THIS INSTRUMENT PREPARED BY:
John M. Baird
White & Reasor
3305 West End Avenue
Nashville, TN 37203

Address New Owner(s) as Follows:	Person Responsible for Payment of Taxes:	Map-Parcel No.
Edward R. Phillips 621 Carol Ann Drive Goodlettsville, TN 37072	New Owner	129-14-A Parcels 139 and 140

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION OF the sum of Ten and No/100 Dollars ($10.00), the receipt of which is hereby acknowledged, WESSEX TOWERS, LTD., a Tennessee limited partnership, hereinafter called "Grantor", has this day bargained and sold, and does hereby transfer and convey unto EDWARD R. PHILLIPS, hereinafter called "Grantee", (whether one or more persons or entities) his heirs, personal representatives, successors and assigns, certain real estate in Davidson County, Tennessee, described as follows:

> Land in Davidson County, Tennessee, being Unit Nos. 1211 and 1212 the Plan of Wessex Towers Condominium Apartments of record in Plat Book 5200, pages 142 and 143, Register's Office for said County, to which plan reference is made for a more complete description, together with the appurtenant interest in the common elements of Wessex Towers Condominium, a horizontal property regime established by Master Deed of record in Book 5414, page 634, amended in Book 5599, page 39, said Register's Office.
>
> Being the same property conveyed to Wessex Towers, Ltd., a Limited Partnership by deed from Central Tennessee Investment Company, Inc. of record in Book 5416, page 572 (Unit No. 1211) and of record in Book 5416, page 600, (Unit No. 1212), said Register's Office.

This is improved property known as Apartment Nos. 1211 and 1212, Wessex Towers Condominium, 6666 Brookmont Terrace, Nashville, Tennessee 37205.

TO HAVE AND TO HOLD said real estate, with the appurtenances, estate, title and interest thereto belonging, to the said Grantee, his heirs, personal representatives, successors and assigns, forever.

Grantor further covenants and binds itself, its successors and assigns, to warrant and forever defend the title to said real estate to said Grantee, his heirs, personal representatives, successors and assigns, against the lawful claims of all persons claiming by, through or under Grantor, but not otherwise; provided, however, this conveyance is subject to the following:

1. Deed of Trust to Stephen C. Baker, Trustee, of record in Book 5416, page 576, Register's Office for Davidson County, Tennessee, as assigned to Nashville City Bank and Trust Co., a Tennessee banking corporation, by instrument of record in Book 7052, page 829,

Register's Office for Davidson County, Tennessee.

2. Deed of Trust to Stephen C. Baker, Trustee, of record in Book 5416, page 604, Register's Office for Davidson County, Tennessee, as assigned to Nashville City Bank and Trust Co., a Tennessee banking corporation, by instrument of record in Book 7052, page 829, Register's Office for Davidson County, Tennessee.

3. Matters appearing on the plan of record in Book 5200, pages 142 and 143, Register's Office for Davidson County, Tennessee.

4. Charter of Incorporation of Wessex Towers Condominium Association, Inc. of record in Book 5412, page 451, Register's Office for Davidson County, Tennessee.

5. Covenants, Conditions, Restrictions and Agreements, including the agreement to pay assessments for the maintenance of common areas, contained in the Master Deed and By-Laws for Wessex Towers Condominium of record in Book 5414, page 634, amended in Book 5599, page 39, Book 5792, page 982, and Book 6478, page 742, Register's Office for Davidson County, Tennessee.

6. Terms and limitations imposed by the Tennessee Horizontal Property Act, Tennessee Code Annotated Sections 66-27-101, et seq.

7. Rights of parties in possession under unrecorded leases.

IN WITNESS WHEREOF, the Grantor has executed this instrument as of the 1st day of January, 1989.

"GRANTOR"

WESSEX TOWERS, LTD., a Tennessee limited partnership

By: David W. Talley
David W. Talley, general partner

221 2/25 2101 03CHECK 851.00

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Personally appeared before me, Jan Minshall, a Notary Public for the State and County aforesaid, David W. Talley, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is a general partner of the maker or a constituent of the maker and is authorized by the maker or by its constituent, the constituent being authorized by the maker, to execute this instrument on behalf of the maker.

Witness my hand, at office, this 20th day of January, 1989.

Jan Minshall
Notary Public

JAN MINSHALL NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

My commission expires:
5-13-90

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $255,000.00.

AFFIANT

SUBSCRIBED and sworn to before me, this 24th day of January, 1989.

Tilda V. Landrum
Notary Public

NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

My commission expires:
11-21-92

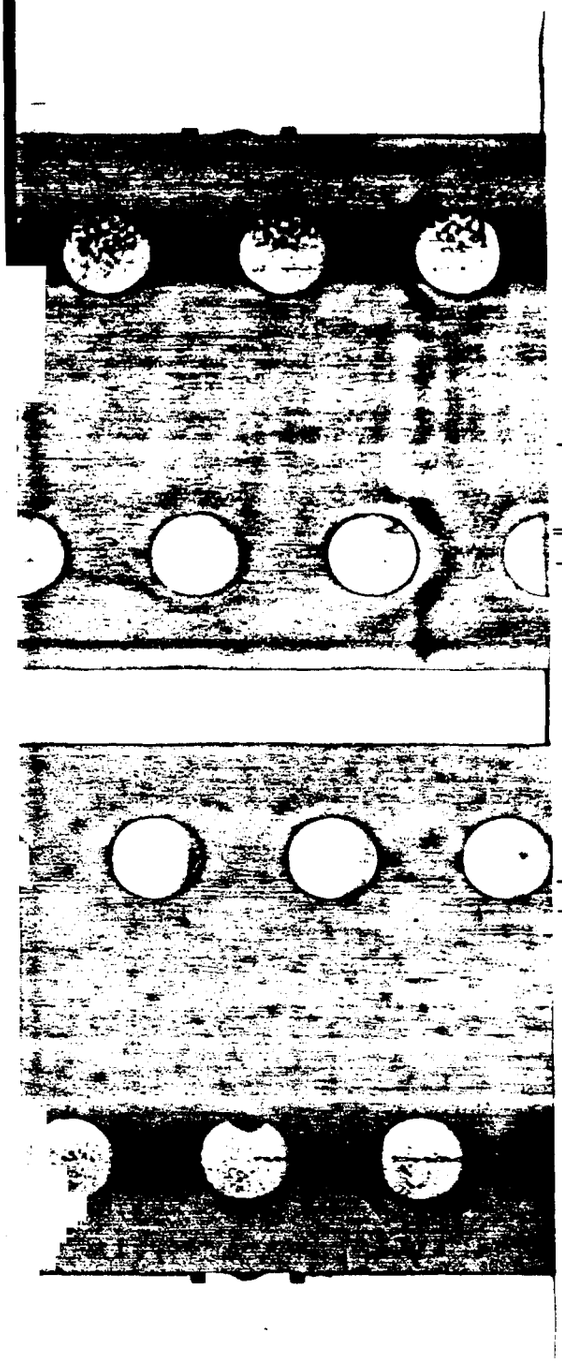
---

0 3 9 8 1

IDENTIFICATION REFERENCE

JAN 25 3 28 PM '89

FILED & RECORDED
DAVIDSON COUNTY, TN



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

RECEIVED OF _____

FOR _____

BOOK 7758 PAGE 488

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	
				255000.00
			CON TX	841.50
			PRFEE	0.50
			WDEED	9.00
			TOTAL	851.00
			CHECK	851.00
01/25/89		01	15:30 0001	9216

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

039811

IDENTIFICATION REFERENCE

Jan 25 3 28 PM '89

FELIX Z WILSON II REGISTER
DAVIDSON COUNTY TENN

No. 175834