranties contained herein, are made expressly subject to the following:

1. Real estate taxes for the current year which have been prorated between the parties.

2. All matters shown on the Plan of Fesslers Lane Business Park, of record in Book 6900, page 678, said Register's Office.

3. Declaration of Protective Covenants and Owner's Association for Fesslers Lane Business Park, of record in Book 6834, page 921, Register's Office for Davidson County, Tennessee.

4. Reciprocal Access and Cross Parking Easement, of record in Book 7575, page 377, Register's Office for Davidson County, Tennessee.

This is unimproved property, known as Lot 2 of Fesslers Lane Business Park.

TO HAVE AND TO HOLD the Property, with all appurtenances, estate, title, and interest thereto belonging to the Grantee, Grantee's successors and assigns, forever.

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $500,365.00.

Affiant

Subscribed and sworn to before me this 29th day of August, 1988.

Notary Public
My Commission Expires: 4/12/90

62979

RECEIVED FOR REGISTRATION
Aug 29 4 22 PM '88
REGISTER OF DEEDS DAVIDSON COUNTY, TENN.

Grantor covenants with the Grantee that the Property is free from all encumbrances made or suffered by Grantor, except to the extent otherwise set forth herein.

Grantor further covenants and binds itself, to warrant and forever defend the title to the Property to the Grantee, Grantee's successors and assigns against the lawful claims of all persons claiming by, through, or under Grantor.

IN WITNESS WHEREOF, the Grantor has executed this Deed this 29th day of August, 1988.

FESSLERS LANE ASSOCIATES

By: Thomas C. Gibson

Title: Managing General Partner

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Personally appeared before me, STEVEN L. WEST, Notary Public, Thomas C. Gibson, with whom I am personally acquainted and who acknowledged that he is a general partner of Fesslers Lane Associates, a limited partnership, and is authorized by said limited partnership to execute this instrument on behalf of Fesslers Lane Associates.

WITNESS my hand, at office, this 29th day of August, 1988.

Steven L. West

Notary Public

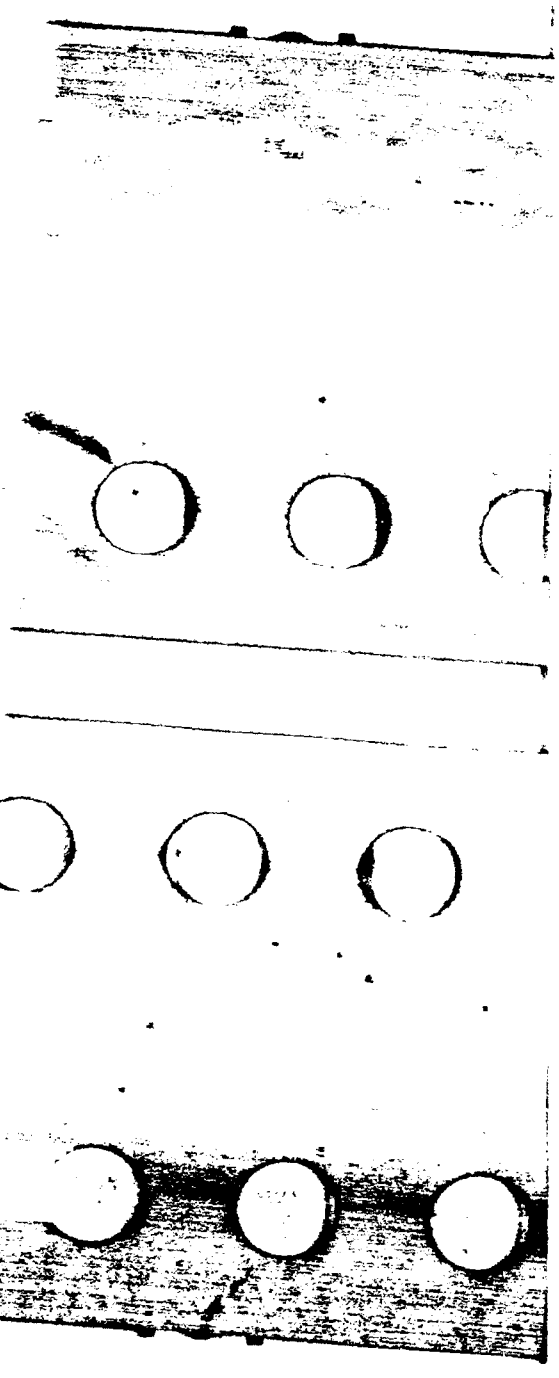
My Commission Expires: 9/12/90

2044 08/29 0101 03CHECK 1660.02

Exhibit A

Land in Davidson County, Tennessee, being Lot No. 2 on the Plan of Resubdivision of Lots 2 and 3, Fesslers Lane Business Park, of record in Book 6900, page 678, Register's Office for Davidson County, Tennessee.

Being part of the same property conveyed to Fesslers Lane Associates, an Indiana limited partnership by deed from Thomas C. Scott, Trustee, with full power and Hugh Entrekin of record in Book 6784, page 883, Register's Office for Davidson County, Tennessee.



OFFICIAL RECEIPT

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

RECEIVED OF _____

FOR _____

BOOK 7638 PAGE 749

CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS	
MO - MORTGAGE	REL - RELEASE	CO TAX - STATE TAX CONVEY	
WD - WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MO TAX - STATE TAX MORT	
TD - TRUST DEED		PRFEE - PROBATE FEE	

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL
			CAMT	500365.00
			CONVEY	1651.32
			PRFEE	0.50
			WDEED	9.00
			TOTAL	1660.82
			CHECK	1660.82
08/29/88	01		16:23 0001	204

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

62979

IDENTIFICATION REFERENCE

Aug 29 4 22 PM '88

FELIX Z. WILSON, II REGISTER
DAVIDSON COUNTY, TN

No. 128542