BOOK 7745 PAGE 256

ADDRESS NEW OWNER:	SEND TAX BILLS:	MAP-PACEL NUMBERS:
U.S. Retirement Concepts, Ltd. 3110 Nolensville Road Nashville, Tennessee 37211	Exempt	See below:

TRACT I:	TRACT II:	TRACT III:	TRACT IV:	TRACT V:
Map 133-2 Parcel 380 06DA30155	Map 133-2 Parcel 31 06DA30223	Map 133-2 Parcel 35 06DA30218	Map 133-2 Parcel 37 & part of 36 06DA30216-17	Map 133-2 Parcel 36 06DA30217

WARRANTY DEED

For and consideration of the sum of SIX MILLION ~~ONE~~ FIVE HUNDRED FIFTY THOUSAND AND no/100 ($6,~~150~~,000.00) DOLLARS, and for other good and valuable considerations, the receipt and sufficiency of which is acknowledged, U.S. RETIREMENT CONCEPTS, INC., a Tennessee corporation, hereinafter called the Grantor, has this day bargained and sold, and by these presents does transfer and convey unto U.S. RETIREMENT CONCEPTS, LTD., a Tennessee limited partnership, hereinafter called the Grantee, its successors and assigns, five tracts or parcels of land with improvements thereon located in Davidson County, Tennessee more particularly described on EXHIBIT A attached hereto and incorporated herein by reference, which tracts or parcels with improvements thereon are the same property conveyed to U.S. RETIREMENT CONCEPTS, INC. by Warranty Deed from Radnor Baptist Towers, Inc., of record in Book 7090, Page 550, Register's Office of Davidson County, Tennessee, and by Quitclaim Deed from Radnor Baptist Church of record in Book ____, Page ____, R.O.D.C. This conveyance is subject to the easement retained by Radnor Baptist Church contained in those instruments, which easement is described in EXHIBIT B attached hereto and made a part hereof.

This conveyance is to have and to hold these tracts or parcels of land with the appurtenances, estate, title and interest thereto belonging to the Grantee, its successors and assigns forever, and Grantor does covenant with Grantee that it is lawfully seized and possessed of these tracts or parcels in fee simple, that it has a good right to convey the tracts, and that these tracts are unemcumbered except for the above easement and any matters of record or already known to Grantee. Grantor does further convenant and bind itself its successors and assigns, to forever warrant and defend the title to these tracts to Grantee, its successors and assigns, against the lawful claims of all persons or entities whatever.

This is improved properly known as Radnor Baptist Towers, 3110 Nolensville Road, Nashville, Tennessee 37211.

Witness my hand this 5th day of January, 1989.

U.S. RETIREMENT CONCEPTS, INC.

by: _____
Paul F. Durham, President

99276

IDENTIFICATION

JAN 5 1 09 PM '89

FELIX Z. WILSON III REGISTER
DAVIDSON COUNTY, TN

3659 01/05 0101 03CHECK 21462.50

STATE OF TENNESSEE

COUNTY OF DAVIDSON

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Personally appeared before me, BRENDA G. BENTLEY, a Notary Public in and for said county and state, Paul F. Durham, with whom I am personally acquainted or who identified himself with proof satisfactory to me, who upon his oath acknowledged himself to be President of U.S. Retirement Concepts, Inc., the Grantor corporation, and that he, as such President, being fully authorized to do so, executed the foregoing instrument for the purposes contained therein by signing under oath in my presence the name of the Grantor corporation by Paul F. Durham, its President, this 5th day of January, 1989.

Brenda G. Bentley
Notary Public

May 13, 1991
My Commission Expires

AFFIDAVIT

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Being first duly sworn, I make oath that the actual consideration or value, whichever is greater, for this transfer is SIX MILLION ~~ONE~~ FIVE HUNDRED FIFTY THOUSAND and no/100 ($6,~~150~~500,000.00) DOLLARS.

Affiant

Sworn to and subscribed before me this 5th day of January, 1989.

Brenda G. Bentley
Notary Public

My Commission Expires: May 13, 1991

THIS INSTRUMENT PREPARED BY:

Richard D. Speight
Investors Diversified Property Management, Inc.
530 Church Street, Suite 700
Nashville, Tennessee 37219

TRACT 1

A tract of land in the First Civil District of Metropolitan Nashville–Davidson County, Tennessee more particularly described as follows:

Beginning at an iron pin set at the southwest end of the northwesterly return curve at the intersection of Thuss Avenue, a 50–foot road, and McCombs Avenue, a 50–foot road; thence,

1. with the north right–of–way line of Thuss Avenue N 83°18'33" W 378.59 feet to a nail set; thence,
2. with the east boundary line of the property of Radnor Baptist Church as recorded in Deed Book 5004, Page 107, and Deed Book 5062, Page 669, R.O.D.C., Tennessee N 6°41'27" E 46.71 feet to a nail set; thence,
3. N 22°21'00" W 117.37 feet to a nail set; thence,
4. northeastwardly, 64.79 feet along the arc of a curve to the right having a radius of 31.50 feet, a central angle of 117°50'40", and a chord bearing and distance of N 36°34'20" E 53.96 feet to a nail set; thence,
5. with the end of a 20 foot alley S 4°51'12" W 20.00 feet to a nail set; thence,
6. with the south right–of–way line of the alley S 84°29'20" E 408.24 feet to a nail set; thence,
7. southeastwardly, 31.19 feet along the arc of a return curve to the right having a radius of 20.00 feet, a central angle of 89°20'32" feet, and a chord bearing and distance of S 39°49'04" E 28.12 feet to a iron pin set; thence,
8. with the west right–of–way line of McCombs Avenue S 4°51'12" W 139.44 feet to an existing concrete monument; thence,
9. southwestwardly, 40.07 feet along the arc of a return curve to the right having a radius of 25.00 feet, a central angle of 91°50'15", and a chord bearing and distance of S 50°46'20" W 35.92 feet to the point of beginning and containing 77,331 Squore Feet or 1.775 Acres.

TRACT 2

A tract of land in the First Civil District of Metropolitan Nashville–Davidson County, Tennessee more particularly described as follows:

Beginning at an iron pin set at the northwest end of the southwesterly return curve at the intersection of Sunrise Avenue, a 50–foot road, and McCombs Avenue, a 50–foot road; thence,

1. southeastwardly, 38.98 feet along the arc of the return curve to the right having a radius of 25.00 feet, a central angle of 89°20'32", and a chord bearing and distance of S 39°49'04" E 35.15 feet to an iron pin set; thence,
2. with the west right–of–way line of McCombs Avenue S 4°51'12" W 115.06 feet to an iron pin set; thence,
3. southwestwardly, with the north right–of–way line of a 20–foot alley, 31.65 feet along the arc of a return curve to the right having a radius of 20.00 feet, a central angle of 90°39'28", and a chord bearing and distance of S 50°10'56" W 28.45 feet to an "X" on curb set; thence,
4. with the north right–of–way line of the alley N 84°29'20" W 379.77 feet to an "X" on curb set; thence,
5. with the east boundary line of the property of Radnor Baptist Church as recorded in Deed Book 5004, Page 107, and Deed Book 5062, Page 669, R.O.D.C., Tennessee N 4°51'12" E 160.00 feet to an iron pin set; thence,
6. with the south right–of–way line of Sunrise Avenue S 84°29'20" E 375.29 feet to the point of beginning and containing 63,780 Squore Feet or 1.464 Acres.

Tract is a portion of Lot 38 1/2 and all of Lots 37 and 38 on the plan of Sunrise, P.S. Stump's Subdivision as recorded in Plat Book 332, Page 107, and is all of Lots 32, 33, 34, 35, and 36 on the plan of Sunrise, P.S. Stump's Subdivision as recorded in Plat Book 421, Page 17, R.O.D.C., Tennessee. Tract is all of Tracts II, III, IV, and V of the property of U.S. Retirement Concepts, Inc. as recorded in Deed Book 7090, Page 550, and contains all of Lot 2, Radnor Baptist Church as recorded in Plat Book 4955, Page 43, R.O.D.C., Tennessee.

This property is described according to a survey dated December 21, 1988 by John E. Cleghorn (R.L.S. TN # 1440) of Ragan- Smith- Murphy & Associates.

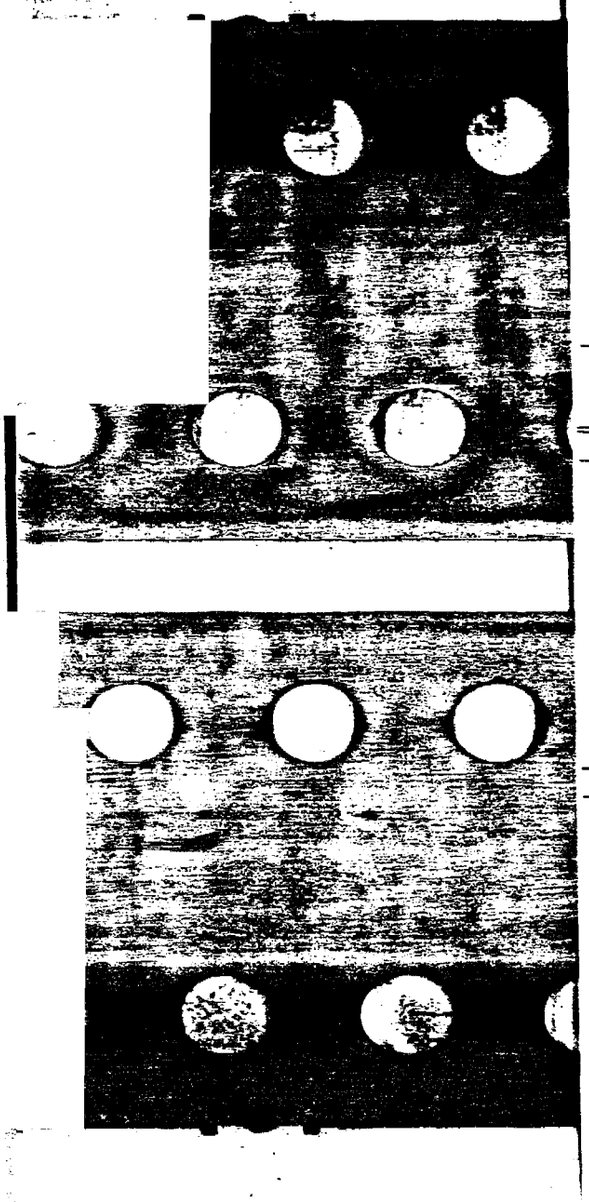
EASEMENT DESCRIPTION

An easement across land in the First Civil District of Metropolitan Nashville–Davidson County, Tennessee more particularly described as follows:

Beginning at a nail set on the north right–of–way line of Thuss Avenue, a 50–foot road, that is N 83°18'33" W 378.59 feet from an iron pin set at the southwest end of the northwesterly return curve at the intersection of Thuss Avenue and McCombs Avenue, a 50–foot road; thence,

1. with the east boundary line of the property of Radnor Baptist Church as recorded in Deed Book 5004, Page 107, and Deed Book 5062, Page 669, R.O.D.C., Tennessee N 6°41'27" E 46.71 feet to a nail set; thence,
2. N 22°21'00" W 117.37 feet to a nail set; thence,
3. northeastwardly, 64.79 feet along the arc of a curve to the right having a radius of 31.50 feet, a central angle of 117°50'40", and a chord bearing and distance of N 36°34'20" E 53.96 feet to a nail set; thence,
4. with the end of a 20 foot alley S 4°51'12" W 20.00 feet to a nail set; thence,
5. with the south right–of–way line of the alley S 84°29'20" E 4.00 feet; to a nail set thence,
6. southwestwardly, with a line severing Tract 1, 24.69 feet along the arc of a curve to the left having a radius of 12.00 feet, a central angle of 117°51'40", and a chord bearing and distance of S 36°34'50" W 20.56 feet; to an iron pin set thence,
7. S 22°21'00" E 135.33 feet; to a nail set thence,
8. S 6°41'27" W 40.06 feet; to an iron pin set thence,
9. with the north right–of–way line of Thuss Avenue N 83°18'33" W 30.00 feet to the point of beginning and containing 5,184 Square Feet or 0.119 Acres.

This property is described according to a survey dated December 21, 1988 by John E. Cleghorn (R.L.S. TN # 1440) of Ragan- Smith- Murphy & Associates.



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

RECEIVED OF _____

FOR _____

BOOK 7745 PAGE 260

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

CAMT 6500000.00
CON TX 21450.00
PRFEE 0.50
WDEED 12.00
TOTAL 21462.50
CHECK 21462.50

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

01/05/89 01 13:10 0001 3659

99276

IDENTIFICATION REFERENCE

JAN 5 1 09 PM '89

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 170346