Fk 35
CTIc

This Instrument Was Prepared By:
Stephen C. Small, Esq.
WYATT, TARRANT, COMBS, GILBERT & MILOM
Suite 1500, Nashville City Center
511 Union Street
Nashville, Tennessee 37219-1733

BOOK 9099 PAGE 180

SPECIAL WARRANTY DEED

ADDRESS OF NEW OWNER:	SEND TAX BILLS TO	MAP/PARCEL
Lineberry Properties, Inc. and J.D. Eatherly 116 Lineberry Boulevard Suite 301 Mt. Juliet, Tennessee 37122	[SAME]	Map 92-16 pars 174, 182 and 203

FOR AND IN CONSIDERATION OF TEN DOLLARS ($10.00) cash in hand paid by the hereinafter named Grantees, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, **SPRINGFIELD INSTITUTION FOR SAVINGS**, a Massachusetts mutual savings bank ("the "Grantor") has bargained and sold, and by these presents does transfer and convey unto **LINEBERRY PROPERTIES, INC.**, a Tennessee corporation, as to a fifty percent (50%) undivided interest, and **J.D. EATHERLY**, an individual, as to a fifty percent (50%) undivided interest (the "Grantees"), their heirs, successors and assigns, certain tracts or parcels of land in Davidson County, Tennessee, described on Exhibit "A" which is attached hereto and incorporated herein by this reference.

unimproved ( )
This is improved (X) property, known as 1717-1719 West End Avenue and 1807 Broadway, Nashville, Tennessee 37203
(House Number) (Street) (P.O. Address) (City or Town) (Postal Zip)

TO HAVE AND TO HOLD said tracts or parcels of land, with the appurtenances, estate, title, and interest thereto belonging to the said Grantees, their heirs, successors and assigns forever; and it does covenant with the said Grantees that it is lawfully seized and possessed of said land in fee simple, has a good right to convey it, and the same is unencumbered, except as otherwise set forth on attached Exhibit B, which is incorporated herein by this reference; and it does further covenant and bind itself, its successors and assigns, to warrant and forever defend the title to the said real property to the said Grantees, their heirs, successors and assigns, against the lawful claims of all persons claiming by, through or under the Grantor, but not otherwise.

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(s), this 22nd day of September, 1993.

SPRINGFIELD INSTITUTION FOR SAVINGS,
a Massachusetts mutual savings bank

By: _____
Title: Douglas A. Guyett
Vice President

STATE OF MASSACHUSETTS)
)
COUNTY OF Hampden)

1972 09/30 0101 03CHECK 6681.00

Before me, Michael E. Tucker a Notary Public in and for the State and County aforesaid, personally appeared Douglas A. Guyett with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the Vice President of the Springfield Institution for Savings, and that he/she as such Vice President, executed the foregoing instrument for the purpose therein contained, by signing the name of Springfield Institution for Savings by him/herself as Vice President.

Witness my hand and official seal at Springfield, Massachusetts, this 22nd day of September, 1993.

_____
Notary Public

My Commission Expires:

MY COMMISSION EXPIRES
OCTOBER 30, 1998

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

STATE OF ~~TENNESSEE~~ Massachusetts)
)
COUNTY OF ~~DAVIDSON~~ Hampden)

I, hereby swear or affirm that the actual consideration or value, whichever is greater, for this transaction is $1,800,000.

Douglas A. Goyett Affiant
Vice President

Subscribed and sworn to before me,
this the 22nd day of September 1993.

Notary Public

My Commission Expires:

MY COMMISSION EXPIRES
OCTOBER 30, 1998

H:\scs\linebspe.ded (September 21, 1993; 11:21am)

EXHIBIT "A"

Being three parcels of land in the First Civil District of Davidson County, Tennessee, being part of Lot Nos. 137 and 143 on the Plan of the Boyd Home Tract, as of record in Book 21, page 39, Register's Office for Davidson County, Tennessee, as shown on Survey of Alley, Young & Baumgartner, Inc., dated June 2, 1989, (File No. 89102) and being more particularly described as follows:

Parcel One

Being part of Lot No. 137 on the plan of Boyd Home Tract, as of record in Book 21, page 39, said Register's Office, located in the southeast quadrant of the intersection of West End Avenue and Eighteenth Avenue, South, and described as follows:

Said parcel fronts 115 feet on the southerly margin of West End Avenue and runs back between parallel lines with the easterly margin of Eighteenth Avenue, South, approximately 150.4 feet to the northerly margin of a 12-foot alley measuring 115 feet thereon.

Containing 17,250 square feet or 0.40 acre, more or less, by scale.

Parcel Two

Being part of Lot No. 137 on the plan of Boyd Home Tract, as of record in Book 21, page 39, said Register's Office, located in the northeast quadrant of the intersection of Broadway and Eighteenth Avenue, South, and described as follows:

Said parcel fronts 103.79 feet on the northerly margin of Broadway and runs back with the easterly margin of Eighteenth Avenue, South, 151.7 feet to the southerly margin of a 12-foot alley measuring 99.25 feet thereon and measuring 121.67 feet along the easterly line.

Containing 13,600 square feet or 0.31 acre, more or less, by scale.

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EXHIBIT "A" (continued)

Parcel Three

Being part of Lot No. 143 on the plan of the Boyd Home Tract, as of record in Book 21, page 39, said Register's Office, located on the southerly margin of Broadway and described as follows:

Said parcel fronts 108.21 feet on the southerly margin of Broadway, being 240.1 feet easterly of the easterly margin of Nineteenth Avenue, South, said parcel runs back 156.47 feet on the westerly line and 175.4 feet on the easterly line and measuring 104.2 feet on the rear line.

Containing 17,100 square feet or 0.39 acre, more or less by scale.

This is improved property including Midtown Plaza Office Building, 1717-1719 West End, and related parking garage whose street address is 1807 Broadway, Nashville, Tennessee 37203.

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Taxes for 1993: A lien, but not yet due and payable.

Terms and conditions of Lease Agreements by and between The Connecticut Mutual Life Insurance Company and Tennessee Valley Authority, of record in Book 4632, page 31, Book 5182, page 702, Book 5510, page 220, Book 5614, page 669, and in Book 6056, page 677, Register's Office for Davidson County, Tennessee.

Agreement with the City of Nashville, of record in Book 2596, page 411, Register's Office for Davidson County, Tennessee, providing and reciting certain violations of the zoning laws and agreeing between the 1717 Corporation, and its assigns, and the City of Nashville, that when, as and if, the land described therein was ever sold that the same must be sold as a whole and not as two separate tracts, as acquired by said Corporation.

Agreement and covenant of record in Book 2999, page 303, Register's Office for Davidson County, Tennessee, providing that a terrace and stairway built above the sidewalk grade and within the required setback from the street shall be maintained. Said agreement further provides that the portion of terrace and stairway falling within the required setback will be removed without cost to the public and at the owners expense when all of the structures on the same side of the street within said block are required to comply with the setback requirements of the zoning regulations.

Encroachments of the building and overhang onto 18th Avenue South and Alley No. 383, as shown on the Boundary and As-Built Survey by Alley, Young and Baumgartner, Inc., dated June 2, 1989.

NOTE: The acreage mentioned in the legal description is only for convenience in identifying the tract insured; it is not intended that this policy insure the amount of acreage.

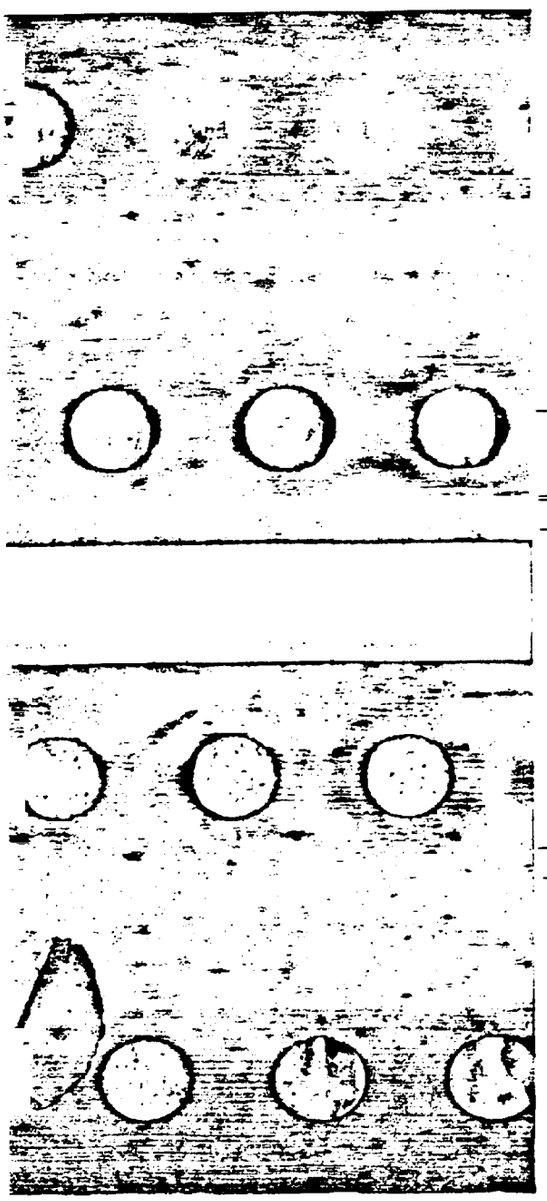
Lease Agreement between Midtown Plaza, Ltd., and the State of Tennessee, of record in Book 8205, page 655, Register's Office for Davidson County, Tennessee.

Lease Agreement between Springfield Institution for Savings and the State of Tennessee, of record in Book 8944, page 17, Register's Office for Davidson County, Tennessee.

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Exhibit "B"

68942
IDENTIFICATION REFERENCE
93 SEP 30 PM 3:15
REGISTER
DAVIDSON COUNTY, TN.



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

RECEIVED OF _____

FOR _____

BOOK 9099 PAGE 185

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 1800000.00
CON TX 6660.00
PRFEE 1.00
WDEED 20.00
TOTAL 6681.00
CHECK 6681.00

09/30/93 01 15:18 0001 1872

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

68942
IDENTIFICATION REFERENCE

93 SEP 30 PM 3:15
FELIX Z. WILSON, II REGISTER
DAVIDSON COUNTY, TN.

No. 704226