This Instrument Prepared By:

Douglas S. Hale
Hale and Hale Attorneys
312 First Tennessee Bank Building
Franklin, Tennessee 37064

NEW OWNER:	SEND TAX BILL TO:	MAP & PARCEL
Tricoast Limited Partnership a California Limited Partnership 2200 Avenue of the Stars, No. 604 Los Angeles, California 90067	SAME	Part of Map 130-16 Parcel 66

STATE OF TENNESSEE
COUNTY OF Williamson

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

Jean S Smith
AFFIANT

Sworn to and subscribed before me this 31 day of May, 1994.

JENNIFER FRANK NOTARY PUBLIC AT LARGE STATE OF TENNESSEE My Commission Expires September 21, 1996

NOTARY PUBLIC

My Commission Expires: 9-21-96

94 JUN -3 PM 3:16

57367

IDENTIF. & REFERENCE

WARRANTY DEED

For and in consideration of the sum of Ten Dollars, cash in hand paid by the hereinafter named GRANTEE, and other good and valuable considerations, the receipt and sufficiency of which is hereby acknowledged, HILLCREST HEIGHTS DEVELOPMENT CORP., a Tennessee corporation, hereinafter called the "GRANTOR", has bargained and sold and by these presents do transfer and convey unto TRICOAST LIMITED PARTNERSHIP, a California Limited Partnership, hereinafter called the "GRANTEE", its successors and assigns, a certain tract or parcel of land in Davidson County, Tennessee, described as follows, to-wit:

> Land in Davidson County, Tennessee, being Lot No. 2 on the Plan of Hillcrest Heights of record in Book 7900, page 449, Register's Office for said County, to which plan reference is hereby made for a more complete description.
>
> Being part of the same property conveyed to Hillcrest Heights Development Corp., by Quitclaim Deed of record in Book 8690, page 330, Register's Office for Davidson County, Tennessee.

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

AND 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 follows:

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

1. Davidson County taxes for the year 1994 are a lien against said property, but are not yet due and payable. Said taxes have been prorated between the parties as of the date of this instrument, with GRANTORS paying their prorata part thereof to GRANTEES, who will be responsible for payment of said taxes when they become due and payable. Part of Map 130-16, Parcel 66.

2. All matters appearing on the Plan of Hillcrest Heights Subdivision of record in Plat Book 7900, page 449, Register's Office for Davidson County, Tennessee.

3. Restrictions of record in Book 9116, page 152, Register's Office for Davidson County, Tennessee.

4. Charter of Hillcrest Heights Homeowners Association, Inc., dated June 27, page 1992, of record in Book 8666, page 164, Register's Office for Davidson County, Tennessee.

5. Charter of Hillcrest Heights Development Corp., of record in Book 8666, page 167, Register's Office for Davidson County, Tennessee.

6. By-Laws of record in Book 9116, page 182, Register's Office for Davidson County, Tennessee.

AND GRANTOR DOES FURTHER covenant and bind itself, its successors and representatives, 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 whomsoever.

This unimproved property is known as Lot 2, Hillcrest Heights, Nashville, Tennessee.

WITNESS my hand this 31 day of May, 1994, in Franklin, Tennessee.

HILLCREST HEIGHTS DEVELOPMENT CORP.

BY: Gary O. Dixon VP. H.H.D.C.
GARY D. DIXON,
VICE PRESIDENT

STATE OF TENNESSEE
COUNTY OF WILLIAMSON

1893 06/03 0101 03CHECK 841.50

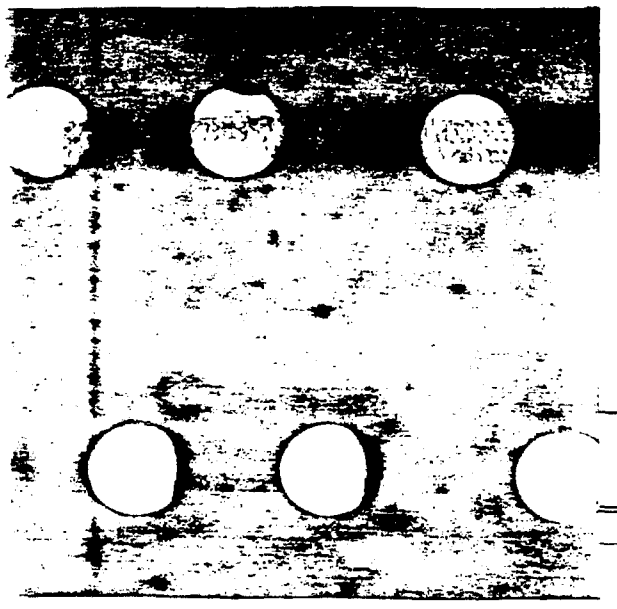
Before me, a Notary Public in and for said State and County, duly commissioned and qualified, personally appeared Gary D. Dixon, with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be Vice President, the within bargainor, a corporation, and that he as such Vice President, being authorized so to do, executed the foregoing instrument for the purpose therein contained, by signing the name of the corporation, by himself as such Vice President.

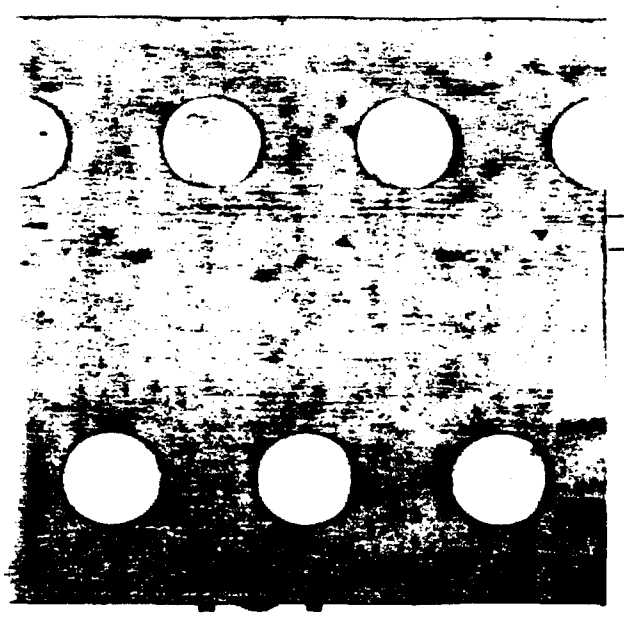
Witness my hand and seal, this 31 day of May, 1994.

Notary Public

My commission expires: 9-21-96

JENNIFER FRANK NOTARY PUBLIC AT LARGE STATE OF TEN... My Commiss... September 21, 1996





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

RECEIVED OF _____

FOR _____

BOOK 9368 PAGE 49

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 225000.00
CON TX 832.50
PRFEE 1.00
WDEED 8.00
TOTAL 841.50
CHECK 841.50

06/03/94 01 15:17 0001 1893

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

57367
IDENTIF. ↑ REFERENCE

94 JUN -3 PM 3:16

FELIX Z. [illegible] REGISTER
DAVIDSON COUNTY, TN.

No. 798864