FILE NO. 32358

FILE BOX "7"

FILE BK. 7

BOOK 9344 PAGE 142

FORM NO. WD-1

STATE OF TENNESSEE
COUNTY OF DAVIDSON

THE ACTUAL CONSIDERATION OR VALUE, WHICHEVER IS GREATER, FOR THIS TRANSFER IS $ 765,000.00

Affiant

SUBSCRIBED AND SWORN TO BEFORE ME, THIS THE 12th DAY OF MAY 19 94

Notary Public

MY COMMISSION EXPIRES: 1/22/95
(AFFIX SEAL)

ALAN L. SATURN NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

THIS INSTRUMENT WAS PREPARED BY
SATURN & MAZER, Attorneys, 212 Third Avenue, North, Nashville, Tennessee 37201
NAME ADDRESS

ADDRESS NEW OWNER (S) AS FOLLOWS:	SEND TAX BILLS TO:	MAP-PARCEL NUMBERS
SPRING RIDGE JOINT VENTURE (NAME)	S A M E (NAME)	147-12-70
2412 OAKLAND AVE (STREET ADDRESS OR ROUTE NUMBER)	(NAME)	5DU 45660
NASHVILLE, TN. 37212 (CITY) (STATE) (P.O. ZIP)	(STREET ADDRESS) (CITY) (STATE) (ZIP)	

FOR AND IN CONSIDERATION OF THE SUM OF TEN DOLLARS, CASH IN HAND PAID BY THE HEREINAFTER NAMED GRANTEES, AND OTHER GOOD AND VALUABLE CONSIDERATIONS, THE RECEIPT OF WHICH IS HEREBY ACKNOWLEDGED, WE, SPRING RIDGE APARTMENTS, L.P., A Tennessee Limited Partnership,

HEREINAFTER CALLED THE GRANTORS, HAVE BARGAINED AND SOLD, AND BY THESE PRESENTS DO TRANSFER AND CONVEY UNTO SPRING RIDGE JOINT VENTURE, A Tennessee Joint Venture,

HEREINAFTER CALLED THE GRANTEES, THEIR HEIRS AND ASSIGNS, A CERTAIN TRACT OR PARCEL OF LAND IN DAVIDSON COUNTY, STATE OF TENNESSEE, DESCRIBED AS FOLLOWS: TO-WIT:

LAND in the 5th Civil District of Davidson County, Tennessee being a part of Lot No. 2 on the Plan of Tom C. Lamb Subdivision, of record in Book 4060, Page 130, Register's Office for said county, described as follows:

BEGINNING at a point in the southerly margin of Haywood Lane, the common corner of Lots Nos. 1 and 2, said point also being 235.03 feet east of the easterly margin of an unnamed street; thence S11° 59' East 152.0 feet; thence S73° 25' West 104.59 feet; thence S20° 35' 20" East 85.17 feet; thence S26° 22' East 258.33 feet; thence N63° 38' East 65 feet; thence S26° 22' East 151.00 feet; thence N63° 38' East 162.00 feet; thence N12° 51' 30" West 291.77 feet; thence N89° 24' West 180.00 feet; thence N11° 59' West 250 feet; thence 50.04 feet along the southerly margin of Haywood Lane to the point of beginning.

BEING the same property conveyed to SPRING RIDGE APARTMENTS, L.P., by deed from C. Hugh Hicks and wife, Rhonda R. Hicks of record in Book 8802, page 501, Register's Office for Davidson County, Tennessee.

THE CERTIFICATE OF LIMITED PARTNERSHIP OF RECORD IN BOOK 8802, PAGES 497-500, DISCLOSES THAT THE GENERAL PARTNERS ARE SKY SPORTS, INC., A TENNESSEE CORPORATION AND CROWE, PROCTOR CORPORATION, A TENNESSEE CORPORATION IN GOOD STANDING ON THE DATE OF THIS INSTRUMENT.

This is unimproved ( ) improved (X) property, known as Spring Ridge Apartments, 383 Haywood Lane, Nashville, Tennessee 37211
(House Number) (Street) (P.O. Address) (City or Town) (Postal Zip)

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said GRANTEES, their heirs and assigns, forever; and we do covenant with the said GRANTEES that we are lawfully seized and possessed of said land in fee simple, have a good right to convey it, and the same is unencumbered, unless otherwise herein set out; and we do further covenant and bind ourselves, our heirs and representatives, to warrant and forever defend the title to the said land to the said GRANTEES, their heirs and assigns, against the lawful claims of all persons whomsoever. 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 its hand this 12th day of May, 19 94

SPRING RIDGE APARTMENTS, L.P.

By: SKY SPORTS, INC., General Partner

By: JOHN R. CHEADLE, JR., President

By: CROWE PROCTOR CORPORATION, General Partner

By: G. NELSON CROWE, President

STATE OF TENNESSEE }
Davidson County }

BOOK 9344 PAGE 143

Personally appeared before me, _____, a Notary Public in and for said County and State, the within named _____

the bargainor_____, with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence) and who acknowledged that _____executed the within instrument for the purposes therein contained.

Witness my hand and official seal at _____, Tennessee, this _____ day of _____, 19____.

5701 05/13 0101 03CHECK 2839.50

_____Notary Public

Commission Expires_____

STATE OF TENNESSEE }
Davidson County }

Before me, THE UNDERSIGNED a Notary Public in and for the State and County aforesaid, personally appeared JOHN R. CHEADLE, JR.

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 President of the SKY SPORTS, INC., a corporation, and that he as such President, executed the foregoing instrument for the purpose therein contained, by signing the name of the corporation by himself as President, said corporation being a General Partner *.

Witness my hand and official seal at Nashville Tennessee, this 12th day of May, 19 94

Notary Public

Commission Expires 1/22/95

*of SPRING RIDGE APARTMENTS, L.P.

ALAN L. SATURN NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

WARRANTY DEED

FROM

TO

94 MAY 13 AM 10:09

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

IDENTIFICATION REFERENCE

49735

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

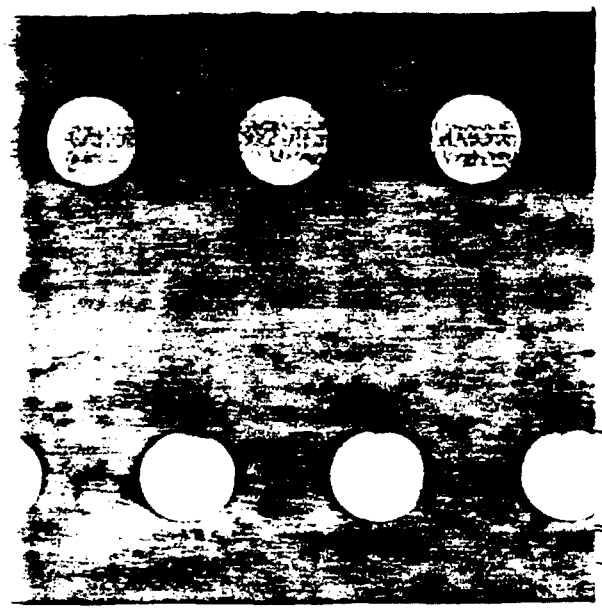
Before me, THE UNDERSIGNED, a Notary Public in and for the State and County aforesaid, personally appeared G. NELSON CROWE, with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the President of CROWE PROCTOR CORPORATION, a Tennessee Corporation, and that he as such President executed the foregoing instrument for the purpose therein contained, by signing the name of the corporation by himself as President, said corporation being a General Partner of SPRING RIDGE APARTMENTS, L.P.

WITNESS my hand and official seal at Nashville, Tennessee, this the 12th day of May, 1994.

ALAN L. SATURN NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

NOTARY PUBLIC

My Commission Expires 1/22/95



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

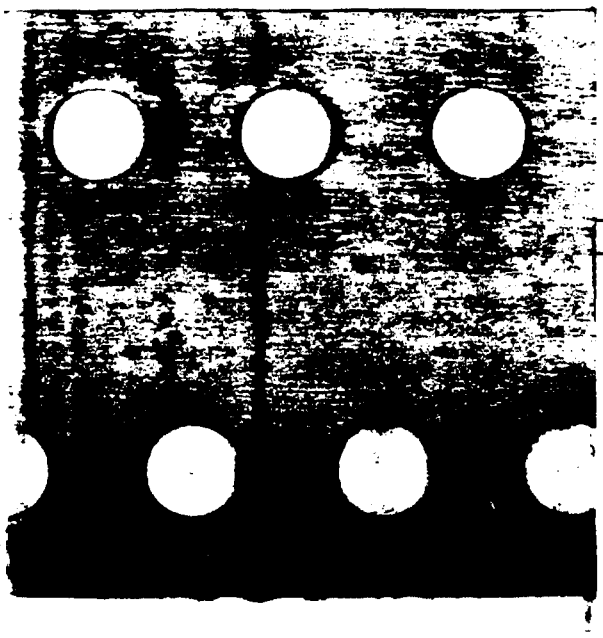
RECEIVED OF _____

FOR _____ BOOK 9344 PAGE 144

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
765000.00
CON TX 2830.50
PRFEE 1.00
WDEED 8.00
TOTAL 2839.50
CHECK 2839.50
05/13/94 01 10:08 0001 5701



RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

49735
IDENTIF. & REFERENCE

94 MAY 13 AM 10: 09
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 790735