87174

IDENTIF. & REFERENCE Donelson

Bk 35

THIS INSTRUMENT PREPARED BY:

98 SEP -1 PM 3:24

REGISTER
DAVIDSON COUNTY, TN.

Leon G. Scroggins, II, Esq.
Owens, Clary & Aiken, L.L.P.
1717 Main Street, Suite 2400
Dallas, Texas 75201

BOOK 9453 PAGE 632

GENERAL WARRANTY DEED

STATE OF TENNESSEE §
§ KNOW ALL MEN BY THESE PRESENTS:
COUNTY OF DAVIDSON §

Address of New Owner: Litchfield Asset Management Corp.
128 Litchfield Road
New Milford, Connecticut 06776

Send Tax Bills To: Litchfield Asset Management Corp.
128 Litchfield Road
New Milford, Connecticut 06776

Map-Parcel Number(s): 96-5 194; 96-6 227

That Donelson Associates Limited Partnership, a Delaware limited partnership ("Grantor"), for and in consideration of the sum of TEN DOLLARS ($10.00) and other good and valuable consideration to the undersigned paid by Litchfield Asset Management Corp., a Connecticut corporation ("Grantee"), the receipt and adequacy of which are hereby acknowledged, has GRANTED, SOLD and CONVEYED, and by these presents does GRANT, SELL and CONVEY, unto Grantee all that certain tract of land situated in Davidson County, Tennessee, as more fully described in Exhibit A attached hereto and made a part hereof (the "Property"), SUBJECT, HOWEVER, to those exceptions described in Exhibit B attached hereto and made a part hereof for all purposes to the extent the same are valid and subsisting and affect the Property.

TO HAVE AND TO HOLD the Property, together with all and singular the rights and appurtenances thereunto in anywise belonging unto Grantee, and Grantee's successors and assigns forever; and Grantor does hereby bind itself, its successors and assigns to WARRANT AND FOREVER DEFEND, all and singular the Property unto Grantee, and Grantee's successors and assigns, against every person whomsoever lawfully claiming or to claim the same or any part thereof.

For the same consideration, Grantor hereby GRANTS, SELLS and CONVEYS, all interest, if any, of Grantor in strips or gores between the Property and abutting properties and any land lying in or under the bed of any street, alley, road, or right-of-way, opened or proposed, abutting or adjacent to the Property.

Taxes for the current year have been prorated as of the date hereof and the payment of such taxes for the current year and for subsequent years are assumed by Grantee.

This is improved property known as:

Donelson Healthcare Center
2733 McCampbell Road
Nashville, Tennessee 37214

EXECUTED as of this 27th day of August, 1994.

Witness:
Name: Robert L. Owens
Address: 4215 Stewart Lane
Dallas TX 75205

Witness:
Name: Lewis Scloss IV
Address: 1717 Main Street, Suite 2400
Dallas, Texas 75

DONELSON ASSOCIATES LIMITED PARTNERSHIP, a Delaware limited partnership

By: LPIMC, Inc., a Connecticut corporation, managing general partner

By:
Name: Eugene H. Rosen
Title: President

lgs.re/17785.047/GenWtyDeed/Donelson

STATE OF NEW YORK §
§
COUNTY OF NEW YORK §

Before me, a Notary Public in and for said State and County, duly commissioned and qualified, personally appeared Eugene H. Rosen, 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 LPIMC, Inc., a Connecticut corporation, managing general partner of Donelson Associates Limited Partnership, a Delaware limited partnership, the within named bargainor, a limited partnership, and that he executed the foregoing instrument for the purposes therein contained, by signing the name of the limited partnership by himself as President of the managing general partner.

Witness my hand, at office, this 27th day of August, 1994.

[SEAL]

Notary Public in and for
the State of New York
Notary's Printed Name: John P. Faron, Jr.

My Commission Expires:
7/95

The address of Grantee is:

Litchfield Asset Management Corp.
128 Litchfield Road
New Milford, Connecticut 06776

This instrument was prepared by:

Leon G. Scroggins, II, Esq.
Owens, Clary & Aiken, L.L.P.
1717 Main Street, Suite 2400
Dallas, Texas 75201

STATE OF New York §
§
COUNTY OF New York §

The actual consideration for this transfer or value of property conveyed (whichever is greater) is $4,050,000.00.

Affiant

Sworn and subscribed before me on this 27th day of April, 19 94.

Notary Public

My Commission Expires:
7-95

EXHIBIT A

Description of Property

The source of this description is _____, and is the same property conveyed to Grantors by deed dated _____ from _____, of record in Book _____, Page ____, in the Register's Office of Davidson County, Tennessee.

EXHIBIT A

DESCRIPTION OF THE PREMISES

Being a parcel of land in Nashville, First Civil District, Fourteenth Councilmanic District, Davidson County, Tennessee, located on the northerly side of McCampbell Avenue between Donelson Pike and Colonial Health Care, Ltd., Subdivision as of record in Book 5200, Page 465, R.O.D.C., and being more particularly described as follows:

BEGINNING at a point in the northerly right-of-way line of McCampbell Avenue, said point being southwesterly 640 feet more or less from the westerly right-of-way line of Colonial Circle;

THENCE, with said right-of-way line S 47°38'27" W, 80.00 feet to a point;

THENCE, leaving said right-of-way line with the easterly line of property conveyed to Herbert D. Gentry, et ux, by deed of record in Book 6549, Page 438, R.O.D.C., N 42°21'33" W, 84.74 feet to an iron pin;

THENCE, with the northerly line of said Gentry property and a portion of the northerly line of property conveyed to Horace J. Waldrop, et ux, by deed of record in Book 7723, Page 751, R.O.D.C., S 81°28'37" W, 643.49 feet to an iron pin;

THENCE, leaving said line with the easterly line of Lot No. 1 as shown in the plan of Cameron Park Office Center as of record in Book 6200, Page 48, R.O.D.C., N 06°58'23" W, 234.93 feet to an iron pin in the southerly line of Lot No. 50 as shown on the plan of Colonial Village as of record in Book 1424, Page 58, R.O.D.C.;

THENCE, with the southerly line of said Colonial Village, N 78°19'08" E, 153.75 feet to an iron pin;

THENCE, continuing with said line N 81°01'00" E, 416.47 feet to an iron pin;

THENCE, leaving said line with the westerly line of property conveyed to Farrell B. Jones by deed of record in Book 7217, Page 14, R.O.D.C., S 08°54'20" E, 167.48 feet to an angle iron;

THENCE, continuing with said line with a curve to the left 36.93 feet to an angle iron, said curve having a central angle of 84°38'05", a radius of 25.00 feet, a tangent of 22.76 feet and a chord of S 51°13'23" E, 33.66 feet;

THENCE, continuing with said line N 86°27'35" E, 74.21 feet to a point;

THENCE, continuing with said line with a curve to the right of 66.71 feet to a point, said curve having a central angle of 50°57'46", a radius of 75.00 feet, a tangent of 35.74 feet and a chord of S 67°50'26" E, 64.53 feet;

THENCE, continuing with said line S 42°21'33" E, 49.26 feet to the point of beginning;

Containing 151,597 square feet or 3.48 acres, more or less.

Donelson Nursing Center/38B

EXHIBIT "B"

PERMITTED ENCUMBRANCES

BOOK 9453 PAGE 639

1. Rights of resident patients occupying the premises under unrecorded written contracts.

2. Taxes or special assessments for the year 1994, and subsequent years, not yet due and payable.

3. The following matters evidenced by the plan of Donelson Health Care Ltd. Subdivision, of record in Book 5200, Page 465, Register's Officer of Davidson County, Tennessee and Survey of Barge, Waggoner, Sumner and Cannon, dated August, 1994:

   A. 75-foot Nashville Electric Service easement granted in Book 2487, page 533, Register's Office of Davidson County, Tennessee, across the southeasterly part of the land.

   B. 10-foot drainage easement across the southeasterly part of the land.

   C. TVA easement granted in Book 1163, Page 629, Register's Office of Davidson County, Tennessee, across the southeasterly part of the land.

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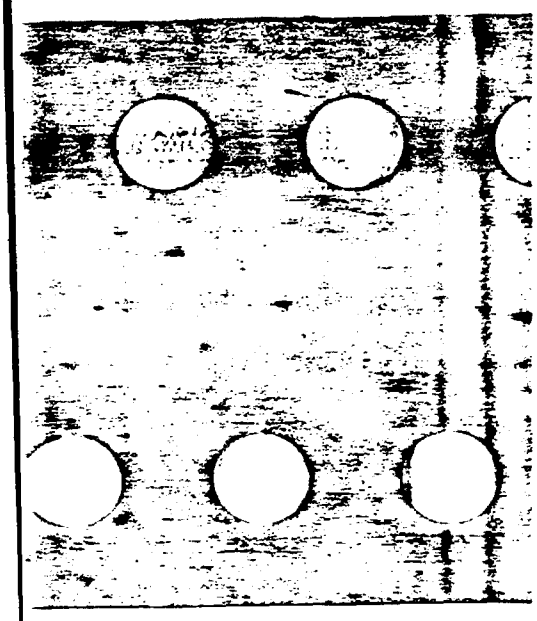
   D. 20-foot sanitary sewer easement from the southerly boundary of the land to the southerly line of an existing building; said easement also includes a 10-foot sewer service line easement and a 6-inch service line.

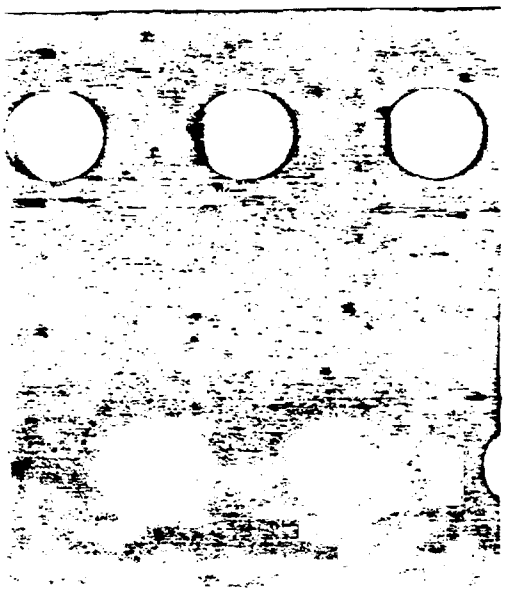
   E. 10-foot sewer service line easement along the southerly line of the land; said easement also includes a 4-inch force main.

   F. 10-foot public utility and drainage easement along the northerly line of the land.

   G. conditions of owner's certificate.

PermEncum3/Donelson





OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 9453 PAGE 640

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
4050000.00
CON TX 14985.00
PRFEE 1.00
WDEED 32.00
TOTAL 15018.00
CHECK 15018.00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK 0001 4430

87174
IDENTIF. & REFERENCE

94 SEP -1 PM 3:24

FELIX Z. WILSON, REGISTER
DAVIDSON COUNTY, TN.

No. 830806

[redacted]