Box 18

BOOK 7652 PAGE 746

LAM00108 9/12/88 lm

THIS INSTRUMENT PREPARED BY:
BASS, BERRY & SIMS (EWB)
2700 First American Center
Nashville, Tennessee 37238

GENERAL WARRANTY DEED

Address New Owner(s)	Send Tax Bills To	Map-Parcel Number(s):
Levog c/o Milton Levin 99 Powerhouse Road Roslyn Heights, NY 11577	Same	Map 63 Parcel 96

FOR AND IN CONSIDERATION of the sum of TEN AND NO/100 ($10.00) DOLLARS cash in hand paid and other good and valuable consideration, the receipt of which is hereby acknowledged, HARLON-TENN INVESTORS, LTD. V, a Tennessee limited partnership ("Grantor") has bargained and sold, and by these presents does transfer and convey unto LEVOG, a North Carolina general partnership composed by Milton Levin and Seymour Vogel ("Grantee"), its successors and assigns, a certain tract or parcel of land in Davidson County, Tennessee, described on Exhibit A hereto.

This is unimproved property.

Said property is conveyed subject to the following matters:

1. Property taxes for 1988, a lien not yet due and payable.

2. Deed of Trust executed by Grantor to Ronald G. Turner, Trustee, of record in Book 7147, page 64, Register's Office for Davidson County, Tennessee, to secure an indebtedness to Commerce Union Bank (now Sovran Bank/Central South) in the principal amount of $581,250.00, which indebtedness is expressly assumed by Grantee in consideration for this conveyance.

3. UCC-1 Financing Statement filed in Book 7147, page 77, said Register's Office, as further security for the aforesaid indebtedness to Commerce Union Bank (now Sovran Bank/Central South).

It is understood and agreed that part of the consideration for the transfer of said property is the agreement of Grantee to assume the unpaid balance of the note evidencing the aforesaid indebtedness and all other obligations associated or connected with said note and/or with the aforesaid Deed of Trust of record in Book 7147, page 64, said Register's Office; and the assumption of such obligations are evidenced by Grantee's acceptance and recordation of this deed.

TO HAVE AND TO HOLD said land with the appurtenances, hereditaments, estate, title, and interest thereto belonging to Grantee, its successors and assigns, forever. Grantor covenants that, subject to the matters set forth above, Grantor is lawfully seized and possessed of said land in fee simple, has good right to convey it, and that same is unencumbered.

Grantor further covenants and binds itself and its successors and asigns, to warrant and forever defend the title to said land to Grantee, its successors and assigns, against the lawful claims of all persons whomsoever except claims arising out of the matters set forth above.

Whenever used, the singular shall include the plural and the plural the singular and the use of any gender shall be applicable to all genders.

WITNESS our hands this 14 day of September 1988.

HARLON-TENN INVESTORS, LTD. V
a Tennessee limited partnership

By: Harlon-East Properties, Inc.
a North Carolina corporation,
as general partner

By: [signature]
Title: VICE PRESIDENT

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Personally appeared before me, Lori McPherson, a Notary Public, Victor DeSousa, with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be vice president of Harlon-East Properties, Inc., a corporation which is the general partner of Harlon-Tenn Investors, Ltd. V, the within named bargainor, a limited partnership, and that he as such vice president executed the foregoing instrument for the purpose therein contained, by signing the name of the corporation by himself as vice president.

WITNESS my hand, at office, this 14 day of September, 1988.

Lori McPherson
Notary Public

My Commission Expires:
3-11-90

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

The actual consideration for this transfer or value of property conveyed (whichever is greater) is $1,128,000.00.

[signature]
Affiant

Sworn to and subscribed before me this 14 day of September, 1988.

Lori McPherson
Notary Public

My Commission Expires:
3-11-90

SEP 14 3 24 PM '88
FELIX Z. WILCOX, REGISTER
DAVIDSON COUNTY, TN
IDENTIFICATION REFERENCE
6.7.6 3.1.

EXHIBIT A

PROPERTY DESCRIPTION

Land lying in the second (formerly the fourth) Civil District, Davidson County, Tennessee, being described according to a Boundary Survey dated November 10, 1986, updated January 27, 1987, by Jerry L. Morrow, Registered Land Surveyor as follows:

Beginning at an iron pin corner common with C. Hooper Development Company in the West right-of-way line of Old Hickory Boulevard, said pin being located Northerly, 689 feet, more or less, from Second Street;

Thence with the West right-of-way line of Old Hickory Boulevard, South 14 deg, 21 min, 20 sec East, 664.00 feet to an iron pin corner common with H.H. Chitwood;

Thence with H.H. Chitwood, South 87 deg, 44 min, 48 sec, West, 874.89 feet to an iron pin;

Thence North 02 deg, 15 min, 12 sec West, 648.40 feet to an iron pin corner common with H,H. Chitwood in the South line of C. Hooper Development Company;

Thence with C. Hooper Development Company, North 87 deg, 33 min, 23 sec, East, 253.42 feet to an iron pin;

Thence North 87 deg, 44 min, 48 sec East, 482.26 feet to the point of beginning.

Containing 522,720 square feet (12.00 acres, more or less).

Being the same property conveyed to Harlon-Tenn Investors, Ltd. V, by General Warranty Deed from Chitwood Joint Venture, of record in Book 7147, page 58, Register's Office for Davidson County, Tennessee.

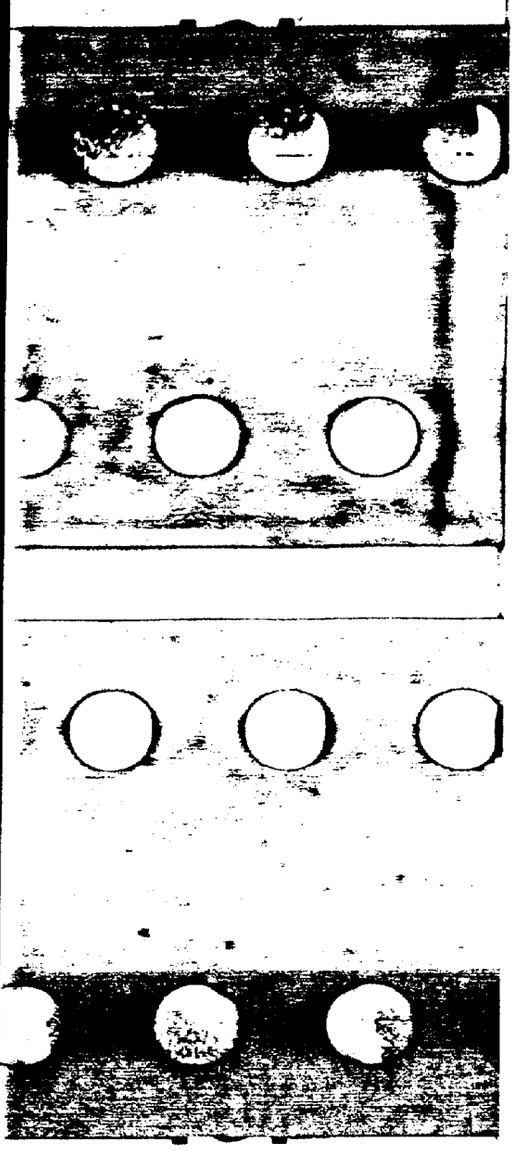
Included in the above description but expressly excluded therefrom is that portion of the premises conveyed to C. Hooper Development Company by deed of record in Book 7469, page 939, Register's Office of Davidson County, Tennessee, and described as follows:

Being a parcel of land lying in Davidson County, Tennessee and being a portion of the H.H. Chitwood property of record in Book 1174, page 242, Register's Office for Davidson County, Tennessee, and being more particularly described as follows:

Beginning at a point in the west right-of-way line of Old Hickory Boulevard, said point being located South 14 deg. 21 min. 20 sec. East, 602.14 feet from the northeast corner of the H.H. Chitwood property; thence with the west right-of-way line of Old Hickory Boulevard, South 14 deg. 21 min. 20 sec. East 61.86 feet to a point, a corner common with Chitwood Downs in the west right-of-way line of Old Hickory Boulevard; thence with Chitwood Downs, South 87 deg. 44 min. 48 sec. West, 61.86 feet to a point; thence leaving Chitwood Downs on a curve to the left, the radius of which is 50.00 feet, the central angle of which is 102 deg. 06 min. 08 sec., the chord of which is north 36 deg. 41 min. 44 sec. East, 77.77 feet, along the curve distance of 89.10 feet to the point of beginning, containing 865 square feet, (0.02 acre, more or less).

Being part of the same property conveyed to Harlon-Tenn Investors, Ltd. V, a Tennessee limited partnership by deed from Chitwood Joint Venture, a Tennessee general partnership of record in Book 7147, page 58, said Register's Office.

7146.00 14 0101 03CHECK 3731.90



OFFICIAL RECEIPT

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

RECEIVED OF _____

FOR _____

BOOK 7652 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 1128000.00
CON TX 3722.40
PRFEE 0.50
WDEED 9.00
TOTAL 3731.90
CHECK 3731.90

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

09/14/88 01 15:27 0001 7146

67631

IDENTIFICATION REFERENCE

SEP 14 3 24 PM '88

FELIX Z WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 134166