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FROM: BRIGHTON CLOSE, LTD., LIMITED PARTNERSHIP

TO: KAREN DUNN NOEL

THIS INSTRUMENT PREPARED BY:
Stephen C. Baker
WALLER LANSDEN DORTCH & DAVIS
511 Union Street, Suite 2100
Nashville, Tennessee 37219-1760

Address New Owner as follows:	Send Tax Bills to:	Map-Parcel No.
Ms. Karen Dunn Noel 138 Brighton Close Nashville, Tennessee 37205	Freeman Webb Mortgage Corporation 545 Mainstream Drive Nashville, TN 37228-1201	Map 104-13-F Parcel 138

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $308,140.00.

Karen Dunn Noel
Affiant

Subscribed and sworn to before me, this the 12th day of August, 1994.

Notary Public

My Comm. Expires: 9/16/95

GENERAL 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 are hereby acknowledged, Brighton Close, Ltd., Limited Partnership, hereinafter called "GRANTOR", has bargained and sold, and by these presents does transfer and convey unto Karen Dunn Noel, hereinafter called "GRANTEE", her heirs and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described as follows, to wit:

> Land in Davidson County, Tennessee, being Lot No. 138, on the Plan of Brighton Close, Phase II, of record in Book 7900, page 752, Register's Office for Davidson County, Tennessee, to which plat reference is hereby made for a more complete and accurate description of said lot.
>
> Being part of the same property conveyed to Brighton Close, Ltd., Limited Partnership by Deed from Dominion Asset Management in Tennessee, Inc., of record in Book 8698, page 552, Register's Office for said County.

Said property is transferred subject to the limitations, restrictions, and encumbrances as set forth below:

1. 1994 Metropolitan Government taxes.

2. All matters as shown on the plan of record in Book 7900, page 752, said Register's Office.

3. Terms, conditions, easements, rights and liens as set forth in the Declaration of Protective Covenants, Conditions and Restrictions for Brighton Close Phase I-A, A Planned Unit Development of record in Book 7522, page 108, Register's Office for Davidson County, Tennessee, as amended by (i) Amendments of record in Book 7557, page 621, Book 7807, page 500 and Book 9372, page 356; (ii) Brighton Close Annexation of Phase I-B, I-D and Phase II into Phase I-A and Amendment to Declaration of Covenants,Restrictions and Conditions for Brighton Close of record in Book 8561, Page 812 et. seq.; and (iii) Amendment of a Portion of Phase II of Brighton Close Planned Unit Development Into Phases I-A, I-B and I-D and the Remainder of Phase II of Brighton Close Planned Unit Development and Amendment to Declaration of Covenants, Restrictions and Conditions of record in Book 8698, page 557, said Register's Office;

This is property known as 138 Brighton Close, Nashville, Tennessee 37205.

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, her heirs 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, unless otherwise herein set out; and GRANTOR does further covenant and bind itself, its successors, assigns, and representatives, to warrant and forever defend the title to the said land to the said GRANTEE, her 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 August, 1994.

BRIGHTON CLOSE, LTD., Limited Partnership

BY: F.I.N. Corp., a Tennessee corporation, General Partner

By: _____
F. I. Nebhut, Jr., President

81438
IDENTIF. & REFERENCE

94 AUG 15 PM 1:56
FELIX A. ... REGISTER
DAVIDSON COUNTY, TN.

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STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

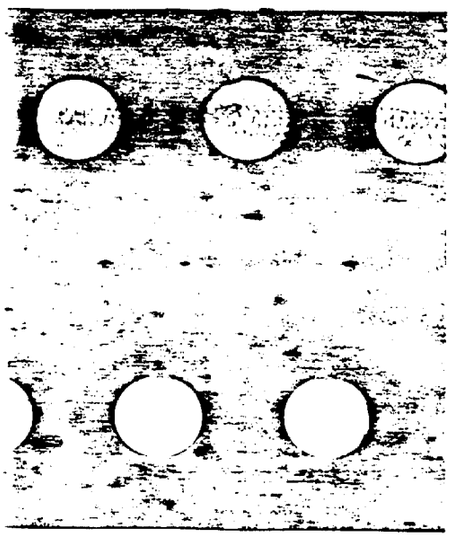
Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared F. I. Nebhut, Jr., with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged himself to be President of F.I.N. Corp., a Tennessee corporation, which is the General Partner of Brighton Close, Ltd., Limited Partnership, the within named bargainor, a limited partnership, 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 as General Partner.

Witness my hand and seal, at office in Nashville, Tennessee, this the 12th day of August, 1994.

_____
NOTARY PUBLIC

My Commission Expires: 7/16/95

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06084110



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

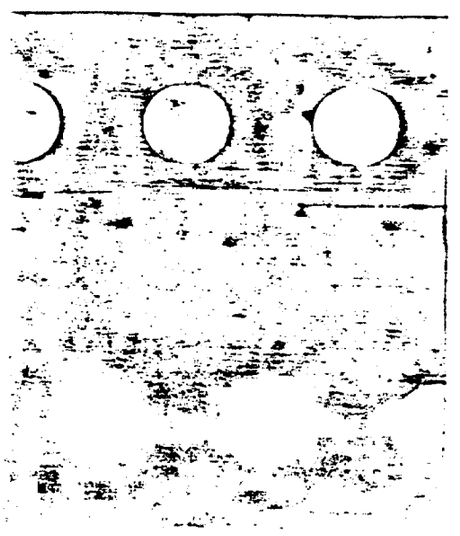
RECEIVED OF _____

FOR _____

BOOK 9437 PAGE 266

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 308140.00
~~CDN TX 1140.11~~
~~PRFEE 1.00~~
WDEED 8.00
TOTAL 1149.11
CHECK 1149.11

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

08/15/94 01 13:57 0001 8190

81438
IDENTIF. ↑ REFERENCE

94 AUG 15 PM 1:57
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 824653