FILE BOX 61

WARRANTY DEED BOOK 8420 PAGE 328

FROM: Burton Hills Properties, a Kentucky general partnership

TO: Timothy G. Rhodes and wife, Vicki L. Rhodes

Address New Owner(s) as follows:	Send Tax Bills to:	Map/Parcel
954 Caldwell Lane Nashville, TN 37204	same	131-06-F 001 00

This instrument prepared by: PREPARED BY & RETURN TO:
WALT, DYER & JAMES, ATTYS.
ONE BURTON HILLS BLVD., SUITE 15
NASHVILLE, TN 37215

STATE OF KENTUCKY)
COUNTY OF JEFFERSON)

The actual consideration or value, whichever is greater, for this transfer is $ 47,500.00 .

Affiant

Subscribed and sworn to before me, this the 6th day of August, 1991.

Notary Public

My Commission Expires: June 17 1995

FOR AND IN CONSIDERATION of the sum of Ten and No/100 Dollars ($10.00), the receipt of which is hereby acknowledged, Burton Hills Properties, a Kentucky general partnership, hereinafter called "Grantor", has this day bargained and sold, and does hereby transfer and convey unto Timothy G. Rhodes and wife, Vicki L. Rhodes, hereinafter called "Grantee", (whether one or more persons or entities), Grantee's heirs, personal representatives, successors and assigns, certain real estate in Davidson County, Tennessee, as follows:

Being Lot No. 1 as shown on the Plat of Burton Hills Village of Abbeywood - Tract 21, of record in Book 6900, page 223, as amended in Book 7684, page 866, Register's Office for Davidson County, Tennessee, to which plat reference is hereby made for a more complete description of said lot.

Being part of the same property conveyed to Burton Hills Properties, a Kentucky general partnership, by Special Warranty Deed from David Lipscomb College, a Tennessee not-for-profit corporation, of record in Book 6326, page 580 said Register's Office.

The above property is conveyed subject to the exceptions listed on Exhibit A attached hereto and incorporated herein by reference.

This is improved property known as 2 Abbeywood Court, Nashville, Tennessee 37215.

TO HAVE AND TO HOLD said real estate, with the appurtenances, estate, title and interest thereto belonging, to the Grantee, Grantee's heirs, personal representatives, successors and assigns, forever. Grantor covenants that it is lawfully seized and possessed of said real estate in fee simple, has a good right to convey it, and that the same is free and clear of all encumbrances except those exceptions listed in Exhibit A attached hereto.

Grantor further covenants and binds itself, its successors and assigns, to warrant and forever defend the title to said real estate to Grantee, Grantee's heirs, personal representatives, successors and assigns, against the lawful claims of all persons.

IN WITNESS WHEREOF, the parties have executed this instrument on the 6th day of August, 1991.

BURTON HILLS PROPERTIES,
a Kentucky general partnership

BY: BURTON CAPITAL CORPORATION,
GENERAL PARTNER

BY: J. Norris Stuckley, Jr.
TITLE: President

"GRANTOR"

STATE OF KENTUCKY)
COUNTY OF JEFFERSON)

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared J. Norris Stuckley, Jr. with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged himself to be the President of Burton Capital Corporation, a general partner of Burton Hills Properties, a Kentucky general partnership, the within named bargainor, and that he as such President of Burton Capital Corporation being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the partnership by Burton Capital Corporation.

Witness my hand and seal, in Louisville, Kentucky, this the 16th day of August, 1991.

M. Colleen O'Reilly
NOTARY PUBLIC

My Commission Expires: June 17, 1995

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Aug 14 9 44 AM '91

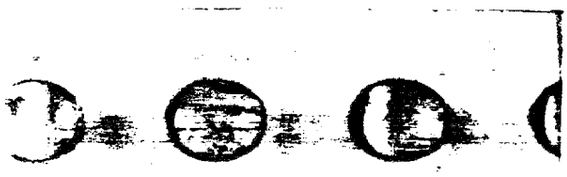
Village of Abbeywood

EXHIBIT A

EXCEPTIONS TO TITLE

1. 1991 Metropolitan Government taxes not yet due and payable.
2. Declaration of Restrictions of record in Book 6326, page 588, said Register's Office.
3. Charter of Burton Hills Homeowners Association, Inc. dated March 5, 1985, of record in Book 6517, page 505, as amended in Book 6921, page 216, said Register's Office.
4. Charter of Burton Hills Recreational Association, Inc., dated March 5, 1985, of record in Book 6517, page 511, as amended in Book 6921, page 214, said Register's Office.
5. Charter of Burton Hills, Village of Abbeywood Association, Inc., dated April 1, 1987, of record in Book 7189, Page 72, said Register's Office.
6. Declaration of Covenants, Conditions and Restrictions of record in Book 6517, page 522, as amended in Book 6691, page 593, Book 6778, page 532, Book 6778, page 536, Book 6911, page 120, Book 7046, page 520, and in Book 7076, page 691, and in Book 7146, page 188, said Register's Office.
7. Sanitary sewers and/or storm drainage easement conveyed by deed from David Lipscomb College Foundation to Metropolitan Government of Nashville and Davidson County, dated February 27, 1964, of record in Book 3702, page 250, said Register's Office.
8. Agreement by and between Burton Hills Properties, a general partnership, and the Nashville and Davidson County Metropolitan Planning Commission, dated December 14, 1984, of record in Book 6470, page 383, said Register's Office.
9. All matters as shown on the Plat of record in Book 6250, page 978, said Register's Office.
10. All matters shown on the Plat of Burton Hills Village of Abbeywood - Tract 21, of record in Book 6900, page 223, as amended in Book 7684, page 866, said Register's Office.
11. Declaration of Covenants, Conditions and Restrictions, Burton Hills, Village of Abbeywood dated February 1987, of record in Book 7146, page 193, said Register's Office.
12. Agreement by and between Burton Hills Properties, a general partnership, and the Nashville and Davidson County Metropolitan Planning Commission dated August 12, 1985, of record in Book 6655, page 47, said Register's Office.

RECEIVED FOR RECORD
1991 AUG 29 AM 10:01
KENDRICK
185.75



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

RECEIVED OF _____

FOR _____

BOOK 8420 PAGE 331

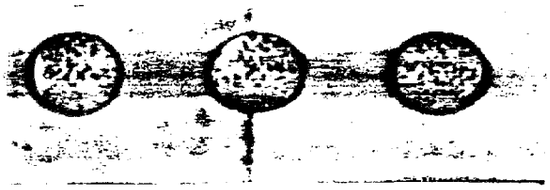
CO CONVEYANCE
MO MORTGAGE
WD WARRANTY DEED
TD TRUST DEED
CC - CERTIFIED COPY
REL - RELEASE
UCC - UNIFORM COMMERCIAL CODE
MISC - MISCELLANEOUS
CO TX - STATE TAX CONVEY
MO TX - STATE TAX MORT
PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID

CAMT 47500.00
CON TX 175.75
PRFEE 1.00
MTGFEE 9.00
TOTAL ~~185.75~~
CHECK ~~185.75~~

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

08/14/91 01 09:45 0001 3527



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AUG 14 9 49 AM '91

No. 450074