FILE BOX 3

This instrument prepared by:
Mary Frances Rudy, Attorney
1187 Vultee Boulevard
Nashville, TN 37217

BOOK 9424 PAGE 510

SPECIAL WARRANTY DEED

ADDRESS NEW OWNERS AS FOLLOWS:	SEND TAX BILLS TO:	MAP/PARCEL NO.
Fox Ridge Homes, Inc. 5115 Maryland Way, #300 Brentwood, TN 37027	SAME	MAP 62-2-A PARCELS 105,198, 202,205,209,210,211, 214, 215, 218 & 219

FOR AND IN CONSIDERATION of the sum of Ten Dollars ($10.00), cash in hand paid by the hereinafter named Grantee, and other good and valuable consideration, the receipt of which is hereby acknowledged,

I, JOHN E. CAIN, III, TRUSTEE, with full power to convey without the necessity of the joinder of any beneficiary or any other co-trustee, (hereinafter sometimes called "Grantor") does hereby bargain, sell, transfer and convey unto FOX RIDGE HOMES, INC., a Tennessee corporation, its successors and assigns, all his right, title and interest in and to the property in Davidson County, Tennessee, more particularly described as follows:

Being Lot No. 105 on the Plan of the Resubdivision of River Trace Estates, Phase 1, Section 2, Lots: 97-104, 102-108, 110, 113-119, 122-123, 130-134, 163-164, 177-184 of record in Plat Book 6900, Page 741, Register's Office for Davidson County, Tennessee; and Lots Nos. 206, 210, 213, 332, 333, 334, 337, 338, 341 and 342 on the Plan of River Trace Estates, Phase 1, Section 3 of record in Plat Book 6900, Page 615, Register's Office for Davidson County, Tennessee, to which plat reference is hereby made for a more complete legal description.

Being a portion of the same property conveyed to John E. Cain, III, Co-Trustee by deed from George T. Hicks, Trustee of record in Book 8682, Page 873, Register's Office for Davidson County, Tennessee.

This sale also includes water and sewer tap credits on the above lots to the extent same are owned by Grantor.

TO HAVE AND TO HOLD said tract or parcel of land with the appurtenances, estate, title and interest thereto belonging to the said Fox Ridge Homes, Inc., its successors and assigns, forever.

AND John E. Cain, III, Trustee does covenant with the said Fox Ridge Homes, Inc. that he is lawfully seized and possessed of said land in fee simple, has a good right to convey it and that the same is unencumbered, except as shown on Exhibit B attached hereto.

AND John E. Cain, III, Trustee does further covenant and bind himself, his heirs, representatives and assigns to warrant and forever defend the title to said land to the said Fox Ridge Homes, Inc., its successors and assigns against the lawful claims of all persons claiming through and under Grantor (other than claims arising out of the matters set forth on Exhibit B), but not further or otherwise.

IN WITNESS WHEREOF, this Special Warranty Deed has been executed this 25th day of July, 1994.

John E. Cain, III, Trustee

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named John E. Cain, III, Trustee, the bargainor, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that he executed the within instrument for the purposes therein contained.

WITNESS my hand and official seal at Nashville, Tennessee this 25th day of July, 1994.

My Commission Expires: 5-25-96

Megan Steffes
Notary Public

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value whichever is greater for this transfer is $110,000.00.

Mary Frances Rudy
AFFIANT

My Commission Expires: 5-25-96

Megan Steffes
NOTARY PUBLIC

EXHIBIT B
EXCLUSIONS

1. Taxes for 1994 and thereafter.

2. Transmission Line Easement of record in Book 1163, Page 341, Register's Office for Davidson County, Tennessee.

3. Flowage Easement of record in Book 2022, Page 83, Register's Office for Davidson County, Tennessee.

4. Easement of record in Book 3959, Page 595, Register's Office for Davidson for Davidson County, Tennessee.

5. Matters shown on the plan of record in Book 6250, pages 995, 996 and 997, Book 6900, Pages 158 and 159, Book 6900, Page 615 and Book 6900, Page 741, Register's Office for Davidson County, Tennessee.

6. Declaration of Covenants, Conditions and Restrictions of record in Book 6851, Page 370 and amended in Book 6982, Page 747 and By-Laws of record in Book 6851, Page 390, Register's Office for Davidson County, Tennessee.

7. Charter of Incorporation of River Trace Homeowner's Association of record in Book 6851, Page 363, Register's Office for Davidson County, Tennessee.

8. Title of that portion of the property line between the high and low water marks of the Cumberland River.

3379 08/02 0101 03CHECK 416.00

94 AUG -2 AM 8:37
DAVIDSON COUNTY, TN.

77069
IDENTIFICATION REFERENCE

OFFICIAL RECEIPT

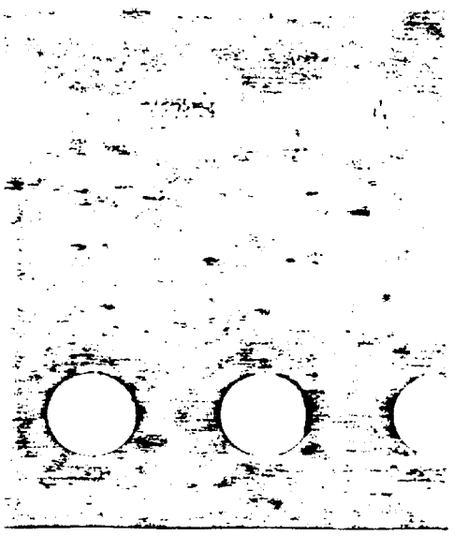
FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 5424 PAGE 512



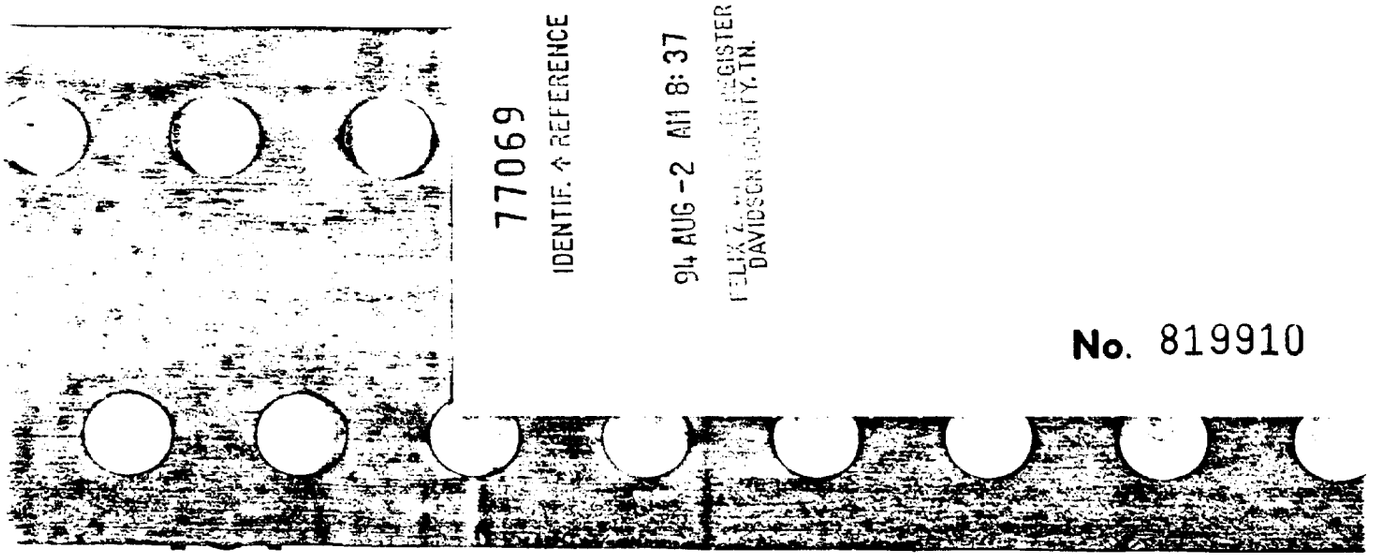
CO - CONVEYANCE
MO - MORTGAGE
WD - WARRANTY DEED
TD - TRUST DEED

CC - CERTIFIED COPY
REL - RELEASE
UCC - UNIFORM COMMERCIAL CODE

MISC - MISCELLANEOUS
CO TX - STATE TAX CONVEY
MO TX - STATE TAX MORT
PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID
				CAMT
				110000.00
				CON TX 407.00
				PRFEE 1.00
				WDEED 8.00
				TOTAL 416.00
				CHECK 416.00
08/02/94	01			08:37 0001 3379

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK



77069
IDENTIF. & REFERENCE

94 AUG -2 AM 8:37
FELIX Z. WILSON, REGISTER
DAVIDSON COUNTY, TN.

No. 819910