FILE BOX 61

pfk87:10/26/87

PREPARED BY & RETURN TO:
WALT, DYER & JAMES, ATTYS
ONE BURTON HILLS BLVD., SUITE 130
NASHVILLE, TN 37215

WARRANTY DEED

BOOK 8025 PAGE 120

2910 01/12 0101 03CHECK 241.00

FROM: Burton Hills Properties,
a Kentucky general partnership

TO: S. R. Blanton Development, Inc.

Address New Owner(s) follows:
S.R. BLANTON
P.O. BOX 3280
BOWLING GREEN, KY 42102-3280

Send Tax Bills to: SAME

Map/Parcel as
131-06-C
33

This instrument prepared by: DEARBORN & EWING, Attorneys, Suite 1200, One Commerce Place, Nashville, Tennessee 37239

STATE OF KENTUCKY)
COUNTY OF JEFFERSON)

The actual consideration or value, whichever is greater, for this transfer is $ 70,000.00 .

Robert Barnett
Affiant

Subscribed and sworn to before me, this the 9th day of January, 19 90 .

Linda G. Bowman
Notary Public

My Commission Expires: 11-23-93

FOR AND IN CONSIDERATION of the sum of Ten and No/100 Dollars ($10.00), the receipt of which is hereby acknowledged, Burton Hills Properties, a Kentucky general partnership, hereinafter called "Grantor", has this day bargained and sold, and does hereby transfer and convey unto S. R. Blanton Development, Inc. , hereinafter called "Grantee", (whether one or more persons or entities), Grantee's heirs, personal representatives, successors and assigns, certain real estate in Davidson County, Tennessee, as follows:

Being Lot No. 85 as shown on the Plat of Burton Hills Estates - Tract 9, of record in Book 6250, page 596, Register's Office for Davidson County, Tennessee to which plat reference is hereby made for a more complete description of said lot.

Being part of the same property conveyed to Burton Hills Properties, a Kentucky general partnership, by Special Warranty Deed from David Lipscomb College, a Tennessee not-for-profit corporation, of record in Book 6326, page 580 said Register's Office.

REV: 11/06/87

The above property is conveyed subject to the exceptions listed on Exhibit A attached hereto and incorporated herein by reference.

This is improved property known as 45 Park Crescent Circle, Nashville, Tennessee 37215.

TO HAVE AND TO HOLD said real estate, with the appurtenances, estate, title and interest thereto belonging, to the Grantee, Grantee's heirs, personal representatives, successors and assigns, forever. Grantor covenants that it is lawfully seized and possesed of said real estate in fee simple, has a good right to convey it, and that the same is free and clear of all encumbrances except those exceptions listed in Exhibit A attached hereto.

Grantor further covenants and binds itself, its successors and assigns, to warrant and forever defend the title to said real estate to Grantee, Grantee's heirs, personal representatives, successors and assigns, against the lawful claims of all persons.

IN WITNESS WHEREOF, the parties have executed this instrument on the 9th day of January, 19 90.

BURTON HILLS PROPERTIES,
A Kentucky general partnership

BY: STM BURTON DEVELOPERS, a
Kentucky general partnership

BY: R H Marrett

General Partner

"GRANTOR"

STATE OF KENTUCKY)
COUNTY OF JEFFERSON)

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared Robert H. Marrett with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged himself to be the general partner of STM Burton Developers, a Kentucky general partnership, a general partner of Burton Hills Properties, a Kentucky general partnership, the within named bargainor, and that he as such general partner of STM Burton Developers, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the partnership by STM Burton Developers.

Witness my hand and seal, in Louisville, Kentucky, this the 9th day of January, 19 90.

Veri G. Bowman
NOTARY PUBLIC

NOTARY PUBLIC STATE AT LARGE KY

My Commission Expires: 11-23-93

9.6.1.0.7.

IDENTIFICATION REFERENCE

JAN 12 2 21 PM '90

FELIA Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

REV: 11/06/87

EXHIBIT A

Exceptions to Title

1. 1990 Metropolitan Government taxes not yet due and payable.

2. Declaration of Restrictions of record in Book 6326, page 588, said Register's Office.

3. Declaration of Covenants, Conditions and Restrictions of record in Book 6517, page 522, as amended in Book 6691, page 593, Book 6778, page 532, Book 6778, page 536, Book 6911, page 120, Book 7046, page 520, and in Book 7076, page 691, said Register's Office.

4. Declaration of Covenants, Conditions and Restrictions, Burton Hills Estates, of record in Book 6644, page 23, and amended in Book 6917, page 730, said Register's Office.

5. Charter of Burton Hills Homeowners Association, Inc., dated March 5, 1985, of record in Book 6517, page 505, as amended in Book 6921, page 216, said Register's Office.

6. Charter of Burton Hills Recreational Association, Inc., dated March 5, 1985, of record in Book 6517, page 511, as amended in Book 6921, page 214, said Register's Office.

7. Charter of Burton Hills Estate Association, Inc., dated August 16, 1985, of record in Book 6665, page 1, said Register's Office.

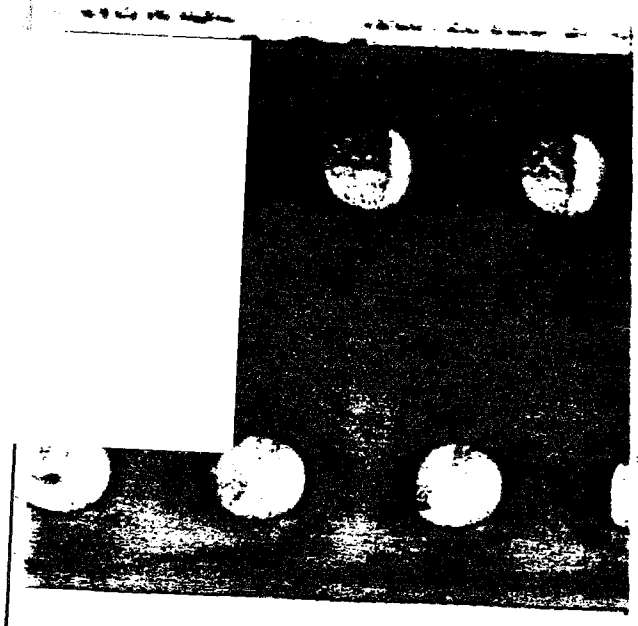
8. Sanitary sewers and/or storm drainage easement and two 10' temporary construction easements conveyed by deed from David Lipscomb College to Metropolitan Government of Nashville and Davidson County, Tennessee, dated November 11, 1968, of record in Book 4298, page 491, said Register's Office.

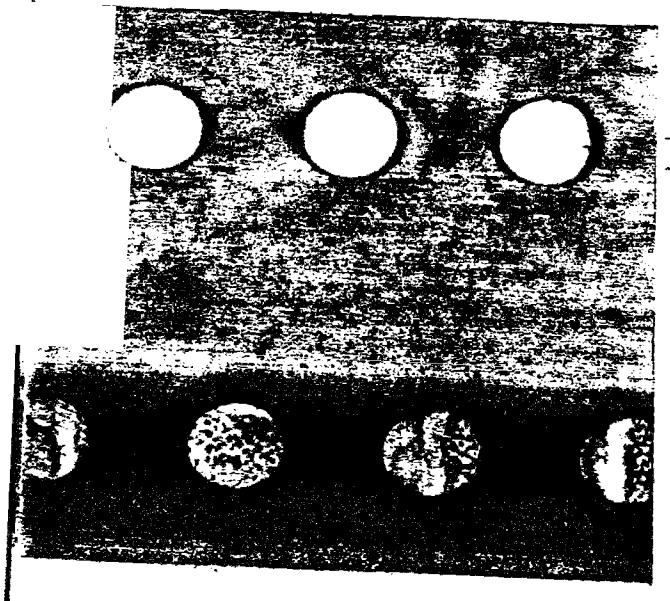
9. Agreement by and between Burton Hills Properties, a general partnership, and the Nashville and Davidson County Metropolitan Planning Commission, dated December 14, 1984, of record in Book 6470, page 383, said Register's Office.

10. Agreement by and between Burton Hills Properties, a general partnership, and the Nashville and Davidson County Metropolitan Planning Commission, dated August 12, 1985, of record in Book 6655, page 47, said Register's Office.

11. All matters as shown on the Plat of record in Book 6250, page 978, said Register's Office.

12. All matters as shown on the Plat of Burton Hills, Tract 9, of record in Book 6250, page 596, said Register's Office.





OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY

NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 8025 PAGE 123

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	70000.00
			CON TX	231.00
			PRFEE	1.00
			WDEED	9.00
			TOTAL	241.00
			CHECK	241.00
01/12/90	01	14:21 0001	2816	

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

9.6 1.0 7.

IDENTIFI REFERENCE

JAN 12 2 21 PM '90

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 28393(