FORM NO. WD-1 BOX 10

BOOK 9003 PAGE 95

STATE OF TENNESSEE }
COUNTY OF WILLIAMSON }

THE ACTUAL CONSIDERATION OR VALUE, WHICHEVER IS GREATER, FOR THIS TRANSFER IS $ 84,500.

Affiant

SUBSCRIBED AND SWORN TO BEFORE ME, THIS THE 25th DAY OF June, 1993.

Notary Public

MY COMMISSION EXPIRES: 5-28-95

(AFFIX SEAL)

THIS INSTRUMENT WAS PREPARED BY
PATRICIA SPICER CARDEN, ATTORNEY
5034 Thoroughbred Lane, Suite A, Brentwood, TN 37027

ADDRESS NEW OWNER (S) AS FOLLOWS	SEND TAX BILLS TO /and Mortgagee is:	MAP-PARCEL NUMBERS
Stephanie J. Simpson (NAME)	Same/NationsBanc Mortgage Corp. (NAME)	053-06-0-A-164.00
2161 Riverway Drive (STREET ADDRESS OR ROUTE NUMBER)	P.O. Box 630005 (STREET ADDRESS)	00
Old Hickory, TN 37138 (CITY) (STATE) (P. O. ZIP)	Dallas, TX 75263-0005 (CITY) (STATE) (ZIP)	

FOR AND IN CONSIDERATION OF THE SUM OF TEN DOLLARS, CASH IN HAND PAID BY THE HEREINAFTER NAMED GRANTEES, AND OTHER GOOD AND VALUABLE CONSIDERATIONS, THE RECEIPT OF WHICH IS HEREBY ACKNOWLEDGED, WE, W. L. Bainbridge, Inc., a Tennessee Corporation

HEREINAFTER CALLED THE GRANTORS, HAVE BARGAINED AND SOLD, AND BY THESE PRESENTS DO TRANSFER AND CONVEY UNTO Stephanie J. Simpson

HEREINAFTER CALLED THE GRANTEES, THEIR HEIRS AND 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. 164 on the plan of Phase 2, Waterford, of record in Book 7900, pages 412 and 413, Register's Office for said County, to which Plan and Record thereof are incorporated herein and made a part hereof by reference.

Being the same property conveyed to W. L. Bainbridge, Inc., a Tennessee Corporation, by deed from Waterford Associates, L.P., a Tennessee Limited Partnership, of record in Book 8910, page 576, Register's Office for Davidson County, Tennessee.

This conveyance is made subject to Declaration of covenants, conditions and restrictions of record in Book 8694, page 216, Book 8699, page 462 and By-Laws of record in Book 8715, page 583, all in the Register's Office for said County.

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.
93 JUL -2 PM 2:38

37281
IDENTIF. & REFERENCE

This is unimproved ( ) improved (X) property, known as 2161 Riverway Drive, Old Hickory, TN 37138
(House Number) (Street) (P. O. Address) (City or Town) (Postal Zip)

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 and assigns, forever; and we do covenant with the said GRANTEES that we are lawfully seized and possessed of said land in fee simple, have a good right to convey it, and the same is unencumbered, unless otherwise herein set out; and we do further covenant and bind ourselves, our heirs and representatives, to warrant and forever defend the title to the said land to the said GRANTEES, their heirs and assigns, against the lawful claims of all persons whomsoever. Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

Witness my hand this 25th day of June 1993

W. L. Bainbridge, Inc.

By:
W. L. Bainbridge, III
President

98042 0101 03CHECK 321.65

INDIVIDUAL ACKNOWLEDGEMENT

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State of Tenneesee

County of _____

Personally appeared before me, _____, a Notary Public of said county, _____

the within named bargainor(s), with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence, and who acknowledged that _____ executed the within instrument for the purpose therein contained.

WITNESS my hand, at office, this _____ day of _____, 19____.

_____
NOTARY PUBLIC

My commission expires:

_____

CORPORATE ACKNOWLEDGEMENT

State of Tennessee

County of Williamson

Before me, the undersigned of the state and county aforesaid, personally appeared W. L. Bainbridge, III, with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence, and who, upon oath, acknowledged himself to be President (or other officer authorized to execute the instrument) of the W. L. Bainbridge, Inc., the within named bargainor, a corporation, and that he as such President, being authorized so to do, executed the foregoing instrument for the purpose therein contained, by signing the name of the corporation by himself as President.

WITNESS my hand and seal, at office in Brentwood this 25th day of June, 19 93

_____
NOTARY PUBLIC

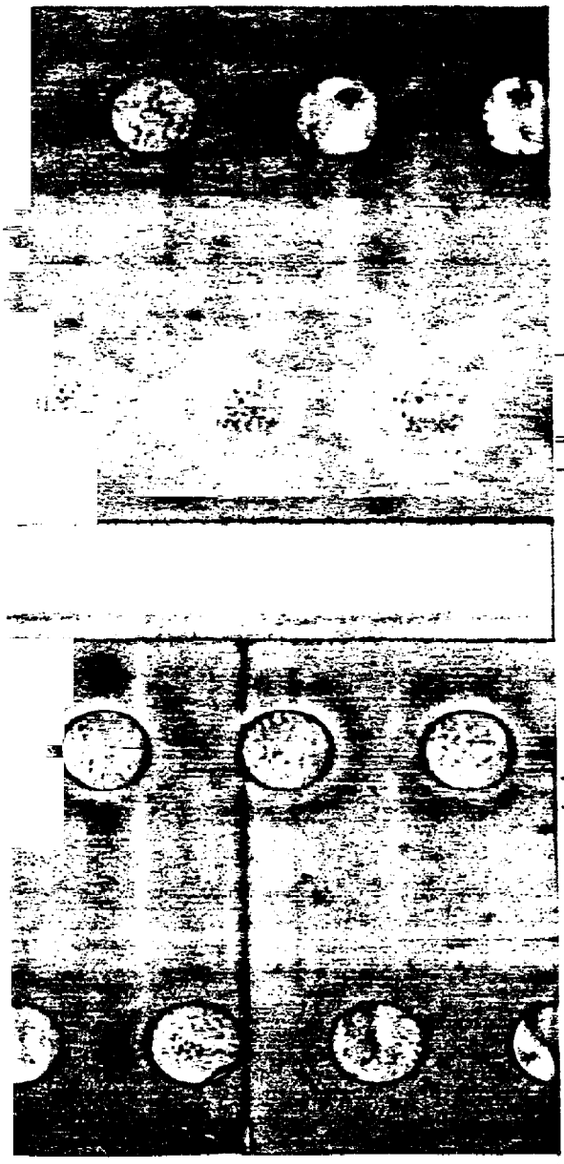
My commission expires:
5-28-95

WARRANTY DEED

FROM
W. L. Bainbridge, Inc.,
a Tennessee Corporation

TO
Stephanie J. Simpson

PATRICIA SPICER CARDEN
Attorney At Law
5034 Thoroughbred Ln., Ste. A
Brentwood, Tennessee 37027



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

RECEIVED OF _____

FOR _____

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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	84500.00
			CON TX	312.65
			PRFEE	1.00
			WDEED	8.00
			TOTAL	321.65
			CHECK	321.65
07/02/93	01		14:38 0001	9800

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

37281
IDENTIF. ↑ REFERENCE

93 JUL -2 PM 2:38
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 670271