THIS INSTRUMENT PREPARED BY:
CHARLES B. REASOR, JR.
WHITE & REASOR
3305 West End Avenue
Nashville, TN 37203

QUITCLAIM DEED

ADDRESS NEW OWNER:	SEND TAX BILLS TO:	MAP AND PARCEL:
SPIVILL PARTNERS 2817 West End Avenue Nashville, TN 37203	Same	Map 117-11 Parcel: 54

FOR NO MONETARY CONSIDERATION, but in accordance with an existing agreement between the parties, COLONY PARTNERS, a Tennessee joint venture ("Grantor"), has bargained and sold, and does hereby transfer and convey unto SPIVILL PARTNERS, a Tennessee general partnership composed of George N. Spiva, Vianda Hale Hill, and North American Properties, Inc., a Tennessee corporation, its successors and assigns forever ("Grantee") all of Grantor's right, title and interest in and to certain real property in the State of Tennessee, County of Davidson, more particularly described in Exhibit "A" which is attached hereto and incorporated herein by reference.

This is improved real property known as 3706 Hillsboro Road, Nashville, Tennessee 37215.

This property is conveyed subject to taxes, easements, restrictions, limitations, and encumbrances as may affect the same.

IN WITNESS WHEREOF, Grantor has executed this Quitclaim Deed on this the 11th day of December, 1990.

COLONY PARTNERS, a Tennessee joint venture

BY: NAMELOC PARTNERS, a partnership, Joint Venturer

BY: HORRELL INVESTMENTS, a partnership, Partner

BY: _____
John Wilson Horrell,
General Partner

BY: _____
Stephen H. Horrell,
General Partner

79603

IDENTIF. REFERENCE

DEC 14 1 18 PM '90

FELIX Z. WILSON REGISTER
DAVIDSON COUNTY TN.

BY: FJ&S INVESTMENTS, a partnership, Partner

BY: _____
Fred T. Horrell, General Partner

BY: _____
Stephen H. Horrell, General Partner

BY: _____
John Wilson Horrell, General Partner

BY: SPIVILL PARTNERS, a partnership, Joint Venturer

BY: _____
George N. Spiva, General Partner

BY: _____
Vianda Hale Hill, General Partner

BY: NORTH AMERICAN PROPERTIES, INC., a Tennessee corporation, General Partner

BY: _____
Robert P. Thomas, Secretary

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The consideration actually received for this conveyance as provided in T.C.A. §67-4-409 is $0.00.

_____
AFFIANT

SUBSCRIBED and sworn to before me this 11th day of December, 1990.

_____
NOTARY PUBLIC

MY COMMISSION EXPIRES:
5/23/94

STATE OF TENNESSEE
COUNTY OF DAVIDSON

PERSONALLY APPEARED BEFORE ME, Carolyn Curry, Notary Public, John Wilson Horrell, with whom I am personally acquainted, who acknowledged that he executed the foregoing instrument for the purposes therein contained and who further acknowledged that he is a General Partner of Horrell Investments, a partnership, which partnership is a partner of NAMELOC PARTNERS, a partnership which is a Joint Venturer of COLONY PARTNERS, a Tennessee joint venture, the said John Wilson Horrell, General Partner of Horrell Investments, being authorized by NAMELOC PARTNERS to execute the foregoing instrument on behalf of COLONY PARTNERS.

WITNESS MY HAND, at office this 11th day of December, 1990.

Carolyn P. Curry
NOTARY PUBLIC

MY COMMISSION EXPIRES:
January 23, 1993

STATE OF TENNESSEE
COUNTY OF DAVIDSON

PERSONALLY APPEARED BEFORE ME, Carolyn Curry, Notary Public, Stephen H. Horrell, with whom I am personally acquainted, who acknowledged that he executed the foregoing instrument for the purposes therein contained and who further acknowledged that he is a General Partner of Horrell Investments, a partnership, which partnership is a partner of NAMELOC PARTNERS, a partnership which is a Joint Venturer of COLONY PARTNERS, a Tennessee joint venture, the said Stephen H. Horrell, General Partner of Horrell Investments, being authorized by NAMELOC PARTNERS to execute the foregoing instrument on behalf of COLONY PARTNERS.

WITNESS MY HAND, at office this 11th day of December, 1990.

Carolyn P. Curry
NOTARY PUBLIC

MY COMMISSION EXPIRES:
January 23, 1993

STATE OF TENNESSEE
COUNTY OF DAVIDSON

PERSONALLY APPEARED BEFORE ME, Carolyn Curry, Notary Public, Fred T. Horrell, with whom I am personally acquainted, who acknowledged that he executed the foregoing instrument for the purposes therein contained and who further acknowledged that he is a General Partner of FJ&S Investments, a partnership, which partnership is a partner of NAMELOC PARTNERS, a partnership which is a Joint Venturer of COLONY PARTNERS, a Tennessee joint venture, the said Fred T. Horrell, General Partner of FJ&S Investments, being authorized by NAMELOC PARTNERS to execute the foregoing instrument on behalf of COLONY PARTNERS.

WITNESS MY HAND, at office this 11th day of December, 1990.

Carolyn P. Curry
NOTARY PUBLIC

MY COMMISSION EXPIRES:
January 23, 1993

STATE OF TENNESSEE
COUNTY OF DAVIDSON

PERSONALLY APPEARED BEFORE ME, Carolyn P. Carey, Notary Public, Stephen H. Horrell, with whom I am personally acquainted, who acknowledged that he executed the foregoing instrument for the purposes therein contained and who further acknowledged that he is a General Partner of FJ&S Investments, a partnership, which partnership is a partner of NAMELOC PARTNERS, a partnership which is a Joint Venturer of COLONY PARTNERS, a Tennessee joint venture, the said Stephen H. Horrell, General Partner of FJ&S Investments, being authorized by NAMELOC PARTNERS to execute the foregoing instrument on behalf of COLONY PARTNERS.

WITNESS MY HAND, at office this 11th day of December, 1990.

Carolyn P. Carey
NOTARY PUBLIC

MY COMMISSION EXPIRES:
January 23, 1993

STATE OF TENNESSEE
COUNTY OF DAVIDSON

PERSONALLY APPEARED BEFORE ME, Carolyn P. Carey, Notary Public, John Wilson Horrell, with whom I am personally acquainted, who acknowledged that he executed the foregoing instrument for the purposes therein contained and who further acknowledged that he is a General Partner of FJ&S Investments, a partnership, which partnership is a partner of NAMELOC PARTNERS, a partnership which is a Joint Venturer of COLONY PARTNERS, a Tennessee joint venture, the said John Wilson Horrell, General Partner of FJ&S Investments, being authorized by NAMELOC PARTNERS to execute the foregoing instrument on behalf of COLONY PARTNERS.

WITNESS MY HAND, at office this 11th day of December, 1990.

Carolyn P. Carey
NOTARY PUBLIC

MY COMMISSION EXPIRES:
January 23, 1993

STATE OF TENNESSEE
COUNTY OF DAVIDSON

PERSONALLY APPEARED BEFORE ME, Dionne J. Lee, Notary Public, George N. Spiva, with whom I am personally acquainted, who acknowledged that he executed the foregoing instrument for the purposes therein contained and who further acknowledged that he is a General Partner of SPIVILL PARTNERS, a partnership, which partnership is a Joint Venturer of COLONY PARTNERS, a Tennessee joint venture, the said George N. Spiva, General Partner of SPIVILL PARTNERS, being authorized to execute the foregoing instrument on behalf of COLONY PARTNERS.

WITNESS MY HAND, at office this 12th day of December, 1990.

Dionne J. Lee
NOTARY PUBLIC

MY COMMISSION EXPIRES:
November 27, 1993

STATE OF TENNESSEE
COUNTY OF DAVIDSON

PERSONALLY APPEARED BEFORE ME, Dionne J. Lee, Notary Public, Vianda Hale Hill, with whom I am personally acquainted, who acknowledged that she executed the foregoing instrument for the purposes therein contained and who further acknowledged that she is a General Partner of SPIVILL PARTNERS, a partnership, which partnership is a Joint Venturer of COLONY PARTNERS, a Tennessee joint venture, the said Vianda Hale Hill, General Partner of SPIVILL PARTNERS, being authorized to execute the foregoing instrument on behalf of COLONY PARTNERS.

WITNESS MY HAND, at office this 12th day of December, 1990.

Dionne J. Lee
NOTARY PUBLIC

MY COMMISSION EXPIRES:
November 27, 1993

STATE OF TENNESSEE
COUNTY OF DAVIDSON

PERSONALLY APPEARED BEFORE ME, Loretta B. Lane, Notary Public, Robert P. Thomas, with whom I am personally acquainted, who acknowledged that he executed the foregoing instrument for the purposes therein contained and who further acknowledged that he is Secretary of North American Properties, Inc., a Tennessee corporation, General Partner of SPIVILL PARTNERS, a partnership which is a Joint Venturer of COLONY PARTNERS, a Tennessee joint venture, the said Robert P. Thomas, Secretary of North American Properties, Inc., being authorized by SPIVILL PARTNERS to execute the foregoing instrument on behalf of COLONY PARTNERS.

WITNESS MY HAND, at office this 11th day of December, 1990.

Loretta B. Lane
NOTARY PUBLIC

MY COMMISSION EXPIRES:
5/23/94

STATE OF TENNESSEE
COUNTY OF DAVIDSON

PERSONALLY APPEARED BEFORE ME, Charles B. Reasor, Jr., Notary Public, Stephen H. Horrell, with whom I am personally acquainted, who acknowledged that he executed the foregoing instrument on December 11, 1990, for the purposes therein contained, who further acknowledged that he is Attorney-In-Fact for Fred T. Horrell, pursuant to a General Power of Attorney from the said Fred T. Horrell, as of record in Book 7733, Page 202, Register's Office for Davidson County, Tennessee, which according to Stephen H. Horrell, has not been revoked and terminated in accordance with its terms, the said Fred T. Horrell being a General Partner of FJ&S Investments, a partnership, which partnership is a partner of NAMELOC PARTNERS, a partnership, which is a Joint Venturer of COLONY PARTNERS, a Tennessee joint venture, the said Stephen H. Horrell, Attorney-In-Fact for Fred T. Horrell, General Partner of FJ&S Investments, being authorized by NAMELOC PARTNERS to execute the foregoing instrument on behalf of COLONY PARTNERS.

WITNESS MY HAND at office this 14th day of December, 1990.

NOTARY PUBLIC

MY COMMISSION EXPIRES:
3-26-94

EXHIBIT "A"

BEING a tract of land lying in Davidson County, Tennessee, and being bounded on the west by Hillsboro Pike, on the north by The Villager East, on the east and south by Fidelity Federal Savings and Loan, and being more particularly described according to a survey by Jerry L. Morrow, dated December 17, 1988, as follows:

BEGINNING at a point, a corner common with Fidelity Federal Savings and Loan in the east right-of-way line of Hillsboro Pike, said point being located northerly 414.18 feet from the north right-of-way return at the intersection of the east right-of-way line of Hillsboro Pike and the north right-of-way line of Glen Echo Road; thence, with the east right-of-way line of Hillsboro Pike, on a curve to the left, the radius of which is 1,472.40 feet, the central angle of which is 02 degrees 55 minutes 07 seconds, the chord of which is north 16 degrees 22 minutes 33 seconds east, 74.99 feet along the curve distance of 75.00 feet to a point; a corner common with The Villager East in the east right-of-way line of Hillsboro Pike; thence, leaving Hillsboro Pike and with the southerly line of The Villager East, south 81 degrees 23 minutes 33 seconds east, 273.00 feet to a point, a corner common with Fidelity Federal Savings and Loan in the south line of The Villager East; thence with a westerly line and a northerly line of Fidelity Federal Savings and Loan the following bearings and distances: thence south 08 degrees 36 minutes 27 seconds west, 74.30 feet to a point; thence north 81 degrees 23 minutes 33 seconds west 283.14 feet to the point of beginning, containing 20,638 square feet (0.474 acres, more of less).

BEING the same property conveyed to COLONY PARTNERS, a Tennessee joint venture, by deed from COLEMAN PARTNERS, a Tennessee joint venture, of record in Book 8044, Page 686, Register's Office for Davidson County, Tennessee.

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