BOOK 9297 PG 124

SPECIAL WARRANTY DEED

FROM: THIRD NATIONAL BANK IN NASHVILLE, Grantor

TO: RPR PARTNERS, a Tennessee general partnership, Grantee

This instrument was prepared by:
William B. Drescher
Farris, Warfield & Kanaday
Seventeenth Floor
Third National Bank Building
Nashville, Tennessee 37219

Address New Owner(s) as Follows:

4515 Harding Road
Nashville, TN 37205

Name and Address of the Person or Entity Responsible for the Payment of Real Property Taxes

Owner

Map-Parcel Numbers

117-15-157

Field Book Numbers

16DA-23660

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is Eight Hundred Thirty One Thousand Six Hundred Sixty Seven and No/100 Dollars ($831,667.00).

Affiant

SUBSCRIBED AND SWORN TO before me, this the 31st day of March, 1994.

Notary Public

NOTARY PUBLIC DAVIDSON COUNTY, TENN.

My Commission Expires: 9/16/95

FOR AND IN CONSIDERATION OF the sum of Eight Hundred Thirty One Thousand Six Hundred Sixty Seven and No/100 Dollars ($831,667.00), the receipt and sufficiency of which are hereby acknowledged, THIRD NATIONAL BANK IN NASHVILLE, Trustee (the "Grantor") has bargained and sold, and by these presents does transfer and convey unto RPR PARTNERS, a Tennessee general partnership, (the "Grantee"), its successors and assigns a certain tract or parcel of land in Davidson County, State of Tennessee, more particularly described on Exhibit A attached hereto and incorporated herein by this reference (the "Property").

The Property is improved property known as 2019 Richard Jones Road, Nashville, Tennessee 37219.

This conveyance is expressly made subject to the following matters:

1. Real Property Taxes for 1994 and subsequent years.

2. Plan of record in Book 5060, page 104, Register's Office for Davidson County, Tennessee.

3. Lease Agreement between Schatten Properties as agent for lessors and Union Planters Bank as lessee, of record in Book 9123, page 623, said Register's Office.

4. Matters shown on survey dated March 24, 1994, made by R. Scott Cherry, R.L.S.

TO HAVE AND TO HOLD the Property with the appurtenances, estate, title and interest thereto belonging to the Grantee, its successors and assigns forever.

And Grantor does covenant with the Grantee that Grantor is lawfully seized and possessed of the Property in fee simple and Grantor has a good right to convey the Property.

And, except as to those matters set forth above, to which this conveyance is expressly made subject, Grantor does further covenant and bind Grantor, and any successor Trustee to warrant and forever defend the title to the Property to the Grantee, its successors and assigns against the lawful claims of all persons whomsoever claiming by, through or under Grantor, but not further or otherwise.

Witness my hand this 31st day of March, 1994.

THIRD NATIONAL BANK IN NASHVILLE,
Trustee

By: Gray Potter

Title: assistant V.P. + Trust Officer

Attest: Linda P. Ross

Title: Assistant V.P. + Trust Real Estate Officer

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, Norman Ray, a Notary Public of said County and State, personally appeared Gray Potter and David P Rogers, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged themselves to be Assist VP & Trust Officer and Assist. VP & Trust Real Estate Officer, respectively (or other officer authorized to execute the instrument) of THIRD NATIONAL BANK IN NASHVILLE, the within named bargainor, a national banking association, and that they, as such Assist. VP & Trust Officer and Asst. VP, Trust Real Estate officer executed the foregoing instrument for the purposes therein contained, by signing the name of the national banking association by themselves as Assist. VP & Trust Officer and Assist. VP & trust real estate officer.

Witness my hand and seal, at Office in Nashville, this 31st day of March, 1994.

NORMAN RAY NOTARY PUBLIC DAVIDSON COUNTY, TENN.

Norman Ray
Notary Public

My Commission Expires: 5/16/95

8595 03/31 0101 03CHECK 3094.29

EXHIBIT A

Property Description

Being a tract of land lying in Nashville, Davidson County, Tennessee and being the reserve parcel on the subdivision of Royal Arms Commercial Park as of record in Plat Book 5060, Page 104 and being the Third National Bank in Nashville, Trustee property as of record in Deed Book 9124, page 126 and being bounded on the north by the south right-of-way of Richard Jones Road, on the east and south by the Lewis D. Pride, et al. (Royal Arms Apartments) property as of record in Deed Book 3707, Page 455, and on the south and west by Lot One on the Subdivision of Royal Arms Commercial Park, and being more particularly described according to an ALTA/ACSM As-Built Survey dated March 24, 1994 by R. Scot Cherry, R.L.S. #1512 as follows:

Beginning at a concrete monument at the intersection of the east line of Lot One on the Subdivision of Royal Arms Commercial Park and the south right-of-way of Richard Jones Road;

Thence with the south right-of-way of Richard Jones Road south 88 degrees 53 minutes 00 seconds east, 134.80 feet to an iron rod at a corner common with Lewis D. Pride (Royal Arms Apartments);

Thence with Lewis D. Pride south 01 degree 37 minutes 00 seconds west, 249.98 feet to a railroad spike;

Thence continuing with Pride north 88 degrees 53 minutes 00 seconds west, passing an iron rod at a corner of Lot One at 104.85 feet, a total of 129.09 feet to an iron rod in the east line of Lot One.

Thence with the east line of Lot One north 00 degrees 18 minutes 30 seconds east, 250.00 feet to the point of beginning.

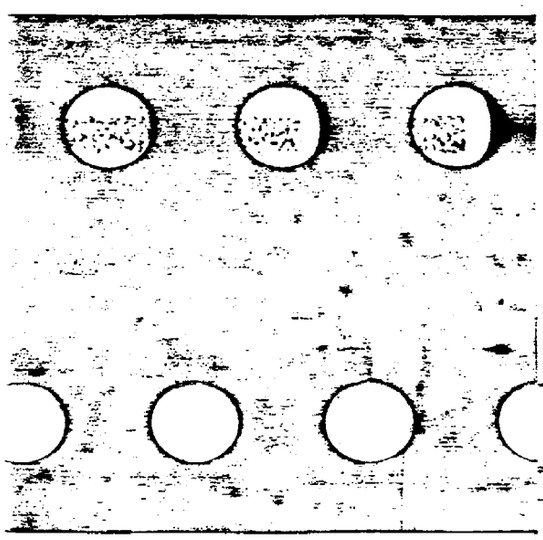
Containing 32,982 square feet (0.757 acres more or less).

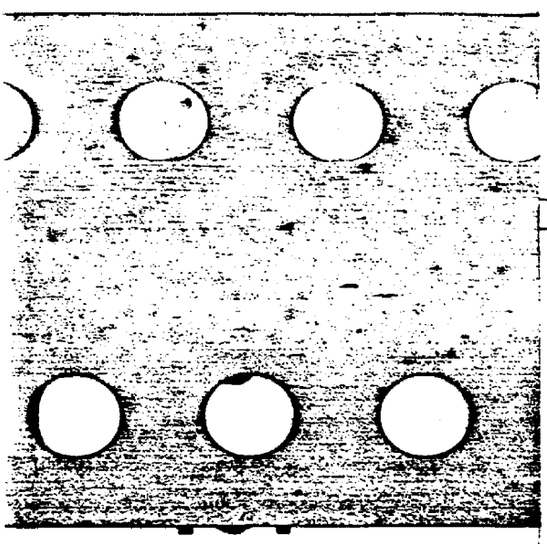
Being the same property conveyed to Third National Bank in Nashville, Trustee, by Successor Trustee's Deed from William B. Drescher, Successor Trustee of record in Book 9124, Page 126, said Register's Office.

The description herein from survey made by
CHERRY LAND SURVEYING RLS 1512
700 CRAIGHEAD STREET
SUITE 305
NASHVILLE, TN 37204

94 MAR 31 PM 4:10
REGISTER
DAVIDSON COUNTY, TN.

34013
IDENTIFICATION REFERENCE





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

RECEIVED OF _____

FOR _____

BOOK 9297 PG 128

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
831667.00
CON TX 3077.29
PRFEE 1.00
WDEED 16.00
TOTAL 3094.29
CHECK 3094.29
03/31/94 01 16:11 0001 8595

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

34013
IDENTIF. REFERENCE

94 MAR 31 PM 1:10
FELIX Z. WILSON, II REGISTER
DAVIDSON COUNTY, TN.

No. 773867