53

20 & GRAND

This instrument prepared by:
Richard P. Vornholt, Esq.
Holt, Ney, Zatcoff & Wasserman
100 Galleria Parkway
Suite 600
Atlanta, Georgia 30339

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION OF the sum of Ten Dollars, cash in hand paid by Rochester Six, L.P., a Georgia limited partnership, hereinafter referred to as GRANTEE, and other good and valuable considerations, the receipt and sufficiency of which are hereby acknowledged, Rochester Nashville, L.P., a Tennessee limited partnership, hereinafter referred to as GRANTOR, has bargained and sold, and by these presents does transfer and convey unto GRANTEE, its successors and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described as follows, to wit:

SEE EXHIBIT A ATTACHED HERETO AND MADE A PART HEREOF

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to GRANTEE, its successors and assigns, forever, and GRANTOR does covenant with GRANTEE that GRANTOR is lawfully seized and possessed of said land in fee simple, has a good right to convey it, and the same is unencumbered, unless otherwise set forth in Exhibit B attached hereto and made a part hereof; and GRANTOR does further covenant and bind itself, its successors, assigns and representatives, to warrant and forever defend the title to the said land to GRANTEE, its successors and assigns, against the lawful claims of all persons claiming by, through or under GRANTOR.

IN WITNESS WHEREOF, GRANTOR has executed this instrument on this 17th day of June, 1993.

ROCHESTER NASHVILLE, L.P., a
Tennessee limited partnership

By: Rochester-Grand, Inc., a New
York corporation, General
Partner

By: J. Michael Holloway
Name: J. Michael Holloway
Title: President

Attest: Michael J. Stank
Name: Michael J. Stank
Title: Assistant Secretary

[CORPORATE SEAL]

36669
IDENTIF. & REFERENCE

93 JUL -1 PM 12:58
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

2841b(06/06/93)

RECORDERS MEMO
LEGIBILITY OF WRITING, TYPING OR PRINTING IN
THIS DOCUMENT UNSATISFACTORY WHEN RECEIVED

STATE OF GEORGIA)
)
COUNTY OF COBB)

Before me, Teresa A. Lind, a Notary Public in and for the County and State aforesaid, personally appeared J. Michael Holloway, with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged that he is the President of Rochester-Grand, Inc., a New York corporation, the General Partner of Rochester Nashville, L.P., the within named bargainor, and that he 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 Atlanta, Georgia, this 17th day of June, 1993.

Teresa A. Lind
Notary Public

TERESA A. LIND
Notary Public, Cobb County, Georgia.
My Commission Expires November 29, 1994.

My Commission Expires:

Address of New Owner as follows:
Send Tax Bills to:

Rochester Six, L.P.
c/o Sterling Trust
Two Ravinia Drive, Suite 1120
Atlanta, Georgia 30346

STATE OF GEORGIA)
)
COUNTY OF COBB)

I, or we, hereby swear or affirm that to the best of affiant's knowledge, information, and belief, the actual consideration for this transfer or value of the property transferred, whichever is greater, is $5,525,969.00, which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

J. Michael Holloway
Affiant

Subscribed and sworn to before me, this 17th day of June, 1993.

Teresa A. Lind
Notary Public

TERESA A. LIND
Notary Public, Cobb County, Georgia.
My Commission Expires November 29, 1994.

My Commission Expires:

Property Address: 2000 Grand Avenue, Nashville, Tennessee
Tax Parcel No: Map. No. 104-04, Parcel 13

EXHIBIT A

TWENTIETH AND GRAND

LOCATED IN DAVIDSON COUNTY, TENNESSEE:

BEING Lots Numbers 197, 198, 199, and 200, on the Plan of O. B. Hayes Second Addition, as recorded in Plan Book 1, Page 81, Chancery Court at Nashville, and as more particularly described according to the survey of H & H Land Surveying, Inc., Job No. 88-214, dated May 4, 1993, last revised June 15, 1993, as follows:

BEGINNING at an iron pin located at the intersection of the Westerly margin of Twentieth Avenue South and the Northerly margin of Grand Avenue, the Southeast corner of the tract of land being described herein; thence, with the Northerly margin of Grand Avenue, North 82 degrees 32 minutes 22 seconds West, 150.00 feet to an iron pin located on the Easterly margin of a 15-foot alley at its intersection with the Northerly margin of Grand Avenue, the Southwest corner of the tract of land herein described; thence, leaving said margin of Grand Avenue and running with the Easterly margin of said alley, North 07 degrees 01 minute 11 seconds East 199.17 feet to an iron pin located on the Southwest of the Yang Harrison property, of record in Book 8495, Page 318, Register's Office for said County, the Northwest corner of the tract of land herein described; thence, leaving said margin of said alley and running with the Southerly boundary of the Yang Harrison property, South 82 degrees 51 minutes 20 seconds East, 148.62 feet to an iron pin located on the Westerly margin of Twentieth Avenue South, the Northeast corner of the tract of land herein described; thence, with said margin of Twentieth Avenue South, South 06 degrees 37 minutes 36 seconds West, 200.00 feet to the point of BEGINNING, and containing 0.684 acres according to said survey.

Grantor's source of title to the property is a Deed of record in Book 7747, Page 664, in the Register's Office of Davidson County, Tennessee.

The legal description herein is the same as that in the Deed of prior title.

EXHIBIT B

BOOK 9000 PAGE 886

PERMITTED TITLE EXCEPTIONS

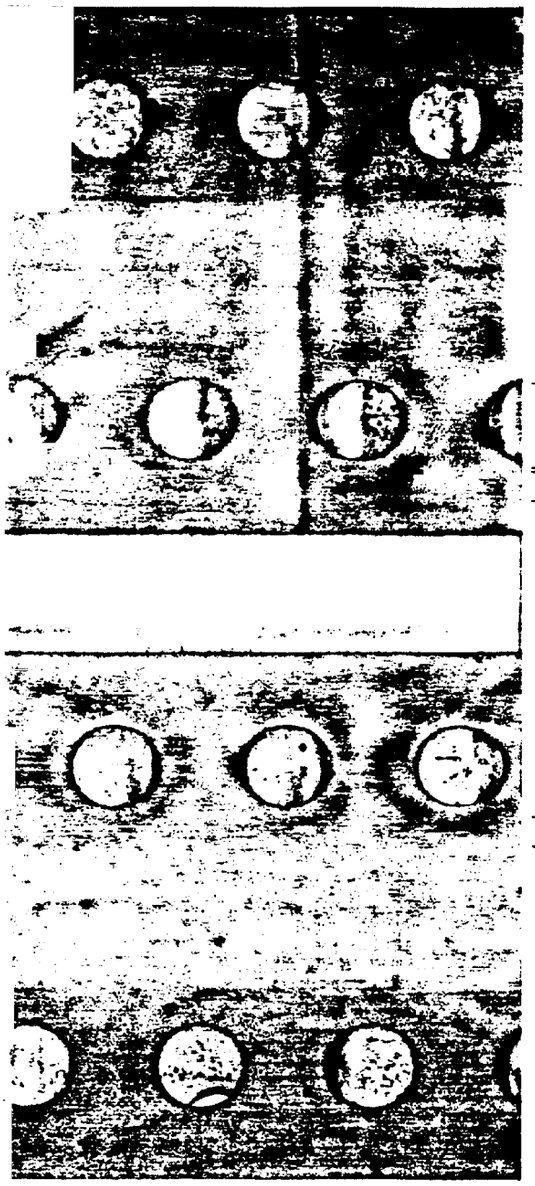
TWENTIETH AND GRAND

1. All assessments and taxes due in 1993, and thereafter, a lien not yet due and payable.

2. Subject to three sewer lines on west line of property and two water lines on east line of property, as shown by survey of H & H Land Surveying, Inc., dated May 4, 1993, last revised June 15, 1993, Job No. 88-214.

3. Right of tenants in possession of individual apartment units, as tenants only.

9152 07/01 0101 03CHECK 20463.20



OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 9000 PAGE 887

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 5525969.00
				CON TX 20446.20
				PRFEE 1.00
				WDEED 16.00
				TOTAL 20463.20
				CHECK 20463.20
			07/01/93 01	12:58 0001 9152

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

36669
IDENTIF. ↑ REFERENCE

93 JUL -1 PM 12: 58
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 669629