SF/RIVERPARK
BBSJr/jas
11/13/91

THIS INSTRUMENT PREPARED BY:
Barrett B. Sutton, Jr.
White & Reasor
3305 West End Avenue
Nashville, TN 37203

Address New Owner(s) as Follows:	Send Tax Bills To:	Map-Parcel No.:
Nashville River Park Associates, L.P. 5851 Ridge Bend Road Memphis, TN 38120	Security Federal Savings and Loan Association of Nashville 616 Marriott Drive P. O. Box 305171 Nashville, TN 37230-5171	Map 81 - 1&2 Parcel 175

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION OF the sum of Seven Hundred Fifty-Four Thousand and No/100 ($754,000.00) Dollars, the receipt of which is hereby acknowledged, SECURITY FEDERAL SAVINGS AND LOAN ASSOCIATION OF NASHVILLE, hereinafter called "Grantor", has this day bargained and sold, and does hereby transfer and convey unto NASHVILLE RIVER PARK ASSOCIATES, L.P., a Tennessee limited partnership, hereinafter called "Grantee", its successors and assigns, certain real estate in Davidson County, Tennessee, described as follows:

LAND lying in Davidson County, Tennessee, being more particularly described as follows:

BEING part of Tracts 7, 8 and 9 on the map of G. W. Ankenbauer Estate as divided in Chancery Court under Rule Number 65611, described according to a survey made by Michael V. Holmes & Associates, Inc., on December 26, 1985, as follows:

BEGINNING at a point in the westerly margin of 28th Avenue North, said point being South 34 deg. 10' 00" West 228.36 feet from the point of intersection of the westerly margin of 28th Avenue North and the southerly margin of Clarksville Pike; thence South 34 deg. 10' 00" West 3.71 feet to an iron pin; thence with the curve to the left (having a central angle of 05 deg. 50' 26" and a radius of 476.74 feet) 48.60 feet to an iron pin; thence leaving margin of 28th Avenue North 77 deg. 03' 00" West 795.39 feet to an iron pin; thence North 34 deg. 10' 00" East 393.20 feet to an iron pin; thence South 55 deg. 50' 00" East 550.00 feet to an iron pin; thence South 34 deg. 10' 00" West 126.50 feet to an iron pin; thence South 77 deg. 03' 00" East 202.74 feet to an iron pin; said pin being the point of beginning, containing 167,636.50 square feet or 3.848 acres.

BEING the same property conveyed to Security Federal Savings and Loan Association of Nashville, by Deed of record in Book 8417, page 830, Register's Office for Davidson County, Tennessee.

This is improved property known as the River Park Apartments, 2027 28th Avenue North, Nashville, Tennessee 37208-1237.

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

Grantor further covenants and binds itself, its successors and assigns, to warrant and forever defend the title to said real estate to said Grantee, its successors and assigns, against the lawful claims of all persons claiming by, through or under Grantor, but not otherwise; provided, however, that this conveyance is subject to the following:

1. 1991 real estate taxes and/or assessments.

2. Easement to City of Nashville as set forth in instrument recorded in Book 2443, page 297, Register's Office for Davidson County, Tennessee.

3. Right-of-way easement granted to Colonial Pipeline Company by instrument of record in Book 3648, page 88, as amended by Book 4374, page 18, Register's Office for Davidson County, Tennessee.

4. Easement(s) to Metropolitan Government of Nashville and Davidson County, as set forth in instrument recorded in Book 4166, page 30, Register's Office for Davidson County, Tennessee.

5. Easement(s) for roadway and utility lines, as set forth in instrument recorded in Book 4238, page 561, Register's Office for Davidson County, Tennessee.

IN WITNESS WHEREOF, the Grantor has executed this instrument on this the 14th day of November, 1991.

"GRANTOR"

SECURITY FEDERAL SAVINGS AND LOAN ASSOCIATION OF NASHVILLE

BY: Patricia V. Davis
Patricia V. Davis
ITS: Assistant Secretary

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Personally appeared before me, Julia Ann Sherrell, a Notary Public for the State and County aforesaid, Patricia V. Davis, with whom I am personally acquainted, and who acknowledged that she executed the within instrument for the purposes therein contained, and who further acknowledged that she is the Assistant Secretary of the maker or a constituent of the maker and is authorized by the maker or by its constituent, the constituent being authorized by the maker, to execute this instrument on behalf of the maker.

Witness my hand, at office, this 14th day of November, 1991.

Julia Ann Sherrell
Notary Public

My Commission Expires:
9/16/95

STATE OF TENNESSEE
COUNTY OF Davidson

BOOK 8485 PAGE 881

The actual consideration or value, whichever is greater, for this transfer is $754,000.00.

AFFIANT

SUBSCRIBED and sworn to before me, this 14th day of November, 1991.

Notary Public

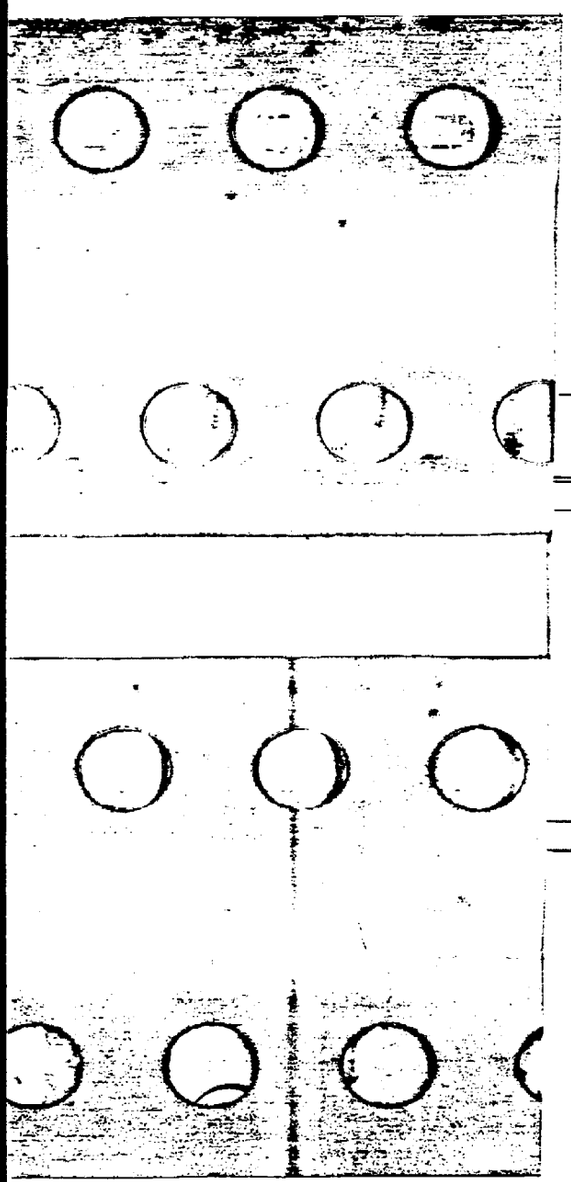
My Commission Expires: 9/16/95

6.2065

IDENTIFICATION REFERENCE

Nov 14 2 30 PM '91

9407 11/14 0101 03CHECK 2799.80



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

RECEIVED OF _____

FOR _____

BOOK 8485 PAGE 882

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	754000.00
			CON TX	2789.80
			PRFEE	1.00
			WDEED	9.00
			TOTAL	2799.80
			CHECK	2799.80
11/14/91	01		14:31 0001	9407

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

62065

IDENTIFICATION REFERENCE

NOV 14 2 30 PM '91

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 476509