Prepared By:
Laurence M. Papel
MANIER, HEROD, HOLLABAUGH & SMITH
2200 One Nashville Place
150 Fourth Avenue North
Nashville, Tennessee 37219

WARRANTY DEED

ADDRESS NEW OWNER(S) AS FOLLOWS:	SEND TAX BILLS TO:	MAP/PARCEL NO.
TENN PROPERTIES, INC. c/o Triton Group Ltd. Attn: Mitchell R. Woodbury, Esq. 1020 Prospect Street La Jolla, California 92038	SAME	MAP: 133-10 PARCEL: 34 & 44

THE MAXIMUM PRINCIPAL INDEBTEDNESS FOR TENNESSEE RECORDING TAX PURPOSES IS $410,000.00

Sworn to and subscribed before me this 23rd day of May, 1990

Notary Public
My Commission Expires:
5/22/93

FOR AND IN CONSIDERATION of the sum of TEN and no/100 ($10.00) DOLLARS, the receipt of which is hereby acknowledged, DAVID K. WACHTEL, JR., the "Grantor" herein, has this date bargained and sold, and does hereby sell, transfer and convey unto TENN PROPERTIES, INC., a Delaware Corporation, the "Grantee" herein, Grantee's heirs and assigns, all their right, title and interest in the following described tract of land in Davidson County, State of Tennessee, described on "Collective Exhibit A" attached hereto and made a part hereof.

TO HAVE AND TO HOLD the said tract of land the appurtenances, estate, title, and interest thereto belonging to the said Grantee, its heirs and assigns, in fee simple forever.

Grantor covenants with the said grantee that he is lawfully seized and possessed of the above described real estate in fee simple, and that he has a good and lawful right to sell and convey the same and that the same is free from any lien or encumbrance whatsoever except as follows:

1. TAXES for 1990 have been prorated and will be paid by Grantee when due.

2. If improvements are completed after January 1 of any year, the law requires supplemental assessment for the year in which improvements are completed as defined by statute.

3. Easements along with the terms and conditions thereof, granted to the Metropolitan Government of Nashville and Davidson County, Tennessee of record in Book 6826 Page 569 and Book 4777, Page 705, Register's Office for Davidson County, Tennessee.

4. Easements, along with the terms and conditions thereof, granted to Nashville, Chattanooga and St. Louis Railway by instrument of record in Book 6826, Page 569, Register's Office of Davidson County, Tennessee.

5. Plat of resubdivision of Lot Number One, Hewett Bend Subdivision in Plat Book 5190, Page 731, Register's Office of Davidson County, Tennessee, which indicates the following:

A. A sewer overhang easement across the southwest corner of said lot, and a Utility Anchor Easement 3x15 feet, located in the approximate center of the south line of said lot, and

B. A 50 foot access easement is reserved through commercial property in rear.

6. All other matters, restrictions and encumbrances as shown on the survey of James D. Wamble, dated May 3, 1990.

Grantor does further covenant and binds himself and his successors and assigns to forever warrant and defend the title thereto against the lawful claims of all persons whomsoever.

Whenever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

WITNESS my hand this 23rd day of May, 1990.

DAVID K. WACHTEL, JR.

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

BOOK 8115 PAGE 45

On this the 23rd day of May, 1990, before me, the undersigned officer, personally appeared DAVID K. WACHTEL, JR. known to me, or satisfactorily proven to be the person whose name is subscribed hereto, and acknowledged that he executed the same as for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Notary Public

My Commission Expires:

5/22/93

(realest\Nolenwd)

COLLECTIVE EXHIBIT "A" Page 1 of 2
Nolensville Road

PROPERTY LOCATED IN THE 27TH COUNCILMANIC DISTRICT OF NASHVILLE, DAVIDSON COUNTY, TENNESSEE. BEING LOT ONE ON THE RESUBDIVISION OF LOT NUMBER ONE HEWLETT BEND SUBDIVISION AS OF RECORD IN PLAT BOOK 5190, PAGE 731, R.O.D.C. TENNESSEE. AND BEING MORE PARTICULARLY DESCRIBED ACCORDING TO A SURVEY BY WAMBLE & ASSOCIATES DATED APRIL 30, 1990 AS FOLLOWS:

BEGINNING AT AN EXISTING IRON PIN AT THE INTERSECTION OF THE EASTERN RIGHT-OF-WAY OF NOLENSVILLE ROAD (U.S. 41A-31A), (S.R.11) AND THE NORTHWEST RIGHT-OF-WAY RETURN OF YELTON COURT; THENCE, FOLLOWING SAID EASTERN RIGHT-OF-WAY WITH A CURVE TO THE RIGHT HAVING A CENTRAL ANGLE OF 03 DEGREES 07 MINUTES 24 SECONDS, A RADIUS OF 2,825.00 FEET, AN ARC LENGTH OF 154.00 FEET, A TANGENT OF 77.02 FEET AND A CHORD BEARING AND LENGTH OF NORTH 36 DEGREES 17 MINUTES 48 SECONDS WEST 153.98 FEET TO AN EXISTING IRON PIN; THENCE, CONTINUING WITH SAID RIGHT-OF-WAY SOUTH 87 DEGREES 22 MINUTES 22 SECONDS EAST 12.01 FEET TO AN IRON PIN SET. SAID PIN BEING THE SOUTHWEST CORNER OF LOT NUMBER TWO ON THE SUBDIVISION OF J. REDD AND ASSOCIATES PROPERTY AS OF RECORD IN PLAT BOOK 4715, PAGE 101, R.O.D.C., TENNESSEE; THENCE, FOLLOWING THE SOUTHERN LINE OF SAID LOT NUMBER TWO, NORTH 88 DEGREES 07 MINUTES 38 SECONDS EAST 200.00 FEET TO AN EXISTING CONCRETE MONUMENT. SAID MONUMENT BEING THE SOUTHEAST CORNER OF AFOREMENTIONED LOT NUMBER TWO AND THE SOUTHWEST CORNER OF PROPERTY CONVEYED TO JAMES T. REDD, ETAL, AS OF RECORD IN DEED BOOK 7699, PAGE 87, R.O.D.C., TENNESSEE; THENCE, FOLLOWING THE SOUTHERN LINE OF SAID REDD PROPERTY SOUTH 65 DEGREES 42 MINUTES 19 SECONDS EAST 42.50 FEET TO A P.K. NAIL SET IN THE EDGE OF A CONCRETE RETAINING WALL; THENCE, SOUTH 87 DEGREES 22 MINUTES 22 SECONDS EAST 46.05 FEET TO AN IRON PIN SET ON THE WESTERN RIGHT-OF-WAY OF REDD COURT; THENCE, FOLLOWING SAID WESTERN RIGHT-OF-WAY SOUTH 02 DEGREES 39 MINUTES 11 SECONDS WEST 81.62 FEET TO AN EXISTING IRON NAIL IN THE PAVEMENT; THENCE, WITH A CURVE TO THE RIGHT HAVING A CENTRAL ANGLE OF 92 DEGREES 14 MINUTES 15 SECONDS, A RADIUS OF 25.00 FEET, AND ARC LENGTH OF 40.25 FEET, A TANGENT OF 26.00 FEET AND A CHORD BEARING AND LENGTH OF SOUTH 48 DEGREES 49 MINUTES 36 SECONDS WEST 36.07 FEET TO AN IRON PIN SET ON THE SOUTHERN RIGHT-OF-WAY OF YELTON COURT; THENCE, FOLLOWING SAID SOUTHERN RIGHT-OF-WAY NORTH 84 DEGREES 59 MINUTES 52 SECONDS WEST 86.04 FEET TO AN IRON PIN SET; THENCE, WITH A CURVE TO THE LEFT HAVING A CENTRAL ANGLE OF 40 DEGREES 11 MINUTES 32 SECONDS, A RADIUS OF 80.00 FEET, AN ARC LENGTH OF 60.31 FEET, A TANGENT OF 31.67 FEET AND A CHORD BEARING AND LENGTH OF SOUTH 73 DEGREES 24 MINUTES 23 SECONDS WEST 59.09 FEET TO AN IRON PIN SET; THENCE, WITH A CURVE TO THE RIGHT HAVING A CENTRAL ANGLE OF 91 DEGREES 01 MINUTES 53 SECONDS, A RADIUS OF 26.00 FEET, AND ARC LENGTH OF 39.72 FEET, A TANGENT OF 25.45 FEET AND A CHORD BEARING AND LENGTH OF 155.86 FEET TO THE POINT OF BEGINNING.

CONTAINING 28,380 SQUARE FEET OR 0.6600 ACRES.

BEING A PORTION OF THE SAME PROPERTY CONVEYED TO DAVID K. WASHTEL, JR. AS OF RECORD IN DEED BOOK 6436, PAGE 514, R.O.D.C., TENNESSEE. BEING SUBJECT TO AN EASEMENT FOR SANITARY SEWER CROSSING, AS OF RECORD IN DEED BOOK 4777, PAGE 705, AND AS SHOWN ON PLAT OF RECORD IN PLAT BOOK 5190, PAGE 731, R.O.D.C., TENNESSEE. ALSO AN OVERHANG EASEMENT FOR OVERHEAD UTILITY LINES AS SHOWN ON SAID PLAT OF RECORD.

RECORDERS MEMO
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THIS DOCUMENT UNSATISFACTORY WHEN RECEIVED

COLLECTIVE EXHIBIT "A" Page 2 of 2
Nolensville Road

PROPERTY LOCATED IN THE 27TH COUNCILMANIC DISTRICT OF NASHVILLE, DAVIDSON COUNTY, TENNESSEE. BEING RESERVED PARCEL "A" ON THE RESUBDIVISION OF LOT NUMBER ONE HEWLETT BEND SUBDIVISION AS OF RECORD IN PLAT BOOK 5190, PAGE 731, R.O.D.C. TENNESSEE; AND, BEING MORE PARTICULARLY DESCRIBED ACCORDING TO A SURVEY BY WAMBLE & ASSOCIATES DATED APRIL 30, 1990 AS FOLLOWS:

BEGINNING AT AN EXISTING IRON PIN AT THE INTERSECTION OF THE NORTHERN RIGHT-OF-WAY OF YELTON COURT THE NORTHEAST RIGHT-OF-WAY RETURN OF REDD COURT, SAID PIN ALSO BEING 283.12 FEET EAST OF THE POINT OF BEGINNING FOR TRACT 1 AS MEASURED ALONG THE NORTHERN RIGHT-OF-WAY OF YELTON COURT; THENCE, FOLLOWING SAID NORTHEAST RIGHT-OF-WAY RETURN, WITH A CURVE TO THE RIGHT HAVING A CENTRAL ANGLE OF 87 DEGREES 35 MINUTES 18 SECONDS, A RADIUS OF 25.00 FEET, AN ARC LENGTH OF 38.22 FEET, A TANGENT OF 23.97 FEET, AND A CHORD BEARING AND LENGTH OF NORTH 41 DEGREES 10 MINUTES 19 SECONDS WEST 34.60 FEET TO AN IRON PIN SET, SAID PIN BEING ON THE EASTERN RIGHT-OF-WAY OF REDD COURT; THENCE, FOLLOWING SAID EASTERN RIGHT-OF-WAY NORTH 02 DEGREES 39 MINUTES 11 SECONDS EAST 85.73 FEET TO AN IRON PIN SET, SAID PIN BEING ON THE SOUTHERN LINE OF PROPERTY CONVEYED TO JAMES T. REDD, ETAL, AS OF RECORD IN DEED BOOK 7699, PAGE, 87, R.O.D.C., TENNESSEE; THENCE, FOLLOWING SAID SOUTHERN LINE SOUTH 87 DEGREES 22 MINUTES 22 SECONDS EAST 99.93 FEET TO AN EXISTING CONCRETE MONUMENT, SAID MONUMENT BEING THE SOUTHEAST CORNER OF SAID REDD PROPERTY AND THE SOUTHWEST CORNER OF LOT NUMBER THREE ON THE SUBDIVISION PLAT OF LEONARD HEIGHTS, SECTION TWO AS OF RECORD IN PLAT BOOK 2330, PAGE 126, R.O.D.C., TENNESSEE; THENCE, FOLLOWING THE SOUTHERN LINE OF SAID LOT THREE SOUTH 87 DEGREES 45 MINUTES 11 SECONDS EAST 152.60 FEET TO AN IRON PIN SET, SAID PIN BEING THE NORTHWEST CORNER OF THE WINDLAND TERRACE APARTMENTS PROPERTY AS OF RECORD IN DEED BOOK 5304, PAGE 362, R.O.D.C., TENNESSEE; THENCE, FOLLOWING THE WESTERN LINE OF SAID APARTMENTS PROPERTY SOUTH 05 DEGREES 19 MINUTES 03 SECONDS EAST 21.68 FEET TO AN IRON PIN SET, SAID PIN BEING ON THE NORTHERN RIGHT-OF-WAY OF YELTON COURT; THENCE, FOLLOWING SAID NORTHERN RIGHT-OF-WAY WITH A CURVE TO THE LEFT HAVING A CENTRAL ANGLE OF 107 DEGREES 12 MINUTES 50 SECONDS, A RADIUS OF 50.00 FEET, AN ARC LENGTH OF 93.56 FEET, A TANGENT OF 67.84 FEET AND A CHORD BEARING AND LENGTH OF SOUTH 39 DEGREES 27 MINUTES 39 SECONDS WEST 80.50 FEET TO AN EXISTING IRON PIN; THENCE, WITH A CURVE TO THE RIGHT HAVING A CENTRAL ANGLE OF 109 DEGREES 41 MINUTES 55 SECONDS, A RADIUS OF 25.00 FEET, AN ARC LENGTH OF 47.86 FEET, A TANGENT OF 35.50 FEET AND A CHORD BEARING AND LENGTH OF SOUTH 40 DEGREES 13 MINUTES 14 SECONDS WEST 40.88 FEET TO AN EXISTING IRON PIN; THENCE, CONTINUING WITH SAID NORTHERN RIGHT-OF-WAY NORTH 84 DEGREES 59 MINUTES 52 SECONDS WEST 158.56 FEET TO THE POINT OF BEGINNING.

CONTAINING 24,845 SQUARE FEET OR 0.5704 ACRES.

BEING A PORTION OF THE SAME PROPERTY CONVEYED TO DAVID K. WACHTEL, JR. AS OF RECORD IN DEED BOOK 6436, PAGE 514, R.O.D.C., TENNESSEE. BEING SUBJECT TO A 10-FOOT WATER LINE EASEMENT ALONG THE NORTHERN PROPERTY LINE AS OF RECORD IN DEED BOOK 6808, PAGE 569, R.O.D.C., TENNESSEE; AND, A 3'X15' UTILITY ANCHOR EASEMENT ALONG THE NORTHERN RIGHT-OF-WAY OF YELTON COURT AS SHOWN ON PLAT OF RECORD IN PLAT BOOK 5190, PAGE 731, R.O.D.C., TENNESSEE.

283338

IDENTIFICATION REFERENCE

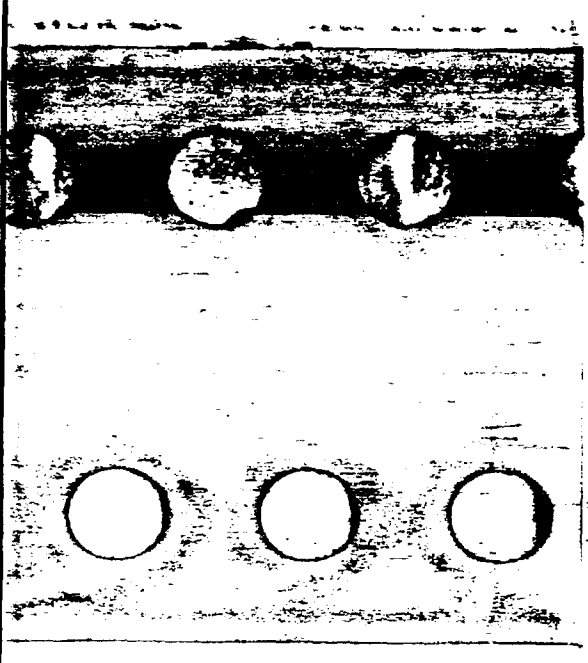
MAY 23 3 46 PM '90

FELIX Z. WILSON JR. REGISTER
DAVIDSON COUNTY, TENN.

"USE"

#43 05/23 0101 03CHECK 13669.00

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THIS DOCUMENT UNSATISFACTORY WHEN RECEIVED



OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 8115 PAGE 48

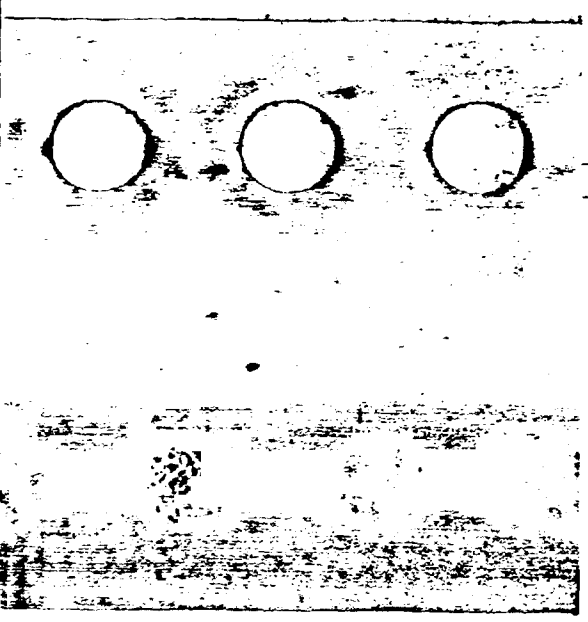
CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO - MORTGAGE	REL - RELEASE	CO TX - STATE TAX CONVEY
WD - WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MO TX - STATE TAX MORT
TD - TRUST DEED		PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID

CAMT 410000.00
CON TX 1353.00
PRFEE 1.00
WDEED 15.00
TOTAL 1369.00
CHECK 1369.00

05/23/90 01 15:46 0001 4143

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK



28338

IDENTIFICATION

MAY 23 3 46 PM '90

FELIX Z. WILSON, II
REGISTER OF DAVIDSON COUNTY

No. 321559