Box 6
mmp

BOOK 8104 PAGE 741

FROM: ONE NORTHCHASE, INC.

TO: TOWER APPRAISAL COMPANY

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

Address New Owner:
Tower Appraisal Company
c/o Sovran Bank/Central South
Special Assets Dept., M-10
One Commerce Place
Nashville, TN 37219

Mail Tax Bills To:
Owner

Map-Parcel No.
Map 26
Parcel 128

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $3,739,722.90.

J. Hunter Atkins EHB
Affiant

Subscribed and sworn to before me, this the 4th day of May, 1990.

Margaret M. Pritchett
Notary Public

My Comm. Expires: Nov. 21, 1992

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION OF the sum of Ten Dollars, cash in hand paid by the hereinafter named GRANTEE, and other good and valuable considerations, the receipt of which is hereby acknowledged, One Northchase, Inc., a Tennessee corporation, formerly Smiley & Atchison One Northchase, Inc., a Tennessee corporation, hereinafter called the GRANTOR, has bargained and sold, and by these presents does transfer and convey unto Tower Appraisal Company, a Tennessee corporation with its principal office in Nashville, Tennessee, hereinafter called the GRANTEE, its successors, and assigns, a certain tract or parcel of land in the City of Goodlettsville, Davidson County, State of Tennessee, described as follows, to-wit:

[SEE EXHIBIT A ATTACHED HERETO AND INCORPORATED HEREIN BY REFERENCE AS IF SET FORTH VERBATIM]

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said GRANTEE, its successors and assigns, forever. GRANTOR does covenant with the said GRANTEE that GRANTOR is lawfully seized and possessed of said land in fee simple, has a good right to convey it, and the same is unencumbered, except as set out in Exhibit B attached hereto and incorporated herein by reference. GRANTOR does further covenant and bind itself, and its successors and assigns, to warrant and forever defend the title to the said land to the said GRANTEE, and its successors and assigns, against the lawful claims of all persons claiming by, through, or under GRANTOR. Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

IDENTIFICATION REFERENCE
24711

MAY 8 [illegible] 1990

IN WITNESS WHEREOF, GRANTOR has executed this Special Warranty Deed on the 4th day of May, 1990.

ONE NORTHCHASE, INC.
(Formerly SMILEY & ATCHISON
ONE NORTHCHASE, INC.)

BY: David W. Atchison

TITLE: President

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared David W. Atchinson, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged himself to be President of One Northchase, Inc., the within named bargainor, a Tennessee corporation, and that he as such President, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as President.

Witness my hand and seal, at office in Nashville, Tennessee, this the 4th day of May, 1990.

Margaret M. Pitchett
NOTARY PUBLIC

My Commission Expires: Nov. 21, 1992

W3:mmp516

EXHIBIT A

Land in the Second Civil District of Goodlettsville, Davidson County, Tennessee, more particularly described as Lot Number 2 on the Plat of Northchase at Rivergate of record in Book 6900, page 361, Register's Office for Davidson County, Tennessee.

Being the same property conveyed to Smiley & Atchison One Northchase, Inc. by Special Warranty Deed from Smiley & Atchison Investments, Inc., of record in Book 7292, page 322, Register's Office for Davidson County, Tennessee.

EXHIBIT B

PERMITTED EXCEPTIONS

1. Taxes for 1990, a lien, but not yet due and payable.

2. Communications Systems Right of Way and Easement Agreement conveyed to American Telephone and Telegraph Company, dated March 11, 1986, of record in Book 6806, page 843, Register's Office for Davidson County, Tennessee.

3. Matters shown on the Plan of Northchase at Rivergate, of record in Book 6900, page 361, said Register's Office.

4. Lack of access to and from Interstate Highway 65.

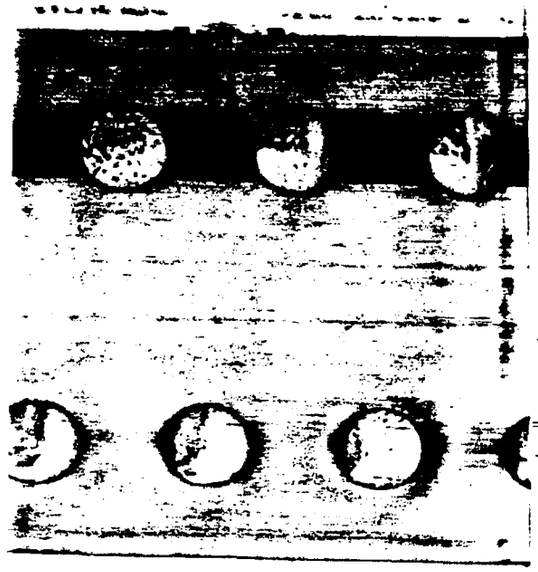
5. Declaration of Easements, Restrictive Covenants and Owners Association, of record in Book 7278, page 672, said Register's Office.

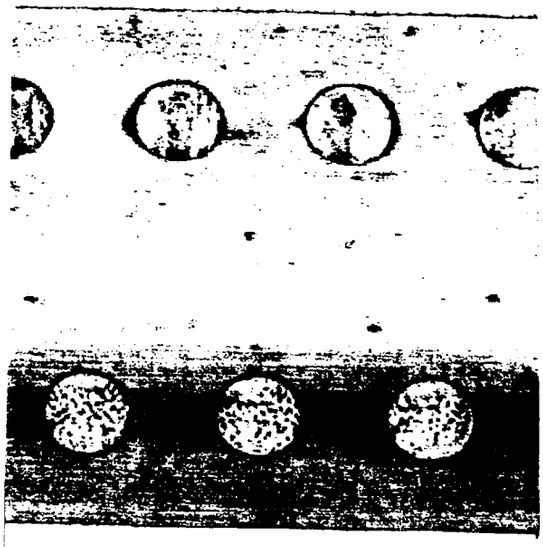
6. Construction Deed of Trust and Security Agreement from Smiley & Atchison One Northchase, Inc., to Stephen C. Baker, Trustee, of record in Book 7292, page 326, said Register's Office, as amended by instrument of record in Book 7877, page 855, said Register's Office.

7. Financing statement showing Smiley & Atchison One Northchase, Inc., as Debtor and Commerce Union Bank as Secured Party of record in Book 7292, page 353, said Register's Office.

8. Deed of Trust Security Agreement and Fixture Filing from Smiley & Atchison One Northchase, Inc., to Scott C. Williams, Trustee, of record in Book 7877, page 859, as rerecorded in Book 7963, page 761, said Register's Office.

9. Agreement for Dedication of Easement for Sanitary Sewers and/or Storm Drainage from Smiley and Atchison One Northchase, Inc. to the Metropolitan Government of Nashville and Davidson County as of record in Book 8104, page 730, said Register's Office.





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

RECEIVED OF _____

FOR _____

BOOK 8104 PAGE 745

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 3739722.90
CON TX 12341.01
PRFEE 1.00
WDEED 12.00
TOTAL 12354.01
CHECK 12354.01

05/08/90 01 10:47 0001 9806

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

2477.1.

IDENTIFI REFERENCE

MAY 8 10 46 AM '90

DAVIDSON COUNTY, TN

No. 317280