Address New Owner:	Map-Parcel Numbers:	Send Tax Bills To:
James D. Walker Churchill Place One Suite D 5050 Thoroughbred Lane Brentwood, TN 37027	Map 170, par. 5	Same
This instrument prepared by: Boult, Cummings, Conners & Berry 222 Third Avenue, North, P.O. Box 198062, Nashville, TN 37219		

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 and sufficiency of all of which are hereby acknowledged, B and S Venture, a Tennessee joint venture composed of Richard W. Sorenson and Lovic A. Brooks, a/k/a B & S Venture, (the "Grantor"), has bargained and sold, and by these presents does transfer and convey to James D. Walker (the "Grantee"), Grantee's heirs and assigns, certain land in Davidson County, State of Tennessee, being more particularly described in Exhibit A, which is attached hereto and incorporated herein by this reference (the "Property").

This conveyance of the Property, and all covenants and warranties contained herein, are made expressly subject to the following:

1. Real estate taxes for the current year which have been prorated between the parties.

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $420,000.00.

James D. Walker

Subscribed and sworn to before me this 23rd day of November, 1992.

Notary Public
My Commission Expires: [illegible]

6737.0

IDENTIFICATION REFERENCE

Nov 23 3 27 PM '92

REGISTER'S OFFICE
DAVIDSON COUNTY, TN

2. Deed of Trust executed by Churchill Place Venture One to A. Stuart Campbell, Trustee, in favor of The Industrial Development Board of the Metropolitan Government of Nashville and Davidson County, of record in Book 6269, page 552, Register's Office for Davidson County, Tennessee; as assumed by Assumption Agreement of record in Book 8730, page 235, said Register's Office; and as modified by Modification Agreement of record in Book 8730, page 258, said Register's Office.

3. Assignment of Leases and Conditional Assignment of Rentals between Churchill Place Venture One and The Industrial Development Board of the Metropolitan Government of Nashville and Davidson County, of record in Book 6269, page 566, Register's Office for Davidson County, Tennessee; as assumed by Assumption Agreement of record in Book 8730, page 235, said Register's Office; and as modified by Modification Agreement of record in Book 8730, page 258, said Register's Office.

4. UCC-1 Financing Statement naming Churchill Place Venture One as Debtor, and The Industrial Development Board of the Metropolitan Government of Nashville and Davidson County, as Secured Party, of record in Book 6269, page 580, Register's Office for Davidson County, Tennessee, as amended by instrument of record in Book 6293, page 171, said Register's Office, as further amended by instrument of record in Book 8730, page 246, said Register's Office.

5. Assignment from The Industrial Development Board of the Metropolitan Government of Nashville and Davidson County to Third National Bank in Nashville, of record in Book 6269, page 584, Register's Office for Davidson County, Tennessee; as assumed by Assumption Agreement of record in Book 8730, page 235, said Register's Office; and as modified by Modification Agreement of record in Book 8730, page 258, said Register's Office.

6. UCC-1 Financing Statement naming The Industrial Development Board of the Metropolitan Government of Nashville and Davidson County as Debtor and Third National Bank in Nashville as Secured Party, of record in Book 6269, page 594, Register's Office for Davidson County, Tennessee.

7. UCC-1 Financing Statement naming B and S Venture as Debtor and The Industrial Development Board

of the Metropolitan Government of Nashville and Davidson County as Secured Party, of record in Book 8730, page 247, Register's Office for Davidson County, Tennessee.

8. UCC-1 Financing Statement naming The Industrial Development Board of the Metropolitan Government of Nashville and Davidson County as Debtor and Third National Bank in Nashville as Secured Party, of record in Book 8730, page 252, Register's Office for Davidson County, Tennessee.

9. All matters shown on the Plan of record in Book 6250, page 1, Register's Office for Davidson County, Tennessee.

10. Declaration of Restrictive Covenants and Owner's Association for Maryland Farms East Park, of record in Book 463, page 566, Register's Office for Williamson County, Tennessee and in Book 6185, page 274, Register's Office for Davidson County, Tennessee.

11. Declaration of Restrictive Covenants and Owner's Association for Churchill Place, of record in Book 6269, page 520, Register's Office for Davidson County, Tennessee.

This is improved property, known as Lot 2 on the Plan of the Resubdivsion of Tract One, Maryland Farms East Park, of record in Book 6250, page 1, Register's Office for Davidson County, Tennesse.

TO HAVE AND TO HOLD the Property with all appurtenances, estate, title, and interest thereto belonging to the Grantee, Grantee's heirs and assigns, forever.

Grantor covenants with the Grantee that the Property is free from all encumbrances made or suffered by Grantor, except to the extent otherwise set forth herein.

Grantor further covenants and binds itself, its successors and assigns to warrant and forever defend the title to the Property to the said Grantee, Grantee's heirs and assigns, against the lawful claims of all persons claiming by, through, or under Grantor, except that no warranty is made as to the amount of acreage in the Property.

IN WITNESS WHEREOF, the Grantor has executed this Special Warranty Deed this 25th day of October, 1992.

B and S VENTURE, a Tennessee joint venture

By: Richard W. Sorenson
Richard W. Sorenson, Joint Venturer

By: Lovic A. Brooks, Jr.
Lovic A. Brooks, Joint Venturer

STATE OF Tennessee

COUNTY OF Davidson

Personally appeared before me, Patrick L. Alexander, Notary Public, Richard W. Sorenson, with whom I am personally acquainted and who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is a joint venturer of B and S Venture, a Tennessee joint venture, and is authorized to execute this instrument on behalf of B and S Venture.

WITNESS my hand, at office, this 25th day of October, 1992.

Patrick L. Alexander
Notary Public

My Commission Expires: 11-6-95

STATE OF Georgia

COUNTY OF Fulton

Personally appeared before me, Brenda Rasor, Notary Public, Lovic A. Brooks, with whom I am personally acquainted and who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is a joint venturer of B and S Venture, a Tennessee joint venture, and is authorized to execute this instrument on behalf of B and S Venture.

WITNESS my hand, at office, this 30th day of October, 1992.

Brenda Rasor
Notary Public

My Commission Expires:

NOTARY PUBLIC, FULTON COUNTY, GA

Notary Public, Fulton County, Georgia
My Commission Expires August 30, 1994

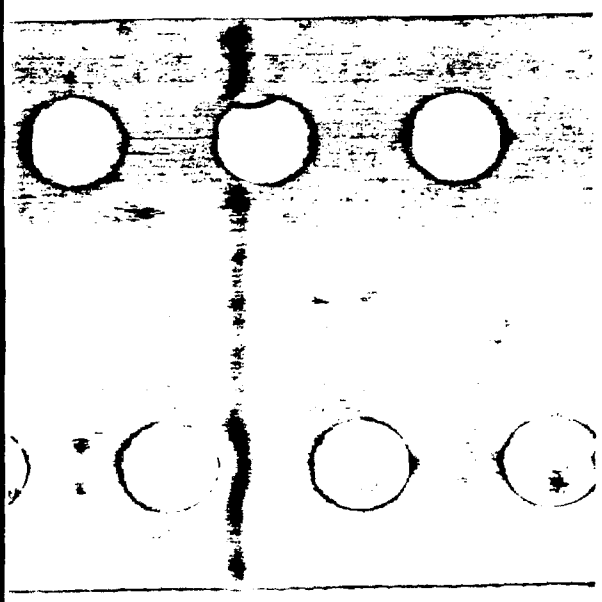
wp:lblwalkswd

EXHIBIT A

Land in Davidson County, Tennessee, being Lot No. 2 on the Plan of the Resubdivision of Tract One, Maryland Farms East Park, of record in Book 6250, page 1, Register's Office for Davidson County, Tennessee, to which plan reference is made for a more complete description.

Being the same property conveyed to B & S Venture, a Tennessee joint venture, by Special Warranty Deed from Churchill Place Venture One, a Tennessee joint venture, of record in Book 8715, page 778, Register's Office for Davidson County, Tennessee.

0189 11/23 0101 03CHECK 1579.00



OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

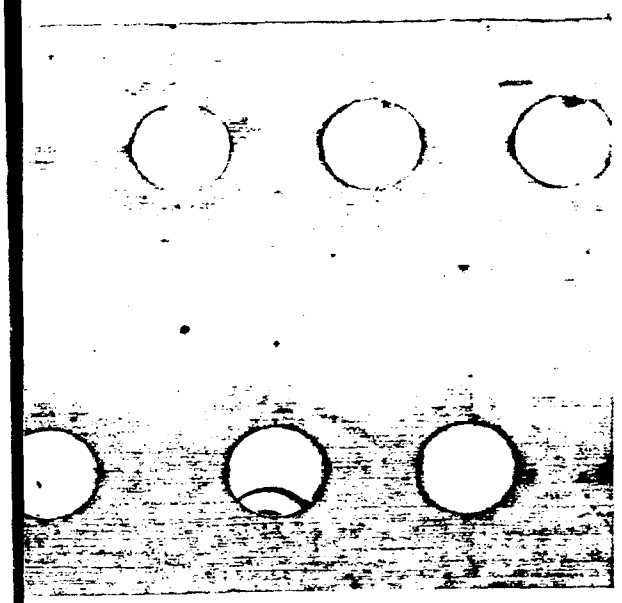
RECEIVED OF _____

FOR _____

BOOK 8794 PAGE 246

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 420000.00
CON TX 1554.00
PRFEE 1.00
MTGTX 24.00
TOTAL 1579.00
CHECK 1579.00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

11/23/92 01 15:25 0001 0189

6 7 3 7 0

IDENTIFI REFERENCE

Nov 23 3 27 PM '92

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 593923