BOOK 9359 PAGE 969

This instrument prepared by:
SHERRARD & ROE (JHR) BOX 62
424 Church Street, Suite 2000
Nashville, Tennessee 37219

SPECIAL WARRANTY DEED

Address New Owner(s):	Send Tax Bills To:	Map/Parcel Nos.
Elm Hill Development Corporation 403 Granny White Pike Brentwood, Tennessee 37027	Same	Map 82-15 Parcel 4

FOR AND IN CONSIDERATION of the sum of Thirty Thousand Dollars ($30,000.00) cash in hand paid and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, TATG, Inc., a Tennessee corporation, (hereinafter referred to as the "Grantor"), does hereby transfer and convey unto Elm Hill Development Corporation, a Tennessee corporation, (hereinafter referred to as the "Grantee"), certain real estate being certain tracts or parcels of land in the County of Davidson, State of Tennessee and more particularly described on Exhibit "A" attached hereto and incorporated herein by this reference.

TO HAVE AND TO HOLD said real property with the appurtenances, estate, title, and interest thereto belonging to the said Grantee, and the Grantee's heirs, successors and assigns forever. Grantor covenants that it is lawfully seized of the real estate in fee simple, has a good right to convey it, and that the same is unencumbered, except for the following Permitted Exceptions:

1. Taxes for 1994 and subsequent years.
2. Subject to applicable zoning and building requirements and all visible easements and encroachments.
3. Right of State of Tennessee to perform necessary maintenance of the slopes adjoining controlled access highway, of record in Book 3952, pages 907 and 919, Register's Office, Davidson County, Tennessee.
4. Matters shown in the Plan of record in Book 5200, page 72, Register's Office, Davidson County, Tennessee.
5. Concrete sidewalk encroachment along easterly margin of North Second Street cul-de-sac as shown on survey of Barge, Waggoner, Sumner and Cannon dated March 20, 1973.
6. A chain link fence near the northerly property line extends into the uncut alley right-of-way as shown on a survey prepared by John Kohl and Company, P. C. dated March 7, 1988.

Excepting only the Permitted Exceptions, Grantor further covenants and binds itself, it successors and representatives, to warrant and forever defend the title to the Property to the

Grantee and to the Grantee's heirs, successors, and assigns against the lawful claims of all persons claiming by, through, or under Grantor, but not further or otherwise.

IN TESTIMONY WHEREOF, GRANTOR, by its duly authorized officer, has executed this deed on the 27 day of May, 1994.

TATG, INC.

By: Carl A. Gardner
Carl A. Gardner, President

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Before me, a Notary Public of the State and County aforesaid, personally appeared CARL A. GARDNER, 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 TATG, Inc., the within named bargainor, a corporation, and that he as such President, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as such President.

WITNESS my hand and seal at office in Nashville, Tennessee, this 21st day of May, 1994.

Karen W Vaughan
Notary Public

My Commission Expires:

5-15-95

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

The actual consideration for this transfer of property is $30,000.00 and no other monetary consideration.

Carl A Gardner
AFFIANT

Sworn to and subscribed before me this 21st day of May, 1994.

Karen W Vaughan
Notary Public

My Commission Expires:

5-15-95

EXHIBIT "A"

Land in the First Civil District of Nashville, Davidson County, Tennessee and being Lot Nos. 95, 96, 97 and part of Lot Nos. 94, 98 and 99, as shown on the Plan of Shelby's First Addition to Edgefield, as recorded in Plat Book 12, page 524, Register's Office for said County, and more particularly described as follows:

BEGINNING at a lead point in a concrete walk at the northeast corner of North Second Street and Howerton Street; thence along the easterly right-of-way of North Second Street N 25 degrees 03' 54" W, 106.92 feet to a lead point in a concrete walk; thence along a curve to the right, having a radius of 18.5',a distance of 16.32 feet to a point; thence along a curve to the left, having a radius of 50 feet, a distance of 96.51 feet to a lead point in a concrete walk; thence N 25 degrees 45' 55" W, 6.82 feet to an iron pin in the southerly margin of Metro Alley No. 255 (now closed); thence along said alley margin N 64 degrees 46' 06" E 227.33 feet to an iron pin set in the westerly right-of-way of Interstate 65; thence along said Interstate 65 right-of-way S 51 degrees 15'52" E., 90.15 feet to a concrete highway monument; thence continuing along said Interstate 65 right-of-way S 26 degrees 31'39" E. 128.98 feet to a concrete highway monument in the northerly right-of-way of Howerton Street; thence along the said northerly right-of-way of Howerton Street; S 64 degrees 46'06" W. 270.29 feet to the point of beginning and containing 1.22 acres, more or less.

Being the same property conveyed to TATG, Inc., a Tennessee corporation, by deed from Quality Inns, Inc., a Delaware corporation, of record in Book 7488, page 776, Register's Office for Davidson County, Tennessee.

This is improved property known as Howerton and No. Second Streets, Nashville, Tennessee.

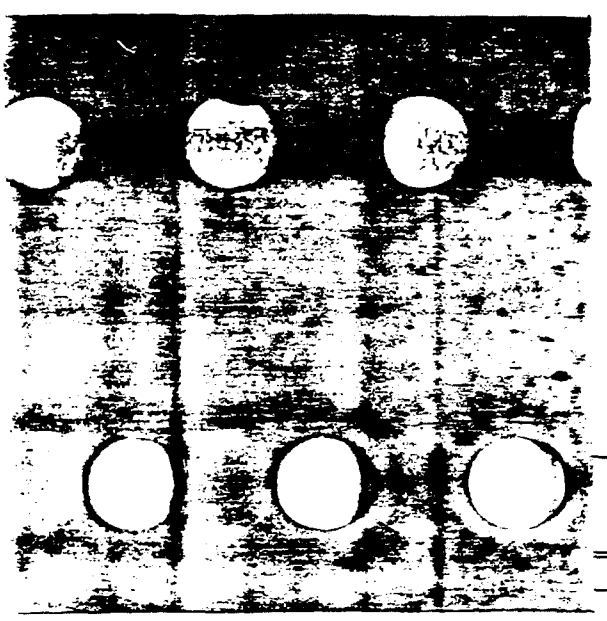
55081
IDENTIFICATION REFERENCE

94 MAY 27 PM 4:23
DAVIDSON COUNTY, TN.

1520 05/27 0101 03CHECK 128.00

SPEC WARR DEED/TATG.INC./62086.1
2388- 4

RECORDERS MEMO
LEGIBILITY OF WRITING, TYPING OR PRINTING IN THIS DOCUMENT UNSATISFACTORY WHEN RECEIVED



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

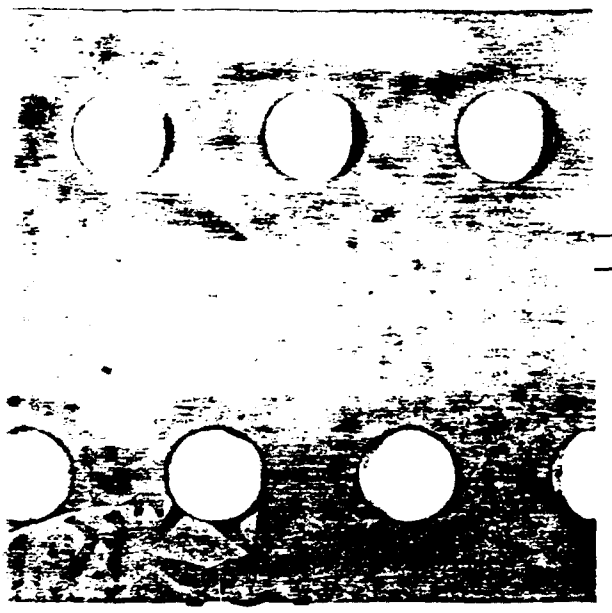
RECEIVED OF _____

FOR _____

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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 30000.00
CON TX 111.00
PRFEE 1.00
WDEED 16.00
TOTAL 128.00
CHECK 128.00

05/27/94 01 16:23 0001 1520

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

55081
IDENTIF. ↑ REFERENCE

94 MAY 27 PM 4:24
FELIX Z. WILSON, II REGISTER
DAVIDSON COUNTY, TN.

No. 796489