#2

This Instrument Prepared By:
JOSEPH B. PITT, JR., ATTORNEY
FIRST AMERICAN CENTER-SUITE 105
NASHVILLE, TN 37238-0105
BOX 35 FILE 00274826

BOOK 9495PG467

WARRANTY DEED

ADDRESS NEW OWNER	SEND TAX BILLS TO	MAP/PARCEL NUMBERS
SEQUOYAH ADMINISTRATIVE SERVICES CORPORATION 510 GAY STREET #913 NASHVILLE, TN 37219	OWNER SAME	Map 03-01-A Parcel 243 CO

FOR AND IN CONSIDERATION of the sum of Ten and No/100 dollars ($10.00), cash in hand paid by Sequoyah Administrative Services Corporation, and other good and valuable considerations accepted as cash, the receipt and sufficiency of which are hereby acknowledged, Capitol Towers Ltd., a Tennessee limited partnership, has this day bargained and sold, and does hereby transfer and convey unto the said Sequoyah Administrative Services Corporation, the Grantee herein, its (successors), heirs and assigns, certain real estate in Davidson County, Tennessee, as follows:

Being Unit No. 913, as more particularly described in that certain Master Deed for Capitol Towers, of record in Book 8607, page 417, Register's Office for Davidson County, Tennessee, to which Master Deed reference is hereby made for a more complete and accurate description.

Being part of the same property conveyed to Capitol Towers, Ltd., a Tennessee limited partnership, by deed from Capitol Towers Apartments, Inc. of record in Book 5428, page 329, Register's Office of Davidson County, Tennessee.

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $66,000.00.

Kenneth Barker
Affiant

Subscribed and sworn to before me, this the 13th day of October, 1994.

Michele M. Cooper
Notary Public

My Commission Expires: March 22, 1997

This is improved (X) unimproved ( ) property, known as:

510 GaY Street, Unit No. 913, Nashville, TN 37219.

TO HAVE AND TO HOLD said real estate, with the appurtenance, estate, title and interest thereto belonging, to the Grantee, its (successors), heirs and assigns, forever, it covenants that it is lawfully seized and possessed of said real estate in fee simple, has a good right to convey it, and that the same is unencumbered except for matters shown on Schedule A, attached hereto. BOOK 9495 PG 468

IT FURTHER COVENANTS AND BINDS itself, its (successors), heirs and assigns, to warrant and forever defend the title to said real estate to said Grantee, its (successors), heirs and assigns, against the lawful claims of all persons.

Whenever 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 our hands this 13th day of October, 1993, the corporate party, if any, having caused its name to be signed hereto by its duly authorized officers on said day and date.

Capitol Towers Ltd., a Tennessee limited partnership

By: CAPITOL TOWERS, INC.,
ITS CORPORATE GENERAL PARTNER

BY: _____
JERRY KIRKPATRICK, PRESIDENT

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public of the State County aforesaid, personally appeared Jerry Kirkpatrick, 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 Capitol Towers, Inc., a Tennessee corporation, the within named bargainor, a corporation, and that he as such 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 President.

WITNESS my hand and seal, at office in Nashville, Tennessee, this 13th day of October, 1994.

_____
NOTARY PUBLIC

Commission expires: MaRCH 22, 1997.

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EXHIBIT "A"

1. Restrictive Covenants contained in an instrument of record in Book 2735, page 473, Register's Office for Davidson County, Tennessee.

2. All matters shown on the Plan of record in Book 2663, page 120 and 121, said Register's Office.

3. All matters shown on the Plan of record in Book 7900, page 345, said Register's Office.

4. Covenants and Conditions in instrument of record in Book 2883, page 312, said Register's Office.

5. Short Form Lease by and between Capitol Towers, Limited, a Tennessee limited partnership, and Capitol Towers Condominium Association, Inc., dated April 22, 1992, of record in Book 8607, page 469, said Register's Office.

6. Master Deed for Capital Towers executed by Capitol Towers, Limited, a Tennessee limited partnership, dated April 22, 1992, of record in Book 8607, page 417, said Register's Office.

7. Quitclaim Deed from Capitol Towers, Limited, a Tennessee limited partnership, to Robertson/Tennessee, L.P., dated August 24, 1992, of record in Book 8710, page 734, said Register's Office.

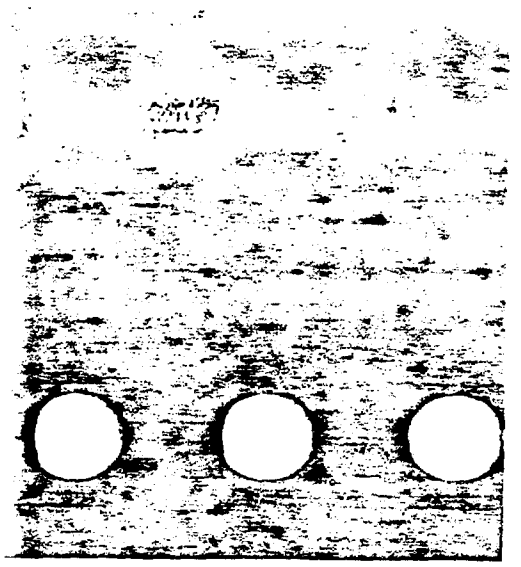
8. Short Form Lease by and between Capitol Towers, Limited, a Tennessee limited partnership, and Capitol Towers Condominium Association, Inc., a Tennessee nonprofit corporation, dated April 22, 1992, of record in Book 8607, page 414, said Register's Office.

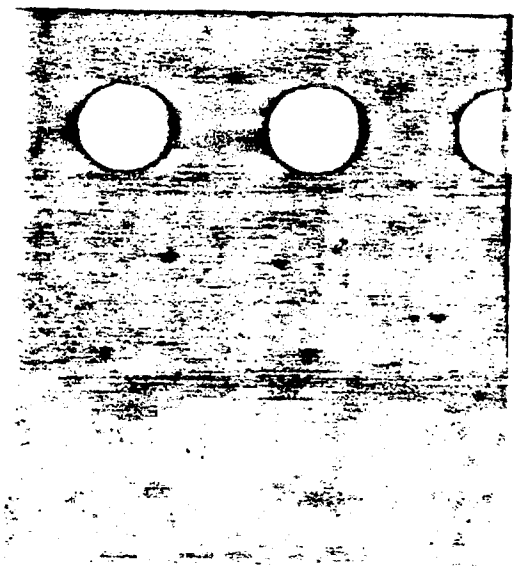
9. Collateral Assignment of Subleases, Assessments and Lien for Assessments by and between Capitol Towers Condominium Association, Inc., a Tennessee nonprofit corporation, and Capitol Towers, Limited, a Tennessee limited partnership, dated April 22, 1992, of record in Book 8607, page 472, said Register's Office.

00680
IDENTIF. & REFERENCE

94 OCT 18 AM 8:47
FELIX [illegible] REGISTER
DAVIDSON COUNTY, TN.

8999 10/18 0101 03CHECK 257.20





OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 9495 PG 470

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 66000.00
CON TX 244.20
PRFEE 1.00
MDEED 12.00
TOTAL 257.20
CHECK 257.20

10/18/94 01 08:47 0001 8999

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

00680
IDENTIF. ↑ REFERENCE

94 OCT 18 AM 8:47
FELIX Z. WILSON, II REGISTER
DAVIDSON COUNTY, TN.

No. 845189