323709

THIS INSTRUMENT PREPARED BY:
BASS, BERRY & SIMS
2700 First American Center
Nashville, Tennessee 37238

GENERAL WARRANTY DEED

Address New Owner(s)	Send Tax Bills To:	Map-Parcel Number(s)
Fairfield Communities, Inc. 2800 Cantrell Road Little Rock, AK 72202	Same	Map 62 Parcel 37 and part of Map 62 Parcel 142
	5845 11/18 0101 03CHECK	7813.56

FOR AND IN CONSIDERATION of the sum of TEN AND NO/100 ($10.00) DOLLARS cash in hand paid and other good and valuable consideration, the receipt of which is hereby acknowledged, JIM B. SMITH and DOROTHY P. SMITH, as tenants in common ("Grantors") have bargained and sold, and by these presents transfer and convey unto FAIRFIELD COMMUNITIES, INC., a Delaware corporation ("Grantee"), its successors and assigns, a certain tract or parcel of land in Davidson County, Tennessee, described on Exhibit A attached hereto.

This is unimproved property on Pennington Bend Road and McGavock Pike, Nashville, Tennessee.

TO HAVE AND TO HOLD said land with the appurtenances, hereditaments, estate, title, and interest thereto belonging (including all right, title, and interest of Grantor in and to the land lying within the rights of way of McGavock Pike and Pennington Bend Road) to Grantee, its successors and assigns, forever. Grantors covenant that, subject to the matters set forth above, Grantors are lawfully seized and possessed of said land in fee simple, have good right to convey it, and that same is unencumbered.

Grantors further covenant and bind themselves and their heirs and representatives to warrant and forever defend the title to said land to Grantee, its successors and assigns, against the lawful claims of all persons whomsoever except claims arising out of the matters set forth above.

WITNESS our hands this 18th day of November, 1994.

Jim B. Smith
JIM B. SMITH

Dorothy P. Smith
DOROTHY P. SMITH

IDENTIF. ↑ REFERENCE

94 NOV 18 AM 11:01
FELIX [illegible] REGISTER
DAVIDSON COUNTY, TN.

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Personally appeared before the undersigned, a Notary Public in and for the State and County aforesaid, Jim B. Smith and Dorothy P. Smith, the within named bargainors, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that they executed the within instrument for the purposes therein contained.

WITNESS my hand, at office, this 15th day of November, 1994.

Notary Public

My Commission Expires:
3-22-97

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

The actual consideration for this transfer or value of property conveyed (whichever is greater) is $2,108,812.50.

Affiant

Sworn to and subscribed before me this 18th day of November, 1994.

Notary Public

My Commission Expires:
3-22-97

EXHIBIT A

BOOK 9524PG320

TRACT 1

BEING A TRACT OF LAND LYING IN NASHVILLE, DAVIDSON COUNTY, TENNESSEE AND BEING PART OF THE PROPERTY OF JIM B. SMITH AS OF RECORD IN DEED BOOK 7777, PAGE 105, AND BOUNDED ON THE WEST BY THE EASTERLY RIGHT-OF-WAY LINE OF PENNINGTON BEND ROAD, ON THE NORTH BY THE REMAINDER OF THE JIM B. SMITH PROPERTY, BEING TRACT 2, ON THE EAST BY GLEAVES FARM LIMITED PROPERTY AS OF RECORD IN DEED BOOK 6849, PAGE 546, AND ON THE SOUTH BY THE NORTHERLY RIGHT-OF-WAY LINE OF MCGAVOCK PIKE, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS;

BEGINNING AT AN IRON ROD AT THE INTERSECTION OF THE NORTH RIGHT-OF-WAY OF MCGAVOCK PIKE (60 FOOT RIGHT-OF-WAY) AND THE EAST RIGHT-OF-WAY OF PENNINGTON BEND ROAD (50 FOOT RIGHT-OF-WAY);

THENCE WITH THE EAST RIGHT-OF-WAY OF PENNINGTON BEND ROAD NORTH 14 DEG 46 MIN 21 SEC WEST, 549.88 FEET TO AN IRON ROD;

THENCE, WITH A CURVE TO THE RIGHT, THE RADIUS OF WHICH IS 6237.14 FEET, THE CENTRAL ANGLE OF WHICH IS 05 DEG 19 MIN 40 SEC, THE CHORD OF WHICH IS NORTH 12 DEG 06 MIN 31 SEC WEST, 579.76 FEET, ALONG AN ARC LENGTH OF 597.97 FEET TO AN IRON ROD;

THENCE NORTH 09 DEG 26 MIN 41 SEC WEST, 172.50 FEET TO AN IRON ROD;

THENCE, LEAVING THE EAST RIGHT-OF-WAY OF PENNINGTON BEND ROAD AND WITH TRACT 2, NORTH 80 DEG 33 MIN 19 SEC EAST, 388.78 FEET TO AN IRON ROD IN THE WESTERLY LINE OF GLEAVES FARM LIMITED;

THENCE, WITH GLEAVES FARM LIMITED, SOUTH 10 DEG 15 MIN 03 SEC EAST, 553.42 FEET TO AN IRON ROD;

THENCE, SOUTH 15 DEG 48 MIN 12 SEC EAST, 862.58 FEET TO AN IRON ROD ON THE NORTHERLY RIGHT-OF-WAY OF MCGAVOCK PIKE;

THENCE, WITH THE NORTH RIGHT-OF-WAY OF MCGAVOCK PIKE, NORTH 84 DEG 22 MIN 26 SEC WEST, 428.84 FEET TO THE POINT OF BEGINNING.

CONTAINING 532,500 SQUARE FEET (12.225 ACRES MORE OR LESS).

Being part of the property conveyed by deeds of record in Book 6291, page 922, Book 7723, page 118, and Book 7778, page 105, Register's Office for Davidson County, Tennessee. The foregoing description is from a survey entitled "Boundary Survey - Jim B. Smith Property" prepared by Cherry Land Surveying, 622 West Iris Drive, Nashville, Tennessee 37204 - R. Scot Cherry, R.L.S. TN #1512.



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

RECEIVED OF _____

FOR _____

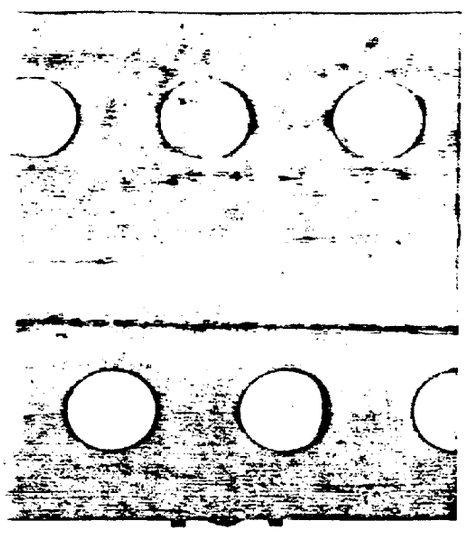
BOOK 9524 PG 321

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

AMT
210812.50
CON TX 7802.56
PRFEE 1.00
WDEED 12.00
TOTAL 7815.56
CHECK 7815.56
11/18/94 01 11:01 0001 5345

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK



10169
IDENTIF. ◆ REFERENCE

94 NOV 18 AM 11:01
FELIX Z. WILSON, II REGISTER
DAVIDSON COUNTY, TN.

No. 855406