PREPARED BY:

DOW, COGBURN & FRIEDMAN, P.C.
SUITE 2300 THE COASTAL TOWER
9 GREENWAY PLAZA
HOUSTON, TX 77046

RETURN TO:
Commonwealth Title Agency
333 Gallatin Road South
Madison, TN 37115

SPECIAL WARRANTY DEED

BOOK 9052 PAGE 838

STATE OF TENNESSEE §
§ KNOW ALL MEN BY THESE PRESENTS:
COUNTY OF DAVIDSON §

THIS INDENTURE, made on the date set forth below, between **AMERICAN GENERAL LIFE AND ACCIDENT INSURANCE COMPANY**, a Tennessee corporation of the County of Davidson and State of Tennessee, whose mailing address is c/o American General Investment Corporation, 2929 Allen Parkway, 34th Floor, Houston, Texas 77019, Attn: Director of Real Estate, Grantor, and **NASHVILLE UNION MISSION**, a Tennessee non-profit corporation, of the County of Davidson and State of Tennessee, whose address is 129 Seventh Avenue South, Nashville, Tennessee 37203, Grantee.

W I T N E S S E T H:

THAT the Grantor, for and in consideration of the sum of Ten and No/100 Dollars ($10.00) and other good and valuable consideration to it in hand paid by Grantee, the receipt and sufficiency of which consideration are hereby acknowledged and confessed, has GRANTED, BARGAINED, SOLD and CONVEYED and does by these presents GRANT, BARGAIN SELL and CONVEY to Grantee, its successors and assigns forever,

(a) that certain real property in Davidson County, Tennessee more particularly described in **Exhibit "A"** attached hereto (the "Land"); and

(b) all right, title and interest of Grantor, if any, in and to all buildings, improvements, fixtures, and all property of every kind and character owned by Grantor located in, attached to, or used in connection with the aforesaid Land; and

(c) all tenements, hereditaments and appurtenances thereto belonging or in anywise appertaining to the Land (items a, b and c, being collectively hereinafter referred to as the "Subject Property").

This conveyance is made subject to ad valorem taxes for 1993 (which have been assumed by Grantee) and all matters listed or contained on **Exhibit "B"** ("Permitted Exceptions") attached hereto and made a part hereof for all purposes.

Map 93-14, parcel 294
Address: 639 Lafayette, Nashville, TN 37203

This instrument prepared by Maralene Martin of the law offices of Dow, Cogburn & Friedman, P.C., Nine Greenway Plaza, Suite 2300, Houston, Texas 77046, (713) 626-5800.

NAME & ADDRESS NEW OWNER:
NASHVILLE UNION MISSION
639 Lafayette
Nashville, TN 37203

SEND TAX BILLS TO:
Same.

EXCEPT AS EXPRESSLY PROVIDED HEREIN, GRANTEE ACKNOWLEDGES AND AGREES BY ACCEPTING THIS SPECIAL WARRANTY DEED THAT GRANTOR MAKES NO REPRESENTATIONS OR WARRANTIES, EXPRESS, IMPLIED OR STATUTORY, RELATING TO THE SUBJECT PROPERTY, INCLUDING, WITHOUT LIMITATION, ANY REPRESENTATIONS OR WARRANTIES CONCERNING THE NATURE, QUALITY OR CONDITION OF THE SUBJECT PROPERTY, THE SUITABILITY OF THE SUBJECT PROPERTY FOR ANY SPECIFIC PURPOSE OR USE, THE MERCHANTABILITY OR RENTABILITY OF THE SUBJECT PROPERTY OR ANY PART THEREOF, THE ECONOMIC FEASIBILITY OR THE INCOME TO BE DERIVED FROM THE SUBJECT PROPERTY OR ANY PART THEREOF, OR THE COMPLIANCE OF ANY OF THE SUBJECT PROPERTY WITH ANY STATUTE, REGULATION, RULE OR ORDINANCE AFFECTING THE SAME, INCLUDING ANY REPRESENTATION AND WARRANTY REGARDING SOLID WASTE, AS DEFINED BY THE U.S. ENVIRONMENTAL PROTECTION AGENCY REGULATIONS AT 40 C.F.R., PART 261, OR THE DISPOSAL OR EXISTENCE, IN OR ON THE SUBJECT PROPERTY, OF ANY HAZARDOUS SUBSTANCE, AS DEFINED BY THE COMPREHENSIVE ENVIRONMENTAL RESPONSE COMPENSATION AND LIABILITY ACT OF 1980, AS AMENDED, AND REGULATIONS PROMULGATED THEREUNDER. GRANTEE FURTHER ACKNOWLEDGES AND AGREES THAT HAVING BEEN GIVEN THE OPPORTUNITY TO INSPECT THE SUBJECT PROPERTY, GRANTEE IS RELYING SOLELY ON GRANTEE'S OWN INVESTIGATION OF THE SUBJECT PROPERTY AND NOT ON ANY INFORMATION PROVIDED OR TO BE PROVIDED BY GRANTOR OR ITS BROKERS, CONTRACTORS, PROPERTY MANAGERS, OR OTHER INDIVIDUALS OR ENTITIES ENGAGED BY GRANTOR. GRANTEE FURTHER ACKNOWLEDGES AND AGREES THAT ANY INFORMATION PROVIDED OR TO BE PROVIDED WITH RESPECT TO THE SUBJECT PROPERTY WAS OBTAINED FROM A VARIETY OF SOURCES AND THAT GRANTOR HAS NOT MADE ANY INDEPENDENT INVESTIGATION OR VERIFICATION OF SUCH INFORMATION AND MAKES NO REPRESENTATIONS AS TO THE ACCURACY OR COMPLETENESS OF SUCH INFORMATION. GRANTEE FURTHER ACKNOWLEDGES AND AGREES THAT THE SALE OF THE SUBJECT PROPERTY AS PROVIDED FOR HEREIN IS MADE ON AN "AS IS" CONDITION AND BASIS WITH ALL FAULTS.

TO HAVE AND TO HOLD the Subject Property, together with all and singular the hereditaments and appurtenances of and to the same belonging or in anywise appertaining to Grantee, its successors and assigns, forever; and Grantor for its heirs and representatives does covenant and agree to and with the Grantee, its heirs or assigns that Grantee is lawfully seized in fee of the aforesaid premises, that the same are free of all encumbrances (subject, however, to (a) the Permitted Exceptions and the matters detailed above; and (b) taxes for the year 1993), that they have good right to sell and convey the same to Grantee as aforesaid and that they will warrant and forever defend, all and singular, the Subject Property unto Grantee, its successors and assigns, against every person whomsoever lawfully claiming or to claim the same or any part thereof, by, through or under Grantor, but not otherwise.

Executed the 17 day of August, 1993.

AS TO CONTRACT COMPLIANCE
PER SPEC NO. 132
LAW DEPARTMENT
C493-369
8-17-93

AMERICAN GENERAL LIFE AND ACCIDENT INSURANCE COMPANY

WITNESSES:

By: _____ (seal)
Name: SONIA W HAMSTRA
Real Estate Investment Officer

Grantee joins in the execution of this Deed for the purposes of acknowledging the terms and provisions in the Deed.

WITNESSES:

NASHVILLE UNION MISSION

By: _____
Name: Glen L Roberts
Title: Pres of Board

BOOK 9052 PAGE 816

THE STATE OF TEXAS §
§
COUNTY OF HARRIS §

BEFORE ME, the undersigned authority, on this day personally appeared SONIA W HAMSTRA, Real Estate Investment Officer of American General Life and Accident Insurance Company, a Tennessee corporation, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that she executed the same for the purposes and consideration therein expressed, in the capacity therein stated and as the act and deed of said corporation.

Witness my hand and seal of office this 17 day of August, 1993.

TARA WATERHOUSE
Notary Public, State of Texas
My Commission Expires
MARCH 14, 1994
(AFFIX NOTARY SEAL)

Tara Waterhouse
Print Name: _____
(Notary Public)
My Commission Expires:

_____

BOOK 9052 PAGE 811

THE STATE OF TENNESSEE §
§
COUNTY OF DAVIDSON §

Before me, a Notary Public in and for said State and County, duly commissioned and qualified, personally appeared Glen L. Roberts with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself/herself to be the President of NASHVILLE UNION MISSION, the within named bargainor, a Tennessee non-profit corporation, and that he/she executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself/herself as President.

Witness my hand and seal of office this 19th day of August, 1993.

Tammi Newton
Print Name: Tammi L. Newton
(Notary Public)
My Commission Expires:
5-24-97

(AFFIX NOTARY SEAL)

The actual consideration or value, whichever is greater, for this transfer is $740,000.00.

NASHVILLE UNION MISSION

By: Glen L Roberts
Name: Glen L. Roberts
Title: Pres of Board

GRANTEE

SUBSCRIBED AND SWORN TO before me this 19th day of August, 1993.

Tammi Newton
Notary Public
My Commission Expires: 5-24-97

O:\WPDOCS\0311017\7576000\SEARS-C.1\0816931654

EXHIBIT "A" BOOK 9052 PAGE 812

LEGAL DESCRIPTION

Being parts of Lots Nos. 2 to 7, inclusive, all of Lots 8, 9 and 10, part of Lot 37, all of Lots 38 and 39, the south 1/2 of Lot 41, all of Lots 42, 75, 76 and 77; the old "O. Ewing Residence Tract"; the first alley lying south of Lafayette Street, as presently located, running eastwardly from 7th Avenue South to the westerly margin of Ewing Avenue; the first alley west of Ewing Avenue, running northwardly from Middleton Street, formerly Fern or Railroad Street, to the southerly margin of Lafayette Street; the northerly 1/2 of Drexel Street, lying adjacent to Lot 39, running from the westerly margin of Ewing Avenue to the easterly margin of an alley; a private alley running north from Middleton Street, being approximately 99 feet west of Ewing Avenue and having a depth of 115 feet, more or less; part of old South Union Street or Lea Avenue, as shown on the Map of O. Ewing's Addition to Nashville, as of record in Book 21, page 54, and Revised Plan of record in Book 21, page 120, Register's Office for said County, and described together as one tract according to a copy of a survey thereof made by W. W. Turner Engineering Company, in November 1954, as follows:

Beginning at a point at the northwest intersection of Ewing Avenue and Middleton Street, formerly Fern Street or Railroad Street; thence with the margin of Middleton Street westwardly 550.5 feet to a point in the easterly margin of 7th Avenue South; thence with the margin of the same, northwardly 707.5 feet to a point at the beginning of a curve; thence along said curve, having a radius of 40 feet northeastwardly, a distance of 82.7 feet to a point in the south margin of Lafayette Street, as now widened and located; thence with the margin of Lafayette Street, southeastwardly 551.7 feet to the beginning of a curve; thence along said curve southeastwardly 17.5 feet to the westerly margin of Ewing Avenue; thence with the margin of the same, southwardly 133.7 feet to a point in the center line of Old Drexel Street, being 25 feet south of the southeast corner of Lot 39; thence westwardly with the center line of said street, 157.5 feet to a point in the center line of the first alley west of Ewing Avenue; thence with the center line of said alley, southwardly, parallel to the westerly margin of Ewing Avenue, 100 feet to a point; thence eastwardly parallel to the margin of Drexel Street, 157.5 feet to the westerly margin of Ewing Avenue; thence with the margin of the same southwardly 242.9 feet to the point of beginning.

Being the same property conveyed to The National Life and Accident Insurance Company by Deed from Reber Boult, of record in Book 2450, page 49, Register's Office for Davidson County, Tennessee, the said The National Life and Accident Insurance Company and American General Life and Accident Insurance Company having merged, with American General Life and Accident Insurance Company as the successor corporation.

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EXHIBIT "B"
To Special Warranty Deed

Permitted Exceptions

1. All matters set forth on the plat of O. Ewings Addition to Nashville, of record in Revised Plat Book 21, Page 120, Register's Office for Davidson County, Tennessee.

2. Easements for sidewalk purposes in and to the subject property granted to the City of Nashville, of record in Book 2482, Page 187, Register's Office for Davidson County, Tennessee.

3. Two possible sanitary sewer easements as per Metropolitan Davidson County Department of Water and Sewerage Services Sewer Atlas.

4. All sewer and other utility lines located on the Subject Property.

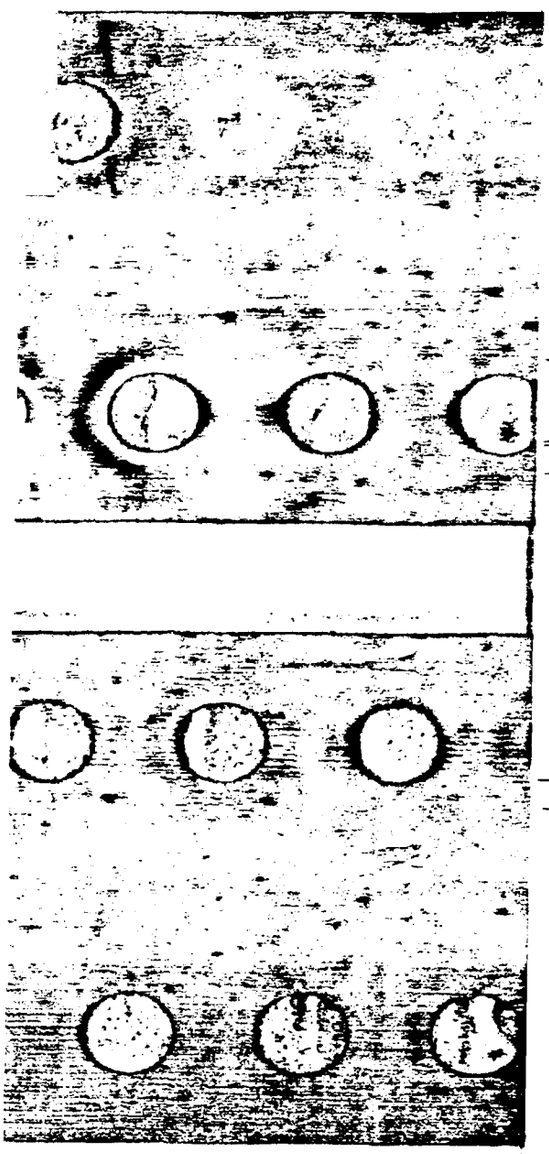
1884 08/19 0101 03CHECK 2763.00

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53989
IDENTIFICATION REFERENCE

93 AUG 19 PM 2:55

PICK-UP



OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 9052 PAGE 814

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 740000.00
CON TX 2738.00
PRFEE 1.00
WDEED 24.00
TOTAL 2763.00
CHECK 2763.00

08/19/93 01 14:56 0001 1884

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

53989

IDENTIF. A REFERENCE

93 AUG 19 PM 2:55

FELIX Z. WILSON, REGISTER
DAVIDSON COUNTY, TN.

No. 688210