FILE BOX 57

This instrument prepared by
Thomas C. Scott
TUNE, ENTREKIN & WHITE
21st Floor, First American Center
Nashville, Tennessee 37238-0091

BOOK 9344 PAGE 179

SPECIAL WARRANTY DEED

Address New Owner	Send Tax Bills To	Map-Parcel Number(s)
James W. Ayers P.O. Box 10 Parsons, TN 38363	Same	Map 93-13, Parcel 253

FOR AND IN CONSIDERATION of the sum of Ten Dollars ($10.00), cash in had paid by the hereinafter named Grantee, and other good and valuable consideration, the receipt of which is hereby acknowledged, **RCM INTERESTS, L.P.**, a limited partnership (formerly RCM Interests),(hereinafter collectively called "Grantor") has bargained and sold, and by these presents does transfer and convey unto **JAMES W. AYERS** (hereinafter called "Grantee") Grantee's heirs, successors and assigns, certain real property (the "Property") lying and being situated in the County of Davidson, State of Tennessee, described on Exhibit "A" which is attached hereto and incorporated herein by reference.

This conveyance is subject to the following:

1. Taxes for 1994 which have been prorated and are assumed by the Grantee.

2. Memorandum of Lease and Collateral Assignment of Lease of record in Book 7906, page 939, Register's Office for Davidson County, Tennessee as modified by Release of Collateral Assignment of Lease of record in Book 9344, page 178, Register's Office for Davidson Tennessee.

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

AND THE 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 set forth above.

AND THE 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 claiming by, through or under the Grantor but not further.

[redacted]

IN WITNESS WHEREOF, the Grantor has caused this instrument to be executed on this 12th day of May, 1994.

RCM INTERESTS, L.P.
(formerly RCM Interests)

By: Robert C.H. Mathews III
Title: General Partner

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, a Notary Public in and for said County and State, the personally appeared Robert C.H. Mathews, III, with whom I am personally acquainted (or proved to me on the basis of satisfactory evendence), and who, upon oath, acknowledged himself to be a general partner of **RCM INTERESTS, L.P. (fomerly RCM INTERESTS)**, the bargainor, a limited partnership, and that he as such general artner executed the foregoing instrument for the purposes therein contained by signing the name of the limited partnership by himself as such general partner.

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

Danielle B. Smith
Notary Public

My Commission Expires: 3-25-95

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $2,600,000.00.

James W. Cheek
Affiant

Sworn to and subscribed before me this 12th day of May 1994.

Danielle B. Smith
Notary Public

My Commission Expires: 3-25-95

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EXHIBIT A

BOOK 9344 PAGE 181

Being a parcel of land in Nashville, First Civil District, Eighteenth Councilmanic District, Davidson County, Tennessee, located in the southwesterly quadrant of the intersection of Music Circle East and Music Circle North, being a part of Lot Nos. 24 and 25 as shown on the plan of Sigler's Addition as of record in Plan Book 1, page 4, Chancery Court, Davidson County, Tennessee, and being more particularly described according to a survey by Barge, Waggoner, Sumner & Cannon dated April 1, 1994 as follows:

Beginning at a point in the southerly right-of-way line of Music Circle North, said point being westerly 135 feet more or less from the centerline of Music Circle East;

Thence, with said right-of-way line S 81° 59' 35" E, 100.00 feet to a point;

5708 05/13 0101 03CHECK 9633.00

Thence, continuing with said right-of-way line with a curve to the right 15.94 feet to a point in the westerly right-of-way line of Music Circle East, said curve having a central angle of 91° 20' 00", a radius of 10.00 feet, a tangent of 10.24 feet, and a chord of S 36° 21' 00" E, 14.31 feet;

Thence, with said right-of-way line S 09° 19' 00" W, 188.27 feet to a point;

Thence, continuing with said right-of-way line with a curve to the right 10.29 feet to a point in the northerly right-of-way line of Alley No. 423; said curve having a central angle of 89° 40' 00", a radius of 6.65 feet, a tangent of 6.50 feet and a chord of S 53° 39' 00" W, 9.29 feet;

Thence, with said right-of-way line N 82° 01' 47" W, 100.00 feet to a point;

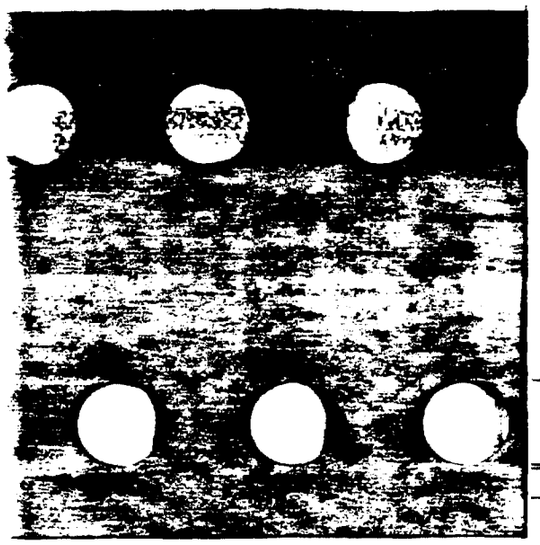
Thence, leaving said right-of-way line with the easterly line of property conveyed to Robert D. Fulcher III, Trustee, by deed of record in Book 6451, Page 137, R.O.D.C., N 08° 16' 18" E, 205.01 feet to the point of beginning.

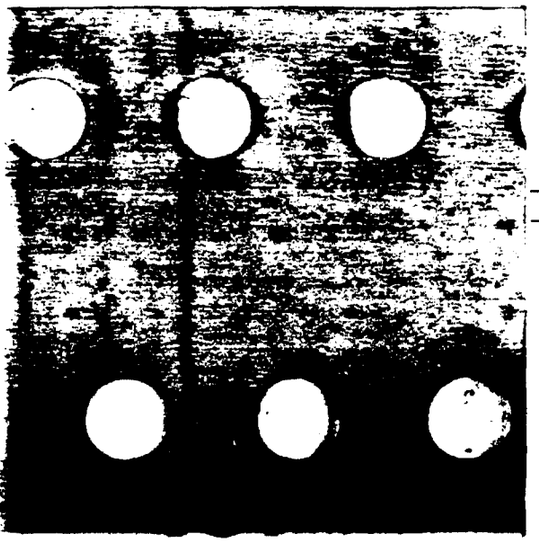
Containing 22,181 square feet or 0.51 acre more or less.

Being property conveyed to RCM Interests, a limited partnership by deed of record in Book 7906, page 916, R.O.D.C.

94 MAY 13 AM 10: 15
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

49742
IDENTIF. & REFERENCE





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

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RECEIVED OF _____

FOR _____

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
2600000.00
CON TX 9620.00
PRFEE 1.00
WDEED 12.00
TOTAL 9633.00
CHECK 9633.00

05/13/94 01 10:15 0001 5708

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

49742
IDENTIF. & REFERENCE

94 MAY 13 AM 10: 15
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 790742