PREPARED BY (AND RETURN TO):
WILKINS & IVEY, Attorneys
2405 Crestmoor Road; P.O. Box 150157
Nashville, Tennessee 37215-0157
Ph. (615) 298-3312 - Fax. 292-8746

W & I Ref: (pwjr) (Title No: 31303)
Dav. Co. File: Box 8

SEND TAX BILL TO:

State of Tennessee
County of Davidson
The actual consideration or value, whichever is greater, for this transfer is: $ 2,175,381.44.

W.H. Freeman
Affiant

Sworn and subscribed before me on November 4th, 1991.

Notary Public

My Comm. Expires: Sept 16, 1995

ADDRESS NEW OWNER:
Hermitage Gardens/Whispering Hills, Limited, a Tennessee Limited Partnership
2205 State Street
Nashville, TN 37203

MORTGAGEE:

MAP-PARCEL NUMBERS
6DU 62040, 161-11

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of Ten Dollars, cash in hand paid by the hereinafter named Grantee, and other good and valuable consideration, the receipt of which is hereby acknowledged, the undersigned **Whispering Hills Associates, Ltd., a Tennessee Limited Partnership,** hereinafter called the **Grantor,** has bargained and sold, and by these presents does hereby transfer and convey unto **Hermitage Gardens/Whispering Hills, Limited, a Tennessee Limited Partnership** , hereinafter called the **Grantee,** Grantee's heirs and assigns, a certain tract or parcel of land in Davidson County, Tennessee, described as follows: **To Wit:**

A tract of land in the Sixth, formerly the Eighth, Civil District of Davidson County, Tennessee, described according to the survey of Lewis R. Mefford, Jr., Land Surveyor, dated August 8, 1979, as follows:

BEGINNING at an iron pin in a concrete pillar located on the northerly margin of McMurray Drive, said pin being located South 87° 01' E 82.02 feet from the center line of Hilson Drive extended; thence, leaving said margin of McMurray Drive, North 0° 13' E 1,480.55 feet to a point on the southerly margin of Brewer Drive; thence, with the southerly margin of Brewer Drive, South 53° 53' E 311.48 feet to a point; thence, leaving said margin of Brewer Drive and with the westerly boundary of the Plan of Wilkerson Heights, of record in Book 2900, page 63, Register's Office for Davidson County, South 33° 48' W 150.3 feet to a point; thence, with said boundary, South 4° 10' E 340.14 feet to a point; thence, South 31° 39' E 142.35 feet to a point; thence, South 22° 01' E. 797.35 feet to an iron pin in a concrete pillar located on the northerly margin of McMurray Drive; thence, with said margin of said McMurray Drive, North 87° 01' W 571.85 feet to the point of beginning.

BEING the same property conveyed to Whispering Hills Associates, LTD., a Tennessee Limited Partnership by deed from Hermitage Gardens/Whispering Hills, LTD., a Tennessee Limited Partnership of record in Book 6463, page 341, Register's Office for Davidson County, Tennessee.

This conveyance is subject to a Deed of Trust of record in Book 5504, Page 310, executed by Hermitage Gardens/Whispering Hills, Ltd., a Tennessee Limited Partnership, to Stephen C. Baker, Trustee, securing an obligation to Freeman Family Trust; a 20 foot sanitary sewer easement (Radnor Utility District) running east to west across the northerly part of the property and a drainage ditch along the east and north property lines as shown on a map by Barge, Waggoner & Sumner, Inc., dated November 20, 1968, revised June 1, 1971; a 15 foot sewer easement granted to First Suburban Water Utility District (Radnor Water District) of record in Book 4653,m Page 714; and restrictive covenants of record in Book 2998, page 140, all in the Register's Office for Davidson County, Tennessee.

Description Reference: The description is the same as that used in the last deed prior to this transaction..

This deed is a deed in lieu of foreclosure, and part of the consideration for this transfer is the release, discharge and cancellation of the debt secured by a Deed of Trust of record in Book 6463, Page 346, said Register's Office, executed by the Grantor to William H. Freeman, Trustee. As additional consideration for this transfer, the undersigned Grantor hereby transfers and assigns to Grantee all right, title and interest in and to the escrow account held for taxes, insurance and other expenses, if any, by the holder and/or servicer of the above referenced Deed of Trust of record in Book 5504, Page 310, said Register's Office.

This is improved property, known as: 570 McMurray Drive, Nashville, TN

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said Grantee, Grantee's heirs or assigns, forever.

GRANTOR COVENANTS with the said Grantee that Grantor is lawfully seised and possessed of said land in fee simple, has a good right to convey it, and the same is unencumbered, unless otherwise herein set out.

GRANTOR FURTHER COVENANTS and binds Grantor, Grantor's heirs and representatives, to warrant and forever defend the title to the said land to the said Grantee, Grantee's heirs and assigns, against the lawful claims of all persons as against the acts of Grantor while in title to the described property.

WITNESS THE EXECUTION HEREOF on November 4th, 1991.

Whispering Hills Associates, Ltd., a Tennessee Limited Partnership
By: Knox & Lee Investments, Inc., Managing General Partner

By: Clyde W. Lee, President
Clyde W. Lee, President

6617 11/05 0101 03CHECK 8055.98

State of Tennessee
County of Davidson

Before the undersigned, appeared Clyde W. Lee, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged and was identified as President (or other officer authorized to execute this instrument) of Knox & Lee Investments, Inc., the within named bargainor, a corporation which is the Managing General partner for Whispering Hills Associates, Ltd., the within named bargainor, a Tennessee Limited Partnership, and the execution of the foregoing instrument as such officer for the purposes therein contained, by signing in the name of the corporation as such as such Managing General Partner..

Witness my hand and official seal on November 4th, 1991

My Commission Expires: Sept 16, 1995

Notary Public

5.9.7.3.4.

IDENTIFICATION REFERENCE

Nov 5 11 14 AM '91

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

RECEIVED OF _____

FOR _____

BOOK 8479 PAGE 552

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 2175381.44
CON TX 8048.98
PRFEE 1.00
WDEED 6.00
TOTAL 8055.98
CHECK 8055.98

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK 0001 6617

5.9.7.34

IDENTIFICATION REFERENCE

Nov 5 11 14 AM '91

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 473763