SPECIAL WARRANTY DEED

FROM: Third National Bank in Nashville, Grantor

TO: Wayne E. Hilton and wife, Patricia F. Hilton, Grantees

This instrument was prepared by:
Jeffrey R. King
Farris, Warfield & Kanaday
Seventeenth Floor
Third National Bank Building
Nashville, Tennessee 37219

Address New Owner(s) as Follows:	Name and Address of the Person or Entity Responsible for the Payment of Real Property Taxes	Map-Parcel Numbers
504 Dekemont Lane Brentwood, TN 37027	Same	104-14G-18CO Field Book Numbers 7DA-92863

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is Eighty Thousand Dollars ($80,000).

Wayne E. Hilton
Affiant

SUBSCRIBED AND SWORN TO before me, this the 23 day of January, 1992.

Denise M. Lawrence
Notary Public

My Commission Expires: 3-21-93

FOR AND IN CONSIDERATION OF the sum of Eighty Thousand and No/100 Dollars ($80,000), the receipt and sufficiency of which are hereby acknowledged, Third National Bank in Nashville, Grantor, has bargained and sold, and by these presents does transfer and convey unto the said Wayne E. Hilton and wife, Patricia F. Hilton, Grantees, their heirs, successors, and/or assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described as follows, to-wit:

> Land in Davidson County, Tennessee, being Lot No. 64 on the Revised Final Plan of Whitworth, of record in Plat Book 7900, pages 140 through 144, Register's Office for Davidson County, Tennessee, to which reference is hereby made for a more complete and accurate description.
>
> Being a portion of the same property conveyed to Third National Bank by deed from RCC Associates, L.P., a Delware limited partnership, of record in Book 8236, page 176, Register's Office for Davidson County, Tennessee.

This is unimproved property, known as Lot 64 in Whitworth in Nashville, Tennessee.

This conveyance is expressly made subject to those title exceptions set out on Exhibit A attached hereto.

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said Grantees, their heirs, successors, and/or assigns, forever.

And Grantor does covenant with the said Grantees that Grantor is lawfully seized and possessed of said land in fee simple and has a good right to convey it.

And Grantor does further covenant and bind Grantor, its successors, and assigns, to warrant and forever defend the title to the said land to the said Grantees, their heirs, successors, and/or assigns against the lawful claims of all persons whomsoever claiming by, through or under Grantor, but not further or otherwise, except as to those matters set forth above to which this conveyance is expressly made subject.

Witness my hand this 23rd day of January, 1992.

THIRD NATIONAL BANK IN NASHVILLE

By: _____

Title: SVP

By: _____

Title: Asst. Vice President

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, Carol J. Neuman, a Notary Public of said County and State, personally appeared Glen Bartosh, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be SVP (or other officer authorized to execute the instrument) of THIRD NATIONAL BANK IN NASHVILLE, the within named bargainor, a national banking association, and that he as such SVP executed the foregoing instrument for the purposes therein contained, by signing the name of the national banking association by himself as SVP.

Witness my hand and seal, at Office in Nashville, this 23rd day of Jan, 1992.

Carol J. Neuman
Notary Public

My Commission Expires:_____

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, Carol J. Neuman, a Notary Public of said County and State, personally appeared William L. Fuson, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be AVP (or other officer authorized to execute the instrument) of THIRD NATIONAL BANK IN NASHVILLE, the within named bargainor, a national banking association, and that he as such AVP executed the foregoing instrument for the purposes therein contained, by signing the name of the national banking association by himself as AVP.

Witness my hand and seal, at Office in Nashville, this 23rd day of Jan, 1992.

Carol J. Neuman
Notary Public

My Commission Expires:_____

4551J/01-23-92

1. Taxes for 1992, as lien but not yet due and payable.

2. All matters as shown on the plan of Whitworth, of record in Book 7900, pages 140-144, and Book 6900, page 838, said Register's Office.

3. Restrictive covenants contained in an instrument of record in Book 8026, page 305, Book 8047, page 243, and in Book 8282, page 45, said Register's Office.

4. Easement for watermains and appurtenances of record in Book 7868, page 959, said Register's Office.

5. Sewer easement of record in Book 3467, page 194 and in Book 3505, page 338, said Register's Office.

P269 01/23 0101 03CHECK 309.00

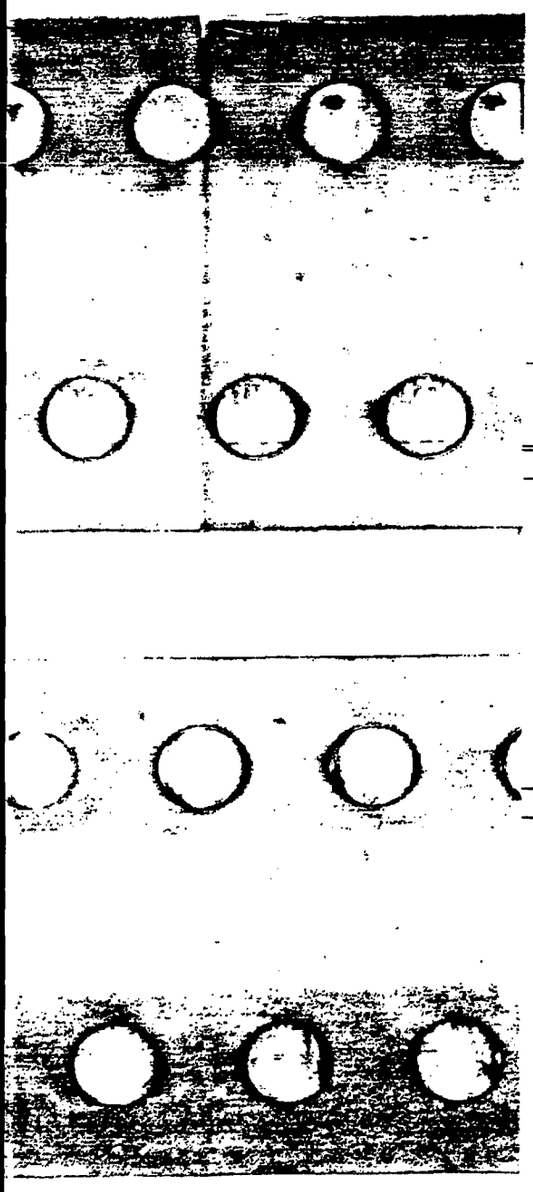
78724

IDENTIFICATION REFERENCE

JAN 23 3 11 PM '92

DAVIDSON COUNTY, TN

4551J/01-23-92



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

RECEIVED OF _____

FOR _____

BOOK **8534** PAGE **93**

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	80000.00
CON TX	296.00
PRFEE	1.00
WDEED	12.00
TOTAL	309.00
CHECK	309.00

01/23/92 01 15:12 0001 9269

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

7.8.7.2 4

IDENTIFICATION REFERENCE

JAN 23 3 11 PM '92

DAVIDSON COUNTY, TN

No. 495650