This Instrument Prepared By:
Kathi L. Padgett
WATKINS, McGUGIN, McNEILLY & ROWAN
Suite 300, 214 Second Avenue North
Nashville, Tennessee 37201

TRUSTEE'S DEED

WHEREAS, by Deed of Trust dated December 31, 1986, recorded in Book 7095, page 196, and re-recorded in Book 7111, page 486, Register's Office for Davidson County, Tennessee, Imperial Manor, Inc., a Tennessee corporation, conveyed to William Trickel, Jr., Trustee, the real estate hereinafter described, to secure a Note dated December 31, 1986, in the original principal amount of $600,000.00, pavable to Mid-South Nursing Homes, Inc., together with the debt secured thereby evidenced by a Deed of Trust Note of even date; and

WHEREAS, default occurred in the terms and conditions of said Note and/or Deed of Trust, the lawful owner, having substituted Glenwood T. Choban as Trustee in William Trickel, Jr.'s stead by instrument of record in Book 7937, page 117, of said Register's Office, called on said Glenwood T. Choban, Trustee, to advertise the property for sale pursuant to the provisions of the Deed of Trust. The Trustee, therefore, pursuant to the authority vested in him as Trustee, and pursuant to the terms and provisions of said Deed of Trust, did advertise the property by publishing a Notice of Sale in The Nashville Record, a newspaper published in Davidson County, Tennessee, advertising the sale of the property on September 15, 1989, at the Nashville/Davidson County Courthouse in Nashville, Tennessee, at public outcry to the highest bidder for cash, free from the equity of redemption, statutory redemption, homestead, dower and all other exemptions of every kind, but subject to all unpaid taxes and any liens which take priority as a matter of law.

Pursuant to said Notice of Sale, the Trustee, at the time and place set forth therein, offered the property for sale to the

highest bidder for cash and sold said property to MID-SOUTH NURSING HOMES, INC. for the sum of $ 50,000.00, this being the highest and best bid received therefor.

The owner and holder of the indebtedness for which the property was sold having applied the amount of the bid toward payment of its Note and its permissable expenses and fees incurred as of the date of sale, the Trustee has this day bargained and sold, and does hereby sell, transfer and convey unto MID-SOUTH NURSING HOMES, INC., its successors and assigns, the real estate located in Davidson County, Tennessee, and more particularly described in Exhibit A attached hereto.

TO HAVE AND TO HOLD the aforesaid real estate, together with all improvements thereon, unto the said MID-SOUTH NURSING HOMES, INC., its successors and assigns, in fee simple forever, in bar of the equity of redemption, statutory redemption, homestead and dower, and all other exemptions of every kind, but subject to all unpaid taxes and any liens taking priority as a matter of law.

AND THE TRUSTEE does hereby transfer, assign and set over to the said MID-SOUTH NURSING HOMES, INC., its successors and assigns, all of the covenants and warranties contained in the aforesaid Deed of Trust and does hereby warrant the title as fully as he is authorized to do as Substitute Trustee, subject to any exceptions noted herein and shown of record, but no further or otherwise.

WITNESS my hand this 15th day of September, 1989.

Howard J. Lubin
TRUSTEE

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within-named Glenwood T. Choban, Trustee, the bargainor, with whom I am personally acquainted or who presented sufficient evidence of his identity, and who acknowledged that he as such Trustee executed the foregoing instrument for the purpose contained therein and no other.

WITNESS my hand and official seal at Nashville, Tennessee, this 15th day of September, 1989.

Kathi L. Padgett
NOTARY PUBLIC

KATHI L. PADGETT NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

My Commission Expires:

3-3-92

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

The actual consideration or value of this transfer, whichever is greater, is $50,000.00.

Glenwood T. Choban
AFFIANT

Sworn to and subscribed before me this 15th day of September, 1989.

Kathi L. Padgett
NOTARY PUBLIC

KATHI L. PADGETT NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

My Commission Expires:

3-3-92

BUYER: MID-SOUTH NURSING HOMES, INC.
500 WINDERLEY PLACE, STE. #115
MAITLAND, FL 32751

(Tax Bills May Be Sent To The Above Address)

Map & Parcel No.:

Map 51-07, Parcel(s) 32, 38.1 and 93

EXHIBIT A

Property Description

BOOK 7939 PAGE 363

PARCEL ONE

Being Lot No. 2 of Imperial Retirement Center Associates Resubdivision of Part of Lot No. 1 and Lot No. 2, Stratton Place Subdivision, of record in Book 5190, page 75, Register's Office for Davidson County, Tennessee described as follows:

Beginning at a monument at the southeast corner of Lot No. 2, being the common corner of Lot No. 1; thence North 89 degrees 51' West 105.7 feet along the northerly boundary of West Due West Avenue to an iron pin; thence north 2 degrees 19' East 616.7 feet to an existing iron pin; thence north 40 degrees 01' East 54.1 feet to an existing monument at fence corner; thence along fence and tree row South 88 degrees 55' East 165.7 feet to an existing iron pipe; thence south 0 degrees 8' E, along a fence row to an existing iron pipe; thence south 0 degrees 23' West a total of 286.1 feet to an iron pin being the northeast corner of Lot No. 1; thence north 89 degrees 41' East 117.9 feet, being the boundary with Lot No. 1, to a monument; thence South 0 degrees 23' West 213.7 feet, being the Boundary with Lot No. 1, to the point of beginning.

PARCEL TWO

Being Lot No. 31 on the Plan of Pleasant Acres, Section IV, as of record in Book 2133, page 121, Register's Office for Davidson County, Tennessee.

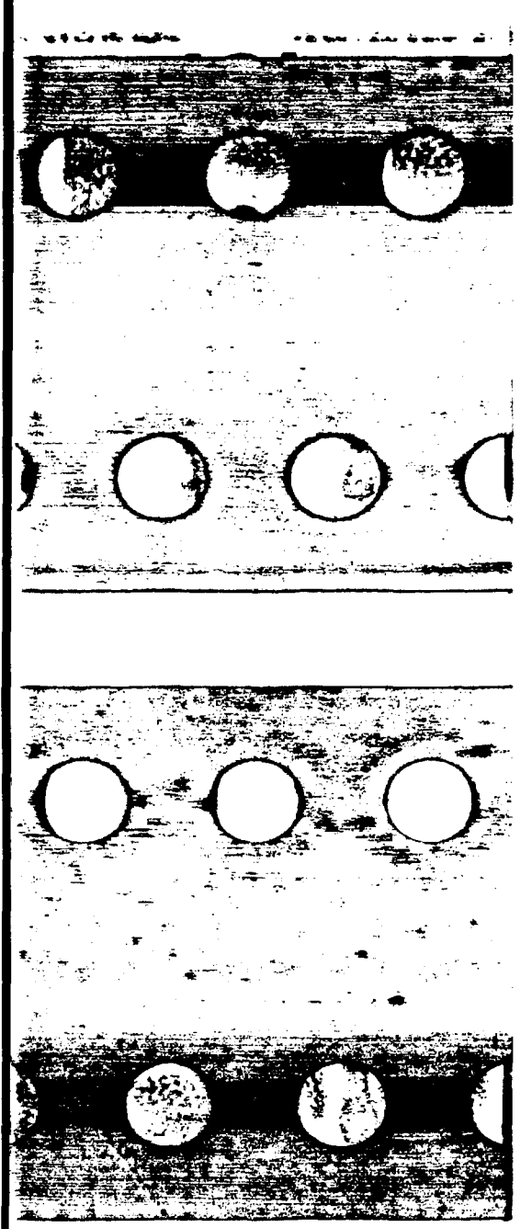
Said Lot No. 31 fronts 104.76 feet on the easterly side of Saunders Avenue and runs back 303.2 feet on the northerly line and 311.69 feet on the southerly line to a dead line in the rear on which it measures 152.80 feet thereon.

Being part of the same property conveyed to Imperial Manor, Inc., a Tennessee Corporation by deed from Mid South Nursing Homes, Inc., a Tennessee Corporation.

6662 o.
IDENTIFI REFERENCE
SEP 15 4 10 PM '00
DAVIDSON COUNTY, TN
5272 09/15 0101 03CHECK 178.00

OFFICIAL RECEIPT

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



RECEIVED OF _____

FOR _____

BOOK 7939 PAGE 364

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 50000.00
CON TX 165.00
PRFEE 1.00
WDEED 12.00
TOTAL 178.00
CHECK 178.00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK 09/15/89 01 18:18 0001 5272

6662 o.

IDENTIFICATION REFERENCE

SEP 15 4 18 PM '89

FELIX Z. WILSON, II
DAVIDSON COUNTY, TN

No. 249258