Box 38

BOOK 8639 PAGE 768

This Instrument Was Prepared By:
Jack F. King, Jr., Esq.
Trabue, Sturdivant & DeWitt
25th Floor, Nashville City Center
511 Union Street
Nashville, Tennessee 37219

Address of New Owner(s):
Richter Dial Builders, Inc.
9000 East Church Street
Brentwood, TN 37027

Send Tax Bills To:
Same

Map 172-03-B
Parcel 33

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of Ten and no/100 Dollars ($10.00), cash in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, MERITBANC DEVELOPMENT CORPORATION (formerly known as Hardin Service Corporation) (the "Grantor"), has this day bargained and sold, and does hereby transfer and convey to RICHTER DIAL BUILDERS, INC. (the "Grantee"), the following described land in Davidson County, Tennessee, to-wit:

> A tract or parcel of land located in Davidson County, Tennessee, being more particularly described on Exhibit A attached hereto.

This is unimproved property known as Lot No. 33 on the Plan of The Woodlands, Phase 2, as of record in Plat Book 6900, page 635, Register's Office for Davidson County, Tennessee.

TO HAVE AND TO HOLD said real estate, with the appurtenances, estate, title and interest thereto belonging, to the said Grantee and its successors and assigns, forever. Grantor covenants with said Grantee that Grantor is lawfully seized and possessed of said land in fee simple and has a good right to convey it, subject to current real estate taxes, zoning laws, regulations and ordinances of municipal and other governmental authorities, if any, and all of the encumbrances described on Exhibit B attached hereto. Grantor further covenants and binds itself, its successors, and assigns to warrant and forever defend the title to said real estate against the lawful claims of all persons claiming by, through or under it, but no further or otherwise.

BY THE ACCEPTANCE OF THIS DEED, GRANTEE TAKES THE PROPERTY "AS IS", EXCEPT FOR THE WARRANTIES OF TITLE AS PROVIDED AND LIMITED HEREIN. GRANTOR HAS NOT MADE AND DOES NOT MAKE ANY REPRESENTATIONS AS TO PHYSICAL CONDITION, LAYOUT, FOOTAGE, EXPENSES, ZONING, OPERATION, OR ANY OTHER MATTER AFFECTING OR RELATED TO THE PROPERTY, AND GRANTEE HEREBY EXPRESSLY ACKNOWLEDGES THAT NO SUCH REPRESENTATIONS HAVE BEEN MADE. GRANTOR MAKES NO OTHER WARRANTIES, EXPRESS OR IMPLIED, OF MERCHANTABILITY, MARKETABILITY, FITNESS OR SUITABILITY FOR A PARTICULAR PURPOSE OR OTHERWISE EXCEPT AS SET FORTH AND LIMITED HEREIN. ANY IMPLIED WARRANTIES ARE EXPRESSLY DISCLAIMED AND EXCLUDED.

Whenever used, the singular shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

1516

IDENTIF. REFERENCE

JUN 1 4 02 PM '92

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY TN.

IN WITNESS WHEREOF, Grantor has executed this instrument on this 28 day of May, 1992.

MERITBANC DEVELOPMENT CORPORATION
(Formerly known as Hardin Service Corporation)

By: Richard D. Waite Jr.

Title: President

STATE OF Texas)
)
COUNTY OF Harris)

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared Richard D. Waite, Jr. with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged (him/her)self to be President, of MERITBANC DEVELOPMENT CORPORATION, the within named bargainor, a corporation, and that he as such President, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as President.

Witness my hand and seal, at office in Houston, Texas, this 28th day of May, 1992.

Eleanor B. Hardy
Notary Public

My Commission Expires: May 17, 1995

ELEANOR B. HARDY
NOTARY PUBLIC STATE OF TEXAS
MY COMMISSION EXPIRES
MAY 17, 1995

STATE OF TENNESSEE)
)
COUNTY OF Williamson)

The actual consideration or value, whichever is greater, for this transfer is $13,000.00.

Robert D. Richie
Affiant

Subscribed and sworn to before me 31 day of May, 1992.

Notary Public

My Commission Expires: March 12, 1994

NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

W6:JFK0522921.wp

EXHIBIT A

Land in Davidson County, Tennessee, being Lot No. 33 on the Plan of The Woodlands Phase 2, as of record in Plat Book 6900, page 635, Register's Office for said County, to which plan reference is made for a more complete description.

Being part of the same property conveyed to Hardin Service Corporation by deed from Woodlands, Ltd., a Tennessee limited partnership of record in Book 7212, page 19, Register's Office for Davidson County, Tennessee. Hardin Service Corporation is now known as MeritBanc Development Corporation by Articles of Amendment of record in Book 8353, page 575, Register's Office for Davidson County, Tennessee.

EXHIBIT B

(1) State and County taxes for the year 1992, a lien, not yet due and payable, which taxes have been prorated and assumed by Grantee.

(2) All matters appearing on the Plan of The Woodlands, Phase 2 of record in Plat Book 6900, page 635, Register's Office for Davidson County, Tennessee.

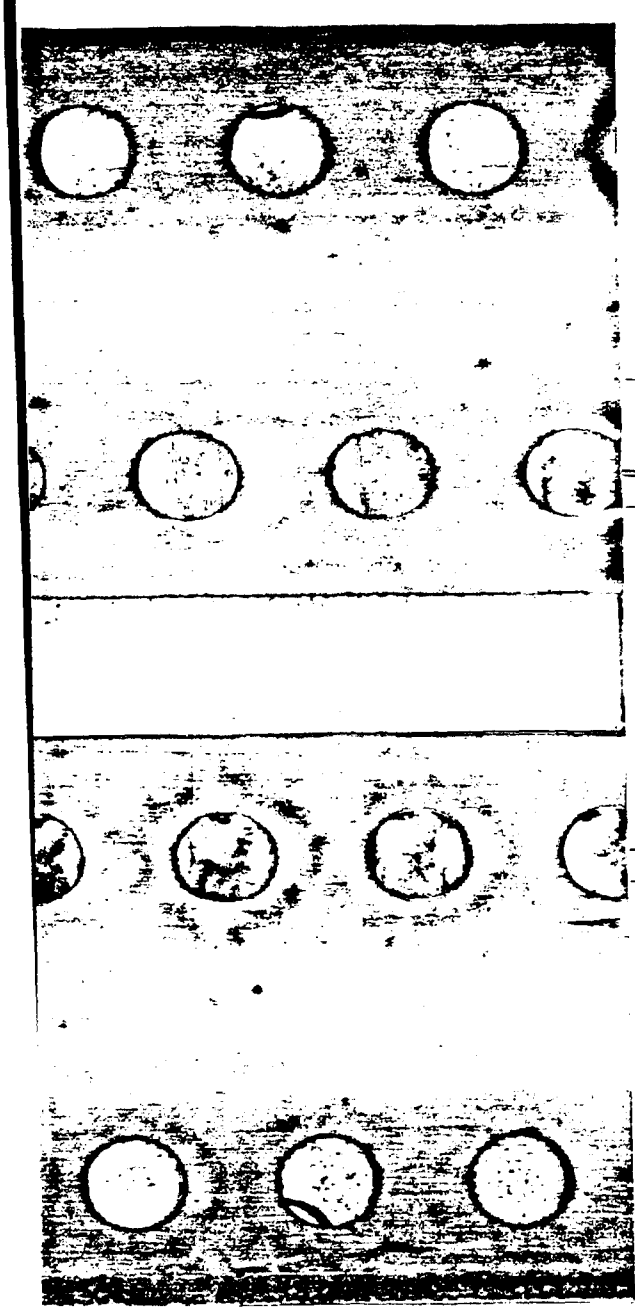
(3) Declaration of Covenants, Conditions, Restrictions, Charter and ByLaws for Woodlands of record in Book 7334, page 109, and in Book 7408, page 250, amended in Book 7516, page 37, Book 8464, page 463, Book 8622, page 390 and Book 8634, page 224, Register's Office for Davidson County, Tennessee.

(4) Dedication of common area to The Woodlands Homeowner's Association of record in Book 8472, page 310, Register's Office for Davidson County, Tennessee.

(5) Charter of Incorporation of The Woodlands Homeowner's Association of record in Book 8454, page 246, Register's Office for Davidson County, Tennessee.

(6) Storm water detention agreement of record in Book 7336, page 3, Register's Office for Davidson County, Tennessee.

6590 06/01 0101 03CHECK 61.10



OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 8639 PAGE 772

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 13000.00
CON TX 48.10
PRFEE 1.00
WDEED 12.00
TOTAL 61.10
CHECK 61.10

06/01/92 01 15:59 0001 6590

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

1: 5: 1: 6: 1

IDENTIF. REFERENCE

JUN 1 4 02 PM '92

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY TN.

No. 536399