This Instrument Prepared By:
Douglas S. Hale
Hale and Hale Attorneys
312 First Tennessee Bank Building
Franklin, Tennessee 37064

NEW OWNER:
Tricoast Limited Partnership
a California Limited Partnership
2200 Avenue of the Stars, No. 604
Los Angeles, California 90067

SEND TAX BILL TO:
(same)

MAP & PARCEL:
Map Portion of
Parcel 130-16-66

STATE OF TENNESSEE
COUNTY OF WILLIAMSON

The actual consideration or value, whichever is greater, for this transfer is $330,000.00.

Jean A. Smith
AFFIANT

Sworn to and subscribed before me
this 14th day of October, 1993.

NOTARY PUBLIC

My Commission Expires: 3/27/97

DOUGLAS S. HALE NOTARY PUBLIC AT LARGE STATE OF TENN.

WARRANTY DEED

For and in consideration of the sum of Ten Dollars, cash in hand paid by the hereinafter named **GRANTEE**, and other good and valuable considerations, the receipt and sufficiency of which is hereby acknowledged, **HILLCREST HEIGHTS DEVELOPMENT CORP., a Tennessee corporation**, hereinafter called the **"GRANTOR"**, has bargained and sold and by these presents does transfer and convey unto **TRICOAST LIMITED PARTNERSHIP, a California Limited Partnership**, hereinafter called the **"GRANTEE"**, its successors and assigns, a certain tract or parcel of land in Davidson County, Tennessee, described as follows, to-wit:

Lot No. 3 on the Plan of Hillcrest Heights Subdivision recorded in Plat Book 7900, page 449, Register's Office for Davidson County, Tennessee.

Being part of the same property conveyed to Hillcrest Heights Development Corp., by Quitclaim Deed of record in Book 8690, page 330, Register's Office for Davidson County, Tennessee.

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to said GRANTEE, its successors and assigns, forever;

AND GRANTOR does covenant with the said GRANTEE 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 follows:

1. All matters appearing on the Plans of Hillcrest Heights Subdivision of record in Plat Book 7900, page 449, Register's Office for Davidson County, Tennessee.

2. (Homeowner enabling documents to be recorded);

3. Current real estate taxes;

4. Local zoning ordinances and subdivision regulations.

AND GRANTOR DOES FURTHER covenant and bind itself, its successors and assigns, to warrant and forever defend the title to the said land to the said GRANTEE, its successors and assigns, against the lawful claims of all persons whomsoever.

This unimproved property is known as Lot #3, Hillcrest Heights, City of Forrest Hills, Tennessee.

WITNESS, our hands this 14th day of October, 1993, in Franklin, Tennessee.

HILLCREST HEIGHTS DEVELOPMENT CORP.

BY: _____
Richard A. Osias, President

STATE OF TENNESSEE
COUNTY OF WILLIAMSON

Before me, a Notary Public in and for said State and County, duly commissioned and qualified, personally appeared Richard A. Osias, 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 of Hillcrest Heights Development Corp., a Tennessee corporation, the within bargainor, 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 such President.

Witness my hand and seal, this 14th day of October, 1993.

_____
Notary Public

My commission expires: November 1994

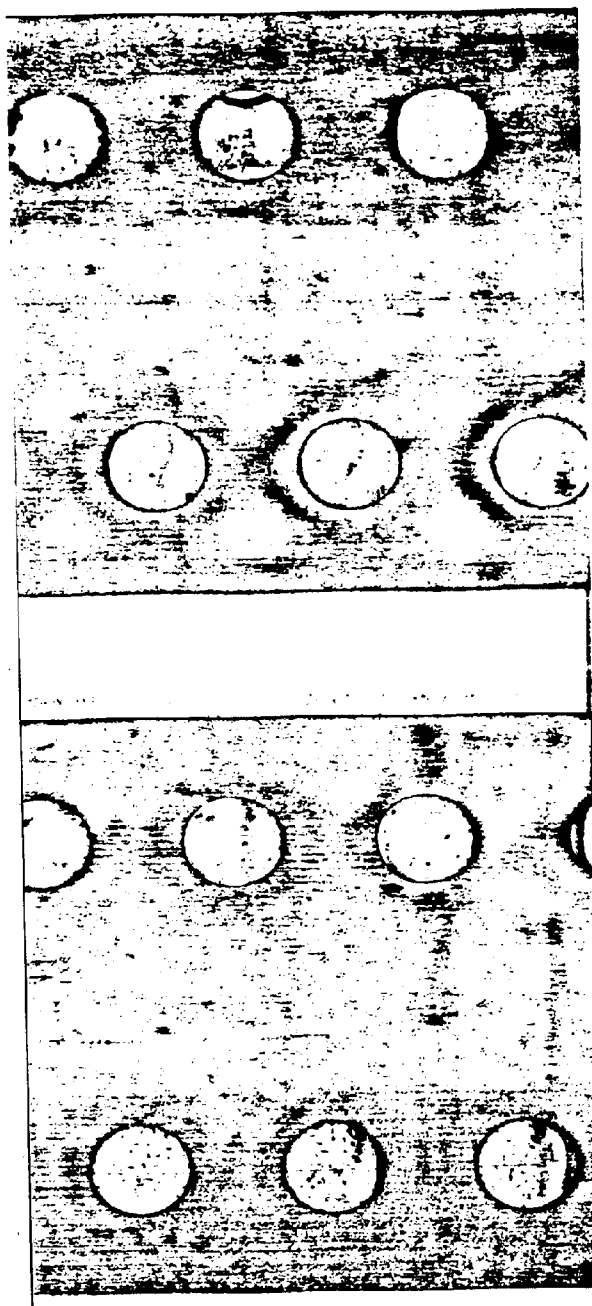
NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

74466
IDENTIF. & REFERENCE

93 OCT 15 AM 10:25
REGISTER
COUNTY, TN.

MAIL ENV.

2258 10/15 0101 03CHECK 1230.00



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

RECEIVED OF _____

FOR _____

BOOK 9116 PAGE 203

CO - CONVEYANCE
MO - MORTGAGE
WD - WARRANTY DEED
TD - TRUST DEED

CC - CERTIFIED COPY
REL - RELEASE
UCC - UNIFORM COMMERCIAL CODE

MISC - MISCELLANEOUS
CO TX - STATE TAX CONVEY
MO TX - STATE TAX MORT
PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID
			CAMT	
				330000.00
			CON TX	1221.00
			PRFEE	1.00
			WDEED	8.00
			TOTAL	1230.00
			CHECK	1230.00
10/15/93	01		10:26 0001	2258

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

74466
IDENTIF. # REFERENCE

93 OCT 15 AM 10: 25

REGISTER'S OFFICE
DAVIDSON COUNTY, TN

No. 710117