PREPARED BY: A. Harrison Johnson, Jr., Esquire
BAKER WORTHINGTON CROSSLEY STANSBERRY & WOOLF
1700 Nashville City Center, 511 Union Street
P. O. Box 2866
Nashville, Tennessee 37219

BOOK 8251 PAGE 322

ADDRESS NEW OWNER(S) AS FOLLOWS:	SEND TAX BILLS TO:	MAP-PARCEL NUMBERS
The Mutual Benefit Life Insurance Company (NAME)	ATTN: Mark Mahoney The Mutual Benefit Life Insurance Co. (NAME)	Map 148 Parcels 174 & 179
520 Broad Street (STREET ADDRESS OR ROUTE NUMBER)	520 Broad Street (STREET ADDRESS)	
Newark, New Jersey 07102-3184 (CITY) (STATE) (P.O. ZIP)	Newark, New Jersey 07102-3184 (CITY) (STATE) (ZIP)	

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $2,284,278.

Affiant

Subscribed and sworn to before me ~~this the~~ 3rd day of December, 1990.

My commission expires: May 8, 1991
(Affix seal) Notary Public

(FOR REGISTER'S USE)

SUBSTITUTE TRUSTEE'S DEED

THIS INDENTURE, made and entered into on this 3rd day of December, 1990, by and between A. HARRISON JOHNSON, JR., SUBSTITUTE TRUSTEE, FIRST PARTY, and THE MUTUAL BENEFIT LIFE INSURANCE COMPANY, a New Jersey corporation, SECOND PARTY.

W I T N E S S E T H:

WHEREAS, by a Deed of Trust (the "Deed of Trust") dated January 29, 1982, executed by HAYSTACK NASHVILLE II APARTMENTS COMPANY, a Tennessee limited partnership, to GENE A. STANLEY, JR., TRUSTEE, of record in Book 5846, Page 582, Register's Office for Davidson County, Tennessee, said Deed of Trust having been modified by Modification Agreement dated November 19, 1984, of record in Book 6435, Page 205, said Register's Office, HICKORY HOLLOW ASSOCIATES, LTD., a New Jersey limited partnership, conveyed to THE MUTUAL BENEFIT LIFE INSURANCE COMPANY, a New Jersey corporation, the hereinafter described Property to secure the payment of a Promissory Note (the "Note") in the principal sum of Two Million Three Hundred Eighty Thousand ($2,380,000) Dollars; and

WHEREAS, A. HARRISON JOHNSON, JR. was appointed SUBSTITUTE TRUSTEE by instrument of record in Book 8226, Page 145, Register's Office for Davidson County, Tennessee, and

WHEREAS, default was made in the payment of said Note and THE MUTUAL BENEFIT LIFE INSURANCE COMPANY directed A. HARRISON JOHNSON, JR., SUBSTITUTE TRUSTEE, to advertise and sell said Property in satisfaction of said indebtedness, and the costs of foreclosure, in accordance with the terms and provisions of said Note and Deed of Trust; and

WHEREAS, pursuant to said Notice of Foreclosure, A. HARRISON JOHNSON, JR., SUBSTITUTE TRUSTEE, did advertise said Property for sale in accordance with the terms and provisions of said Note and Deed of Trust, notices of the time and place of said sale being published in The Nashville Record on November 1, 8 and 15, 1990; and,

WHEREAS, FIRST PARTY did offer said Property for sale at the front door of the Courthouse, Nashville, Davidson County, Tennessee, on December 3, 1990, at 12:00 Noon, and SECOND PARTY, being the highest and best bidder thereof, became the purchaser of said Property.

NOW, THEREFORE, IN CONSIDERATION OF THE PREMISES, FIRST PARTY (only in his capacity as Substitute Trustee under the Deed of Trust) has this day bargained and sold and does by these presents transfer and convey unto SECOND PARTY, its successors and assigns, the following described real property, situated in Davidson County, Tennessee:

LAND in Davidson County, Tennessee, being Reserve Parcel C and part of Lot No. 1 as shown on the plat of Haywood Development of record in Book 4675, Page 69, Register's Office for Davidson County, Tennessee, and more particularly described as follows:

TRACT I

BEGINNING at a concrete monument in the western right-of-way of Antioch Pike and 185 feet + South of the centerline of Cherokee Place; thence with Antioch Pike South 29 degrees 25' 15" West a distance of 187.49 feet to a point, the beginning of a right-of-way return to the right; thence leaving Antioch Pike and running along Haystack Lane along said return having a radius of 25 feet and an interior angle of 81 degrees 06' 13", a distance of 35.39 feet to a point; thence along the northerly right-of-way of said Haystack Lane North 69 degrees 28' 32" West a distance of 201.48 feet to a point, the beginning of a curve to the left; thence along said curve having a radius of 393.10 feet and an interior angle of 70 degrees 05' 13", a distance of 480.84 feet to a point, the beginning of a right-of-way return to the right; thence leaving Haystack Lane and running along Bakertown Road along said return having a radius of 25 feet and an interior angle of 90 degrees 0' 0", a distance of 39.27 feet to a point; the beginning of a curve to the left; thence along said curve having a radius of 641.40 feet and an interior angle of 23 degrees 48' 28", a distance of 266.52 feet to a point, the beginning of a curve to the left; thence along said curve having a radius of 1075.59 feet and an interior angle of 8 degrees 14' 14", a distance of 154.63 feet to a point; thence North 81 degrees 36' 17" West, a distance of 105.37 feet to a point, the beginning of a curve to the right; thence along said curve having a radius of 482.40 feet and an interior angle of 44 degrees 07' 37", a distance of 371.53 feet to a point; thence leaving Bakertown Road and running along the phase line North 36 degrees 23' 43" East a distance of 83.28 feet to a point, the beginning of a curve to the left; thence along said curve having a radius of 312.50 feet and an interior angle of 33 degrees 30' 0", a distance of 182.71 feet to a point, thence South 87 degrees 06' 17" East a distance of 40 feet to a point, the beginning of a curve to the left; thence along said curve having a radius of 666.06 feet and an interior angle of 22 degrees 30' 0" a distance of 261.56 feet to a point; thence South 47 degrees 40' 0" East a distance of 185 feet to a point; thence North 78 degrees 52' 0" East a distance of 195 feet to a point; thence North 76 degrees 10' 0" East a distance of 168 feet to a point; thence North 67 degrees 45' 0" East a distance of 427 feet to a point; thence North 70 degrees 33' 0" East a distance of 58.59 feet to a point in the southwestern right-of-way of Cherokee Place, the beginning of a curve to the left; thence along said right-of-way curve having a radius of 229.40 feet and an interior angle of 18 degrees 22' 07" a distance of 73.53 feet to a point; thence leaving said right-of-way and running South 50 degrees 0' 53" West a distance of 76 feet to a point; thence running along the western property line of Reserved Parcel "D", Cherokee Hills, Section 8, South 3 degrees 0' 10" West a distance of 161.07 feet to an iron pin, the southwest corner of said parcel, thence running along the southern property line of said parcel South 75 degrees 03' 45" East a distance of 162.80 feet to the point of beginning, containing 8.54 acres more or less as shown by the survey of George Anton, A & A Engineers, Inc., bearing drawing number 1311-78 dated December 4, 1981, and revised January 25, 1982.

TRACT II

BEGINNING at a monument in the northeastern right-of-way of Interstate 24 and being 28 feet ± west of the southwest corner of Mangum Heights; thence

North 89 degrees 03' 04" East a distance of 28.38 feet to a point, the southwest corner of Mangum Heights; thence South 27 degrees 11' 53" East a distance of 1.62 feet to a point; thence South 86 degrees 10' 46" East a distance of 172.59 feet to a monument in the western right-of-way of Bakertown Road; thence South 84 degrees 39' 33" East a distance of 59.63 feet to a monument in the eastern right-of-way of Bakertown Road; thence South 86 degrees 27' 33" East a distance of 102.50 feet to a monument, the southwest corner of the Harper property; thence South 86 degrees 00' 08" East a distance of 365.18 feet to an iron pin, the southwest corner of Cherokee Hills, Section Nine, and on the western right-of-way of Bakertown Road; thence with said right-of-way South 5 degrees 06' 17" East a distance of 303.96 feet to a monument; the beginning of a curve to the left; thence along said curve having a radius of 532.40 feet and an interior angle of 12 degrees 28' 11", a distance of 115.87 feet to an iron pin, the beginning of a curve to the right; thence leaving the right-of-way of Bakertown Road and running along said curve having a radius of 343.66 feet and an interior angle of 77 degrees 04' 42", a distance of 462.31 feet to a monument; thence North 30 degrees 29' 46" West a distance of 92.88 feet to an iron pin; thence South 59 degrees 30' 14" West a distance of 166.32 feet to a monument in the northeastern right-of-way of Interstate 24; thence along said right-of-way North 30 degrees 29' 46" West a distance of 368 feet to the point of beginning, containing 5 acres more or less as shown by the survey of George Anton, A & A Engineers, Inc. bearing drawing number 1311-78 dated December 4, 1981, and revised January 25, 1982.

TOGETHER WITH all of HAYSTACK NASHVILLE II APARTMENTS COMPANY's right, title and interest in and to that joint use and maintenance easement as shown by the Agreement of the same of record in Deed Book 5846, Page 571, Register's Office for Davidson County, Tennessee.

TOGETHER WITH all right, title, interest, easements, hereditaments and appurtenances thereto appertaining unto THE MUTAL BENEFIT LIFE INSURANCE COMPANY, its successors or assigns, forever, and all the rents, issues and profits which may arise or be had therefrom.

BEING THE SAME PROPERTY conveyed to HAYSTACK NASHVILLE II APARTMENTS COMPANY, a Tennessee limited partnership, by that certain instrument of record in Book 5551, Page 515, Register's Office for Davidson County, Tennessee; and BEING THE SAME PROPERTY conveyed to HICKORY HOLLOW ASSOCIATES, LTD., a New Jersey limited partnership, by Special Warranty Deed from HAYSTACK NASHVILLE II APARTMENTS COMPANY of record in Book 6435, Page 198, Register's Office for Davidson County, Tennessee.

This is improved property located at 485 Bakertown Road, Antioch, Tennessee.

TO HAVE AND TO HOLD, the aforesaid Property unto the said SECOND PARTY, its successors and assigns, forever.

And I, A. HARRISON JOHNSON, JR., SUBSTITUTE TRUSTEE, do further covenant and bind myself, my successors and representatives, to warrant and defend the title of said Property only as to such title coming through or by me in my capacity as Substitute Trustee under the Deed of Trust to the said SECOND PARTY, its successors and assigns, against the lawful claims of all persons claiming by, through or under myself only in my capacity as Substitute Trustee under the Deed of Trust, but not otherwise. The Property is sold, however, without any other warranty as to the quantity or quality thereof, and expressly subject to the following matters set forth below.

SAID transfer is subject to all matters shown on any applicable recorded plan; any unpaid taxes which exist as a lien against said Property (plus penalty and interest, if any); any restrictive covenants, easements, or setback lines that may be applicable; all existing leases; the equity of redemption and all other rights of redemption, statutory or otherwise, homestead, dower and all other exemptions and marital rights not otherwise waived in the Deed of Trust, including rights of redemption of any governmental agency, state or federal; any prior liens or encumbrances that may exist against the Property; and any other matters and encumbrances superior in right to the lien of the Deed of Trust. This transfer is also subject to any matters that an accurate survey of the property might disclose.

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

RECEIVED OF _____

FOR _____

BOOK 8251 PAGE 325-A

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	
				2284278.00
			CON TX	7538.19
			PRFEE	1.00
			WDEED	12.00
			TOTAL	7551.19
			CHECK	7551.19

12/05/90 01 14:55 0001 6508

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

77345

IDENTIF. TREFERENCE

DEC 5 2 55 PM '90

FELIX Z. WILSON III REGISTER
DAVIDSON COUNTY TN.

No. 378974