Lot 37

TRUSTEE'S DEED BOOK 8756 PAGE 653

Address New Owner:	Send Tax Bills to:	Map-Parcel Numbers
RIMCO X, Inc. 2777 Inkster Road Dept. 10-61 P.O. Box 9065 Farmington Hills, MI 48333-9065 Attn: John Regan	New Owner	149-300 149-307

This instrument prepared by: Boult, Cummings, Conners & Berry (APC)
P.O. Box 198062, Nashville, Tennessee 37219

WHEREAS, Kentwood/Bell, Ltd., a Texas limited partnership, by Construction Deed of Trust, Security Agreement and Assignment of Rents and Leases (the "Deed of Trust") dated September 25, 1987, transferred and conveyed to James I. Vance Berry, Trustee, the property described in Exhibit A hereto (the "Property") (the Deed of Trust being of record in Book 7363, page 188, Register's Office for Davidson County, Tennessee); and

WHEREAS, the indebtedness secured by the Deed of Trust has become overdue and unpaid, and the lawful holder and owner of said debt has called upon the Trustee to foreclose the Deed of Trust; and

WHEREAS, the automatic stay has been terminated by that Agreed Order received for entry on September 1, 1992 in the United States Bankruptcy Court for the Middle District of Tennessee, Nashville Division, and filed of record in Book 8726, page 36, Register's Office for Davidson County, Tennessee; and

WHEREAS, the Trustee, after due advertisement as required by law and as required by the terms of the Deed of Trust, offered the Property for sale to the highest bidder for cash, at public outcry, at twelve o'clock (noon), October 14, 1992, at the Davidson County Courthouse, Nashville, Tennessee when and where RIMCO X, Inc., a Tennessee corporation ("Grantee"), which purchased the indebtedness secured by the Deed of Trust from Michigan National Bank, became the last and highest bidder for cash at the price of Ten Million Six Hundred Fifty-Three Thousand Five Hundred Fifty-Six and No/100 Dollars ($10,653,556.00).

NOW, THEREFORE, in his capacity as Trustee, and not otherwise, and in consideration of the premises and payment of the sum stated above, the receipt and sufficiency of which are acknowledged, James I. Vance Berry, Trustee hereby conveys the Property to the Grantee and the Grantee's heirs or successors and assigns.

TO HAVE AND TO HOLD the Property in as full and complete manner as the undersigned, in his capacity as Trustee, and not otherwise, has the power to convey the same.

James I. Vance Berry, as Trustee, and not otherwise, warrants the title to the Property to the Grantee and Grantee's heirs or successors and assigns, against the lawful claims of all persons claiming by, through or under him. The Property is sold, however, without any other warranty as to the quantity or quality thereof, and expressly subject to the following:

1. Any and all unpaid taxes and assessments, plus interest and penalty, if any.

2. Plan of record in Book 6900, page 729, Register's Office for Davidson County, Tennessee.

3. Sanitary Sewer and/or Storm Drainage easement of record inn Book 8037, page 338, said Register's Office.

4. Any and all other prior restrictions, encumbrances, or liens of any nature including without limitation the right(s) of redemption of any taxing authority.

Words used herein indicating number or gender shall be read as context may require.

Dated this 1st day of October, 1992.

James I. Vance Berry, as Trustee,
and not otherwise

BOOK 8756 PAGE 660

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Personally appeared before me, Ann Pelda Cargile, a Notary Public in and for said County and State, the within named James I. Vance Berry, Trustee, the bargainor, with whom I am personally acquainted (or to me proved on the basis of satisfactory evidence), and who acknowledged that he executed the foregoing instrument for the purposes therein contained.

WITNESS my hand and official seal at Nashville, Tennessee, this 1st day of October, 1992.

Ann Pelda Cargile
Notary Public

My Commission Expires: 1-22-95

The actual consideration for this transfer or value of the property transferred, whichever is greater, is $ 10,653,556.00 .

J. Vance Berry, Trustee
AFFIANT

Subscribed and sworn to before me this 1st day of October, 1992.

Ann Pelda Cargile
Notary Public

My Commission Expires: 1-22-95

wp:jdhstdkent

54765

RECEIVED FOR REFERENCE
Oct 14 12 31 PM '92
DAVIDSON COUNTY, TN

0589 10/14 0101 03CHECK, 39443.32

- 3

EXHIBIT A

BEING A PARCEL OF LAND LYING IN DAVIDSON COUNTY, TENNESSEE AND BEING TRACTS 8, 9, AND 10 OF HICKORY HIGHLANDS AND BEING MORE PARTICULARLY DESCRIBED ACCORDING TO A SURVEY PERFORMED BY MORROW & ASSOCIATES, INC. AND DATED JAN 14, 1986:

BEGINNING AT A POINT IN THE EAST RIGHT-OF-WAY LINE OF RURAL HILL ROAD, SAID POINT BEING A CORNER COMMON WITH PRESTON FINNEY;

THENCE WITH THE EAST RIGHT-OF-WAY LINE OF RURAL HILL ROAD THE FOLLOWING BEARING AND DISTANCES;

THENCE NORTH 00 DEG 08 MIN 33 SEC EAST, 636.17 FEET TO A POINT;

THENCE ON A CURVE TO THE RIGHT, THE CENTRAL ANGLE OF WHICH IS 05 DEG 35 MIN 00 SEC, THE RADIUS OF WHICH IS 1200.00 FEET, THE CHORD OF WHICH IS NORTH 02 DEG 56 MIN 03 SEC EAST, 116.89 FEET, ALONG THE CURVE DISTANCE OF 116.94 FEET TO A POINT;

THENCE NORTH 05 DEG 43 MIN 33 SEC EAST, 261.26 FEET TO A POINT, A CORNER COMMON WITH RALPH RUCKER IN THE EAST RIGHT-OF-WAY LINE OF RURAL HILL ROAD;

THENCE WITH RUCKER, NORTH 02 DEG 03 MIN 21 SEC EAST, 352.14 FEET TO A POINT, A CORNER COMMON WITH R.R. BAUCOM IN THE EAST LINE OF RUCKER;

THENCE WITH BAUCOM, NORTH 36 DEG 25 MIN 09 SEC EAST, 625.82 FEET TO A POINT, A CORNER COMMON WITH LUTHER ANDERSON IN THE EAST LINE OF BAUCOM;

THENCE WITH ANDERSON, SOUTH 65 DEG 19 MIN 13 SEC EAST, 641.12 FEET TO A POINT, A CORNER COMMON WITH ANDERSON IN THE NORTHWEST LINE OF JUDSON BAPTIST CHURCH;

THENCE WITH JUDSON BAPTIST CHURCH SOUTH 31 DEG 54 MIN 53 SEC WEST 600.16 FEET TO A POINT, A CORNER COMMON WITH JUDSON BAPTIST CHURCH;

THENCE WITH JUDSON BAPTIST CHURCH, SOUTH 49 DEG 00 MIN 49 SEC EAST 1061.96 FEET TO A POINT, A CORNER COMMON WITH JUDSON BAPTIST CHURCH IN THE WEST RIGHT-OF-WAY LINE OF BELL ROAD;

THENCE WITH THE WEST RIGHT-OF-WAY LINE OF BELL ROAD THE FOLLOWING BEARINGS AND DISTANCES;

THENCE SOUTH 40 DEG 40 MIN 03 SEC WEST, 49.89 FEET TO A POINT;

THENCE NORTH 49 DEG 19 MIN 57 SEC WEST, 45.00 FEET TO A POINT;

THENCE SOUTH 40 DEG 40 MIN 03 SEC WEST, 95.65 FEET TO A POINT;

THENCE ON A CURVE TO THE LEFT, THE CENTRAL ANGLE OF WHICH IS 06 DEG 07 MIN 37 SEC, THE RADIUS OF WHICH IS 1522.39 FEET, THE CHORD OF WHICH IS SOUTH 37 DEG 36 MIN 15 SEC WEST, 162.72 FEET, ALONG THE CURVE DISTANCE OF 162.80 FEET TO A POINT;

THENCE SOUTH 55 DEG 27 MIN 34 SEC EAST, 45.00 FEET TO A POINT;

THENCE ON A CURVE TO THE LEFT, THE CENTRAL ANGLE OF WHICH IS 05 DEG 55 MIN 45 SEC, THE RADIUS OF WHICH IS 1477.39 FEET, THE CHORD OF WHICH IS SOUTH 31 DEG 34 MIN 34 SEC WEST, 152.81 FEET, ALONG THE CURVE DISTANCE OF 152.88 FEET TO A POINT, A CORNER COMMON WITH E.B. SMITH IN THE WEST RIGHT-OF-WAY LINE OF BELL ROAD;

THENCE WITH E.B. SMITH, NORTH 67 DEG 38 MIN 58 SEC WEST, 448.87 FEET TO A POINT, A CORNER COMMON WITH E.B. SMITH;

THENCE WITH E.B. SMITH, SOUTH 53 DEG 40 MIN 22 SEC WEST, 300.82 FEET TO A POINT, A CORNER COMMON WITH PRESTON FINNEY IN THE WEST LINE OF E.B. SMITH;

THENCE WITH FINNEY, NORTH 38 DEG 52 MIN 25 SEC WEST, 490.26 FEET TO A POINT;

THENCE SOUTH 31 DEG 37 MIN 36 SEC WEST, 473.52 FEET TO THE POINT OF BEGINNING.

CONTAINING 35.81 ACRES, MORE OR LESS.

The property conveyed hereby is the same described in a Warranty Deed from California-Texas Properties, Inc. to Kentwood Bell, Ltd., dated September 25th, 1987, and recorded in Deed Book 7363, page 179, Register's Office for Davidson County, Tennessee.

Included in the foregoing description, but expressly excluded herefrom is the following property, which was released from the lien of the Deed of Trust by Partial Release dated September 27, 1988, of record in Book 7675, page 291, said Register's Office:

BEING A PARCEL OF LAND IN THE SECOND CIVIL DISTRICT, NASHVILLE, DAVIDSON COUNTY, TENNESSEE, LOCATED ON THE WESTERLY SIDE OF BELL ROAD AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT IN THE WESTERLY MARGIN OF BELL ROAD, AS WIDENED, SAID POINT BEING IN THE SOUTHERLY MARGIN OF THE PROPOSED HICKORY HIGHLANDS DRIVE, SAID POINT ALSO BEING 1250 FEET, MORE OR LESS, SOUTHWESTERLY, FROM THE INTERSECTION OF BELL ROAD AND RICE ROAD, BEING A PORTION OF THE PROPERTY CONVEYED TO KENTWOOD PROPERTIES, INC., IN DEED BOOK 7363, PAGE 179, R.O.D.C.;

THENCE, ALONG SAID WESTERLY MARGIN OF BELL ROAD WITH A CURVE TO THE LEFT 155.29 FEET TO A POINT, SAID CURVE HAVING A CENTRAL ANGLE OF 05 DEGREES 50', 40", A RADIUS OF 1522.30 FEET, A TANGENT

OF 77.71 FEET AND A CHORD OF S 37 DEGREES, 54',43" W, 155.23 FEET;

THENCE, FOLLOWING SAID WESTERLY MARGIN OF BELL ROAD WITH A CURVE, 163.13 FEET TO A POINT IN THE NORTHERLY MARGIN OF THE PROPERTY CONVEYED TO E.B. SMITH, JR., IN DEED BOOK 6262, PAGE 670, R.O.D.C., SAID CURVE HAVING A CENTRAL ANGLE OF 06 DEGREES, 08', 32", A RADIUS OF 1522.39 FEET, A TANGENT OF 81.64 FEET AND A CHORD OF S 31 DEGREES, 55', 17" W, 163.05 FEET;

THENCE, ALONG SAID NORTHERLY MARGIN OF THE E.B. SMITH, JR., PROPERTY, THE FOLLOWING CALLS:

N 67 DEGREES, 44', 54" W, 401.14 FEET TO A POINT;

S 53 DEGREES, 44', 20" W, 162.00 FEET TO A POINT;

THENCE, LEAVING SAID NORTHERLY MARGIN OF THE E.B. SMITH, JR., PROPERTY WITH A SEVERANCE LINE N 36 DEGREES, 15', 40" W, 110.35 FEET TO A POINT;

THENCE, CONTINUING WITH SAID SEVERANCE LINE, N 10 DEGREES, 09', 24" E, 78.80 FEET TO A POINT LYING IN THE SOUTHERLY MARGIN OF THE PROPOSED HICKORY HIGHLANDS DRIVE;

THENCE, ALONG SAID SOUTHERLY MARGIN OF THE PROPOSED HICKORY HIGHLANDS DRIVE, THE FOLLOWING CALLS:

WITH A CURVE TO THE LEFT, 192.35 FEET TO A POINT, SAID CURVE HAVING A CENTRAL ANGLE OF 25 DEGREES, 00', 00", A RADIUS OF 440.83 FEET, A TANGENT OF 97.73 FEET AND A CHORD OF N 87 DEGREES, 39', 20" E, 190.82 FEET;

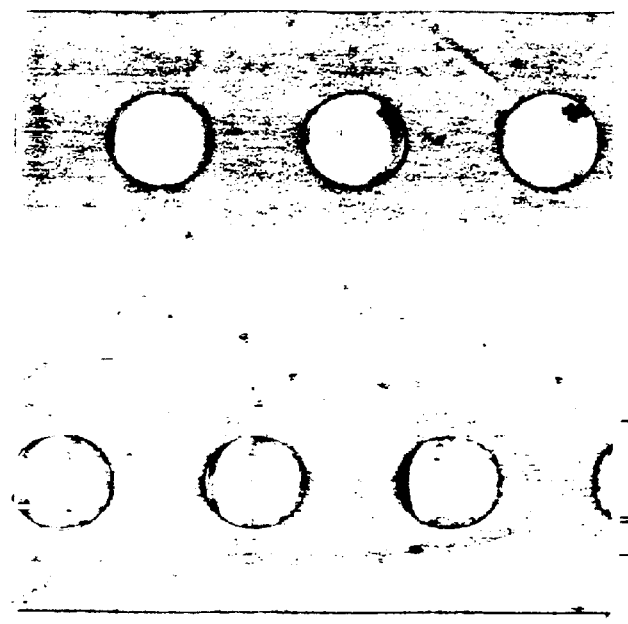
N 73 DEGREES, 09', 24" E, 355.00 FEET TO A POINT;

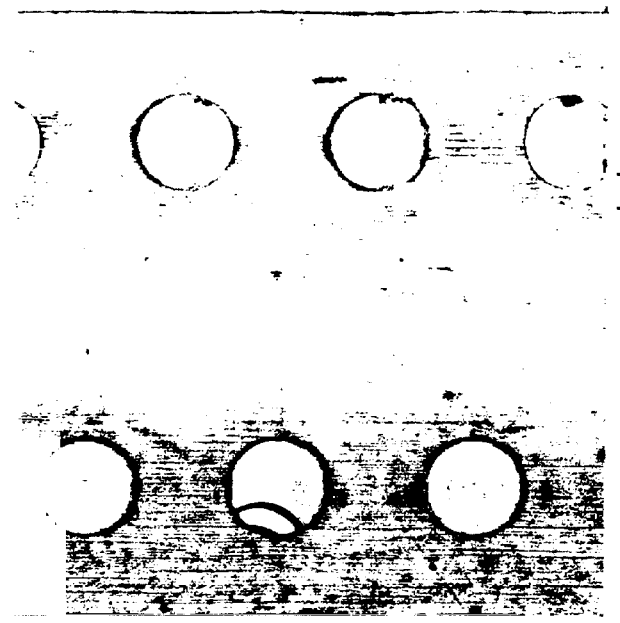
WITH A CURVE TO THE RIGHT, 193.90 FEET TO A POINT, SAID CURVE HAVING A CENTRAL ANGLE OF 37 DEGREES, 39', 34", A RADIUS OF 295.00 FEET, A TANGENT OF 100.60 FEET, AND A CHORD OF S 86 DEGREES, 00', 49" E, 190.43 FEET;

WITH A CURVE TO THE RIGHT, 56.56 FEET TO THE POINT OF BEGINNING; SAID CURVE HAVING A CENTRAL ANGLE OF 108 DEGREES, 01', 09", A RADIUS OF 30.00 FEET, A TANGENT OF 41.31 FEET, AND CHORD OF S 13 DEGREES, 10', 27" E, 48.55 FEET.

CONTAINING 130,667 SQUARE FEET OR 3.00 ACRES, MORE OR LESS.

The Trustee is advised, but does not represent, that the Property has been platted and is known as Lot Nos. 2 and 3 on the Plan of Hickory Highlands Apartments of record in Book 6900, page 729, said Register's Office.





OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 8756 PAGE 664

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

CON TX 39418.32
PRFEE 1.00
WDEED 24.00
TOTAL 39443.32
CHECK 39443.32

10/14/92 01 12:32 0001 0589

CONV. AMT. 10,653,556.00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

5476.5

IDENTIFICATION REFERENCE

OCT 14 12 31 PM '92

DAVIDSON COUNTY

No. 580084