FROM: Stephen C. Baker, Successor Trustee

TO: Barrett B. Sutton, Jr., Trustee

Address New Owner as follows:	Send Tax Bills to:	Map-Parcel No.
Barrett B. Sutton, Jr., Trustee c/o Continental Property Management, Inc. 511 Union Street, Suite 2350 Nashville, Tennessee 37219	(same)	Map 107-13 Parcels 126 & 155

This instrument prepared by: Waller Lansden Dortch & Davis, 511 Union Street, Suite 2100, Nashville, Tennessee 37219-1760

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $2,225,000.00.

Affiant

Subscribed and sworn to before me, this the 17 day of November, 1993.

NOTARY PUBLIC
AT LARGE
Douglas A. Brace
My Commission Expires
March 26, 1994
STATE OF TENNESSEE

Notary Public

My Comm. Expires:

SUCCESSOR TRUSTEE'S DEED

WHEREAS, by Multifamily Deed of Trust, Assignment of Rents and Security Agreement dated June 24, 1986, of record in Book 6895, page 820, Register's Office for Davidson County, Tennessee, hereinafter referred to as "Deed of Trust", Woodhaven, Ltd., a Tennessee Limited Partnership, conveyed to David H. Katz, Trustee, the hereinafter described real estate, hereinafter referred to as "Property" and the hereinafter described fixtures and personal property ("Personalty"), to secure an indebtedness evidenced by a note of even date therewith, which note is fully described in the Deed of Trust, hereinafter referred to as the "Note"; and

WHEREAS, default occurred in the payment of the Note, and in accordance with the terms of the Note and Deed of Trust, the holder thereof declared the entire indebtedness due and owing; and

WHEREAS, the lawful owner and holder of the indebtedness, by the terms of a certain instrument of record in Book 9062, page 155, Register's Office for Davidson County, Tennessee, appointed Stephen C. Baker, Successor Trustee, in the place and stead of Connie M. Conkwright, Successor Trustee to David M. Katz, Trustee pursuant to instrument of record in Book 8711, page 591, said Register's Office;

WHEREAS, the owner and holder of the indebtedness directed Stephen C. Baker, Successor Trustee, to sell the Property, and in accordance with the terms thereof, and pursuant to said direction, Stephen C. Baker, Successor Trustee, did advertise the Property for sale as provided in the Deed of Trust and Note, and the Property was advertised to be sold at 12:00 noon, on Tuesday, November 16, 1993, at the front door of the Courthouse, in Nashville, Davidson County, Tennessee, at public auction, to the highest bidder for cash and free from homestead exemption in and equitable and statutory redemption of the Property, and all right of dower, curtesy, and all other exemptions of every kind, all of which are expressly waived in the Deed of Trust; and the advertisement of sale was duly published in THE NASHVILLE

RECORD, a newspaper of general circulation in Davidson County, Tennessee, on October 21, 28, and November 4, 1993; and

WHEREAS, at the time and place of said sale, and upon the Property being offered under the terms hereinabove set forth, Barrett B. Sutton, Jr., Trustee, was the highest and best bidder;

NOW, THEREFORE, the undersigned, Stephen C. Baker, Successor Trustee, pursuant to the bid of Barrett B. Sutton, Jr., Trustee, acknowledges receipt of the sum of Two Million Two Hundred Twenty-Five Thousand and No/100 Dollars ($2,225,000.00), which was the highest bid, and for and in consideration of said bid, has bargained and sold, and by these presents does hereby transfer and convey unto Barrett B. Sutton, Jr., Trustee, with full power, authority, and right to sell, mortgage, lease, rent and convey by Deed, or otherwise, all or any part of the Property without the joinder of any beneficial owner thereof, his successors in trust and assigns, the following described real estate in Davidson County, Tennessee:

A tract of and in the 1st, formerly the 3rd, Civil District, Nashville, Davidson County, Tennessee, being part of Lot No. 17 of the Map of Subdivision of H. W. Williams' land as of record in Book 547, page 63, in the Register's Office of said County; also part of another tract containing 10.20 acres, more or less, more particularly described according to a survey prepared by Barge, Waggoner, Sumner and Cannon, dated August 12, 1981, as revised, as follows:

Beginning at a point on the northwesterly margin of Patricia Drive, being the southeast corner of Lot No. 10 of the Plan of Patricia Heights, Section 1, as of record in Book 2331, page 130, said Register's Office; thence, with the westerly margin of Patricia Drive, S 23 deg. 54' 56" W, 98.22 feet to a concrete monument; thence, with a curve to the left having a central angle of 28 deg. 29' a radius of 526.52 feet, a distance of 261.75 feet; thence, S 04 deg. 34' 04" E, 143.09 feet; thence, S 04 deg. 08' E, 460.47 feet to a concrete monument; thence, with a curve to the right having a central angle of 85 deg. 22', a radius of 25.00 feet, a distance of 37.25 feet to a point in the north margin of Thompson Place; thence, with Thompson Place, S 81 deg. 14' 17" W, 401.87 feet; thence, with a curve to the left having a central angle of 01 deg. 23', a radius of 2,889.79 feet, a distance of 69.67 feet; thence, leaving Thompson Place, N 14 deg. 54" W, 167.15 feet to a fence corner; thence, continuing with a fence, S 73 deg. 06' W, 161.50 feet to a point; thence N 01 deg. 45' 34" W, 692.29 feet to a concrete monument; thence, with an old fence line, N 59 deg. 15' 09" E, 759.83 feet; thence, S 31 deg. 36' E, 174.66 feet to the point of beginning, containing 14.74 acres, more or less.

Being the same property conveyed to Woodhaven, Ltd., a Tennessee Limited Partnership by deed from Robert E. Baker, Trustee for Glenview Joint Venture, a Tennessee Partnership for a specific purpose, of record in Book 6370, page 35, said Register's Office.

Together with all of Federal Home Loan Mortgage Corporation's interest in and to all fixtures, machinery, equipment, engines, boilers, incinerators, building materials, appliances and goods of every nature whatsoever located in, or on, or used, or intended to be used in connection with the above-described property, including, but not limited to, those for the purposes of supplying or distributing heating, cooling, electricity, gas, water, air and light; and all elevators, and related machinery and equipment, fire prevention and extinguishing apparatus, plumbing, bath tubs, water

heaters, water closets, sinks, ranges, stoves, refrigerators, dishwashers, disposals, washers, dryers, awnings, storm windows, storm doors, screens, blinds, shades, curtains and curtain rods, mirrors, cabinets, panelling, rugs, attached floor coverings, furniture, pictures, antennas, trees and plants and any other items of personal property owned by Woodhaven, Ltd., a Tennessee Limited Partnership and used in connection with the operation thereof.

TO HAVE AND TO HOLD the Property, with the appurtenances, estate, title and interest thereto and the Personalty belonging to Barrett B. Sutton, Jr., Trustee, his successors in trust and assigns, forever; and Stephen C. Baker, Successor Trustee, does hereby transfer, assign and set over unto Barrett B. Sutton, Jr., Trustee, his successors in trust and assigns all of his right, title and interest in the said property as Successor Trustee, but not further or otherwise.

IN WITNESS WHEREOF, the said Stephen C. Baker, Successor Trustee, has executed this instrument on this the 17th day of November, 1993.

Stephen C Baker, Successor Trustee

Stephen C. Baker, Successor Trustee

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named Stephen C. Baker, Successor Trustee, the bargainor, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged that he executed the within instrument for the purposes therein contained.

Witness my hand and seal, at office in Nashville, Tennessee, this the 17th day of November, 1993.

Carol R. [illegible]
NOTARY PUBLIC

NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

My Commission Expires: 1/25/97

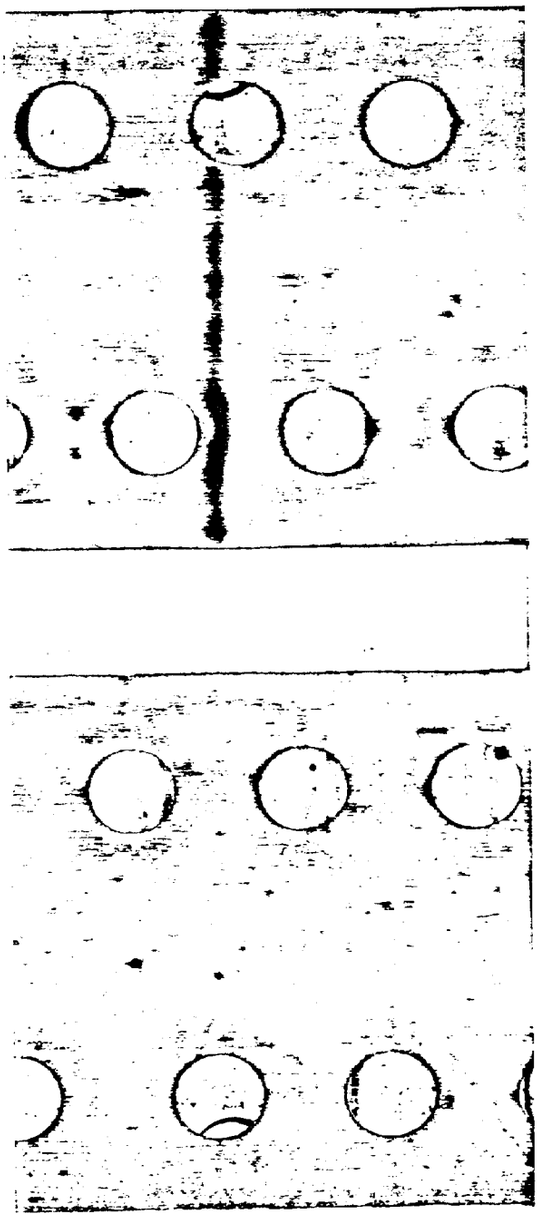
06985
IDENTIFICATION REFERENCE

93 NOV 17 PM 3:21
REGISTER
DAVIDSON COUNTY, TN.

PICK-UP

9725 11/17 0101 03CHECK 8245.50

100340FE
10082312



OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 9155 PAGE 552

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	
				2225000.00
			CON TX	8232.50
			PRFEE	1.00
			WDEED	12.00
			TOTAL	8245.50
			CHECK	8245.50
11/17/93	01		15:22 0001	9725

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

86985
IDENTIFICATION REFERENCE

93 NOV 17 PM 3:21
FELIX Z. WILSON, REGISTER
DAVIDSON COUNTY, TN.

No. 723487