Address New Owner:	Send Tax Bills to:	Map-Parcel Numbers
Brookside Healthcare Investors, L.P. 3425 Knight Road Whites Creek, TN 37189	New Owner	49-313

This instrument prepared by: Boult, Cummings, Conners & Berry (WLN)
P.O. Box 198062, Nashville, Tennessee 37219

WARRANTY DEED

FOR VALUABLE CONSIDERATION, the receipt and sufficiency of which are acknowledged, SOUTH SIDE NATIONAL BANK IN ST. LOUIS, a national banking corporation, Trustee under those certain Trust Indentures, dated as of December 1, 1986, from the Health and Education Facility Board of the Metropolitan Government of Nashville and Davidson County, Tennessee ("Grantor") to Grantor, has bargained and sold, and hereby transfers and conveys to BROOKSIDE HEALTHCARE INVESTORS, L.P., a Georgia limited partnership ("Grantee"), its successors and assigns, certain land in Davidson County, Tennessee, being more particularly described in Exhibit A, attached hereto and incorporated herein by reference (the "Property").

TO HAVE AND TO HOLD the Property with all appurtenances, estate, title, and interest thereto belonging to Grantee, its successors and assigns, forever.

This is improved property, known as 3425 Knight Drive, Whites Creek, Tennessee 37189 (Brookside Manor Nursing Home).

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $2,250,000.00.

Affiant

Subscribed and sworn to before me this 14th day of March, 1991.

Cheryl S. Morris
Notary Public
My Commission Expires: 10.9.91

This conveyance of the Property, and all covenants and warranties contained herein, are made expressly subject to those matters as are set forth on Exhibit B, attached hereto and incorporated herein by reference.

Grantor covenants with Grantee that Grantor is lawfully seized and possessed of the Property in fee simple; that Grantor has a good right to convey the Property; and that the Property is unencumbered except as set forth herein.

Grantor further covenants to warrant and forever defend the title to the Property to Grantee, its successors and assigns against the lawful claims of all persons.

Executed this 13TH day of March, 1991.

SOUTH SIDE NATIONAL BANK IN ST. LOUIS

By: _____
Cort L. Bick,
Senior Vice President and
Trust Officer

STATE OF MISSOURI

CITY OF ST. LOUIS

Personally appeared before me, Dorthy Sue Doering Notary Public, CORT L. BICK, with whom I am personally acquainted, and who acknowledged that he executed the foregoing instrument for the purposes therein contained and who further acknowledged that he is Senior Vice President and Trust Officer of SOUTH SIDE NATIONAL BANK IN ST. LOUIS, a national banking corporation, and is authorized to execute this instrument on behalf of said corporation.

WITNESS my hand, at office, this 13th day of March, 1991.

_____
Notary Public

My Commission Expires: _____

DORTHY SUE DOERING
NOTARY PUBLIC, STATE OF MISSOURI
MY COMMISSION EXPIRES 6/28/1992
ST. LOUIS COUNTY

JDHwdBrook

EXHIBIT "A"

Land in Davidson County, Tennessee, being Lot No. 1 on the amended Final Plat of Brookside Manor Subdivision as shown on the plan of record in Book 6900, page 842, Register's Office for Davidson County, Tennessee, more particularly described as follows to wit:

From an existing iron pin in concrete on the east right-of-way line of Knight Drive, a 50 foot wide street, said point of beginning is approximately 880 feet more or less from the center line of Green Lane and proceeding as follows: from the point of beginning northeastwardly along the east right-of-way line of Knight Drive with a 2889.85 foot radius curve to the left, 124.80 feet to a set concrete monument, said curve has a chord bearing and distance of N. 9° 20' 05" E. 124.79 feet; thence leaving the east right-of-way line of Knight Drive and with the south right-of-way line of Rock Creek Drive with a curve to the right having a radius of 25 feet, a length of 37.55 feet, said curve has a chord bearing and distance of N. 51° 07' 25" E. 34.12 feet to a concrete monument set; thence S. 85° 51' 01" E. 124.78 feet to a concrete monument set; thence with another curve to left having a radius of 1051.05 feet, a length of 146.75 feet, said curve has a chord bearing and distance of S. 89° 51' 01" E. 146.63 feet to a concrete monument set; thence N. 86° 08' 59" E. 140.08 feet to a concrete monument set; thence with a curve to left having a radius of 100 feet, a length of 58.57 feet, said curve has a chord bearing and distance of S. 77° 04' 16" E. 57.74 feet to a concrete monument set; thence with a curve to the left having a radius of 50 feet, a length of 14.87 feet, said curve has a chord bearing and distance of S. 68° 48' 45" E. 14.82 feet to a point; thence making a line severing lots 1 and 2, S. 12° 40' 00" west 603.87 feet to a point; thence S. 55° 38' 21" W. 145.00 feet to an existing 3/4 inch galvanized pipe; thence N. 39° 24' 15" W. 119.66 feet to an existing concrete monument; thence N. 38° 24' 08" W. 258.88 feet to an existing iron rod set in concrete; thence N. 02° 53' 05" W. 245.73 feet to an existing iron rod set in concrete; thence N. 81° 26' 19" W. 26.79 feet to the point of beginning containing 249,681 square feet or 5.73 acres more or less, according to a survey by Ragan-Smith-Murphy & Associates, Inc., dated July 29, 1985.

Being the same property conveyed to South Side National Bank in St. Louis by Successor Trustee's Deed from Patrick L. Alexander as Successor Trustee, of record in Book 7309, page 849, said Register's Office.

WP:JDHSTDBROK

[redacted]

EXHIBIT B

1. Real Estate taxes for the current year, which have been prorated between the parties and assumed by Grantee.

2. _____
_____.

3. _____
_____.

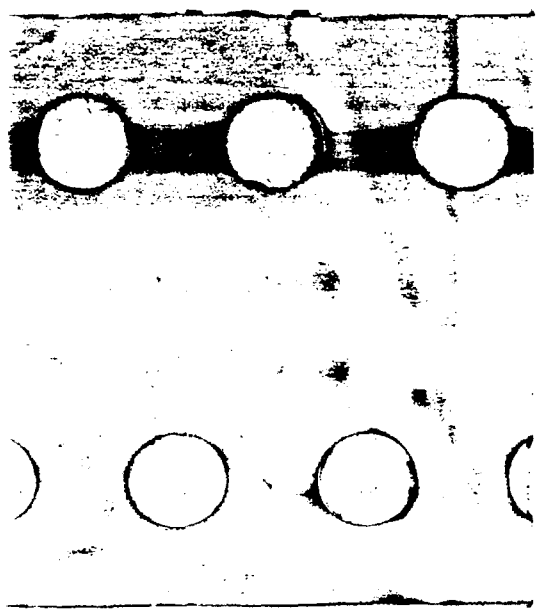
4. _____
_____.

5. _____
_____.

99226

IDENTIF. REFERENCE

3677 03/14 0101 03CHECK 7438.00



OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY

NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 8309 PAGE 858

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 2250000.00
CON TX 7425.00
PRFEE 1.00
WDEED 12.00
TOTAL 7438.00
CHECK 7438.00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

03/14/91 01 16:36 0001 3677



99226

IDENTIF. REFERENCE

MAR 14 4 PM '91

DAVIDSON COUNTY

No. 404459