Bk 37 Pg 12

SPECIAL WARRANTY DEED

DATE: November 30, 1994 BOOK 9534 PG 423

TIME: 11:59 p.m.

GRANTOR: **AMERICAN GENERAL REALTY INVESTMENT CORPORATION**, a Texas corporation, 2929 Allen Parkway, Houston, Texas 77019, Attention: Land Development Services A40

GRANTEE: **HICKORY DOWNS DEVELOPMENT, INC.**, a Delaware corporation

GRANTEE'S ADDRESS: 2929 Allen Parkway, Houston, Texas 77019
Attention: Land Development Services, A40

SEND TAX BILLS TO GRANTEE

PROPERTY: All that certain real property in Davidson County, Tennessee, described on Exhibit "A" attached hereto and made a part hereof for all purposes (the "**Property**").
MAP-PARCEL NUMBERS _____

This instrument was prepared by GRANTOR.

FOR AND IN CONSIDERATION of the sum of Ten and No/Dollars ($10.00), cash in hand paid by GRANTEE, and other good and valuable consideration, the receipt of which is hereby acknowledged, GRANTOR has bargained and sold, and by these presents does hereby transfer and convey unto GRANTEE, its successors and assigns, the Property, together with all buildings, fixtures and other improvements and all the other interests, privileges, easements, tenements, hereditaments and appurtenances thereto located in Davidson County, State of Tennessee.

This conveyance is subject to taxes for the current year and subsequent years, matters as contained on the plat of the subdivision and all easements, restrictive covenants, and other matters filed for record in the Register's Office for Davidson County, Tennessee, to which reference is hereby made.

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IDENTIFICATION REFERENCE
94 DEC -1 PM 12:11
T3432

TO HAVE AND TO HOLD the Property, with the appurtenance, estate, title and interest thereto belonging to GRANTEE, its successors and assigns, forever and GRANTOR does covenant with GRANTEE that GRANTOR is lawfully seized and possessed of the Property 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 and assigns, to warrant and forever defend the title in the Property to GRANTEE, its successors and assigns, against the lawful claims of all persons whosoever claiming same by, through or under GRANTOR, but no further or otherwise.

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.

Executed as of the date first set forth above.

APPROVED
AS TO CONTRACT COMPLIANCE
PER SPM NO. 132
LAW DEPARTMENT
AGC
CONTROL NO. 94-1680
DATE 11-30-94
SIGNED:

AMERICAN GENERAL REALTY INVESTMENT CORPORATION, a Texas corporation

By: D Clapsaddle
Name: Don R. Clapsaddle
Title: Vice President

STATE OF TEXAS §
§
COUNTY OF HARRIS §

Personally appeared before me, the undersigned, a Notary Public in and for the State and County aforesaid, Don R Clapsaddle, with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence, and who acknowledged the execution of the within instrument for the purposes therein contained, and who further acknowledged himself to be the Vice President of the maker or a constituent of the maker and is authorized by the maker or by its constituent of the maker, to execute this instrument on behalf of the maker.

Subscribed and sworn before me this 30th day of November, 1994.

Susan Kyle Shaw
Notary Public, State of Texas

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SUSAN KYLE SHAW
Notary Public, State of Texas
My Commission Expires
JULY 15, 1995

EXHIBIT "A"

PROPERTY DESCRIPTION

TRACT A

BEING A TRACT OF LAND LYING IN NASHVILLE, DAVIDSON COUNTY, TENNESSEE AND BEING THE PROPERTY OF AMERICAN GENERAL REALTY INVESTMENT CORPORATION AS OF RECORD IN BOOK 8601, PAGE 976, REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE AND BEING BOUNDED ON THE NORTH BY HICKORY HOLLOW LTD AS OF RECORD IN BOOK 7034, PAGE 488 AND THE SOUTHERLY RIGHT-OF-WAY OF CROSSINGS BOULEVARD, ON THE EAST BY THE WESTERLY RIGHT-OF-WAY OLD FRANKLIN ROAD AND ON THE SOUTH BY THE NORTHERLY RIGHT-OF-WAY OF INTERSTATE 24 AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT IN THE WESTERLY RIGHT-OF-WAY OF OLD FRANKLIN ROAD AT THE INTERSECTION OF THE NORTHERLY RIGHT-OF-WAY OF INTERSTATE 24.

THENCE WITH THE RIGHT-OF-WAY OF INTERSTATE 24 THE FOLLOWING CALLS:

THENCE NORTH 41 DEG 47 MIN 27 SEC WEST 2865.26 FEET TO A POINT:

THENCE WITH A CURVE TO THE LEFT HAVING A CENTRAL ANGLE OF 03 DEG 55 MIN 18 SEC, A RADIUS OF 5899.58 FEET AND AN ARC LENGTH OF 403.81 FEET TO A POINT;

THENCE NORTH 45 DEG 50 MIN 15 SEC WEST 101.55 FEET TO A POINT:

THENCE NORTH 36 DEG 45 MIN 39 SEC WEST 119.48 FEET TO A POINT;

THENCE NORTH 28 DEG 24 MIN 36 SEC WEST 144.53 FEET TO A POINT:

THENCE NORTH 24 DEG 22 MIN 22 SEC WEST 400.00 FEET TO A POINT:

THENCE NORTH 32 DEG 00 MIN 06 SEC WEST 101.51 FEET TO A POINT;

THENCE LEAVING THE INTERSTATE 24 RIGHT-OF-WAY SOUTH 84 DEG 01 MIN 53 SEC EAST 347.45 FEET TO A POINT;

THENCE SOUTH 81 DEG 16 MIN 30 EAST 253.29 FEET TO A POINT IN THE SOUTHERLY RIGHT-OF-WAY OF CROSSINGS BOULEVARD;

THENCE WITH THE RIGHT-OF-WAY OF CROSSINGS BOULEVARD THE FOLLOWING CALLS:

THENCE WITH A CURVE TO THE LEFT HAVING A CENTRAL ANGLE OF 30

DEG 42 MIN 21 SEC, A RADIUS OF 2341.83 FEET AND AN ARC LENGTH OF 1255.03 FEET TO A POINT;

THENCE SOUTH 51 DEG 45 MIN 42 SEC EAST 930.07 FEET TO A POINT;

THENCE WITH A CURVE TO THE LEFT HAVING A CENTRAL ANGLE OF 31 DEG 12 MIN 20 SEC, A RADIUS OF 1482.40 FEET AND AN ARC LENGTH OF 807.37 FEET TO A POINT;

THENCE SOUTH 82 DEG 58 MIN 02 SEC EAST 51.34 FEET TO A POINT;

THENCE WITH A CURVE TO THE RIGHT HAVING A CENTRAL ANGLE OF 90 DEG 00 MIN 00 SEC, A RADIUS OF 45.00 FEET, AND AN ARC LENGTH OF 70.69 FEET TO A POINT IN THE WESTERLY RIGHT-OF-WAY OF OLD FRANKLIN ROAD;

THENCE WITH THE RIGHT-OF-WAY OF OLD FRANKLIN ROAD THE FOLLOWING CALLS:

THENCE SOUTH 07 DEG 01 MIN 58 SEC WEST 624.30 FEET TO A POINT;

THENCE NORTH 82 DEG 58 MIN 02 SEC WEST 28.05 FEET TO A POINT;

THENCE SOUTH 07 DEG 01 MIN 58 SEC WEST 56.35 FEET TO A POINT;

THENCE WITH A CURVE TO THE RIGHT HAVING A CENTRAL ANGLE OF 21 DEG 32 MIN 13 SEC, A RADIUS OF 1372.39 FEET AND AN ARC LENGTH OF 515.87 FEET TO THE POINT OF BEGINNING CONTAINING 2,141,640 SQUARE FEET OR 49.165 ACRES.

PROPERTY DESCRIPTION

TRACT B

BEING A TRACT OF LAND LYING IN NASHVILLE, DAVIDSON COUNTY, TENNESSEE AND BEING THE PROPERTY OF AMERICAN GENERAL REALTY INVESTMENT CORPORATION AS OF RECORD IN BOOK 8601, PAGE 976, REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE AND BEING BOUNDED ON THE NORTH BY THE SOUTHERLY RIGHT-OF-WAY OF CSX TRANSPORTATION, ON THE EAST BY THE WESTERLY RIGHT-OF-WAY OF OLD FRANKLIN ROAD, ON THE SOUTH BY THE NORTHERLY RIGHT-OF-WAY OF CROSSINGS BOULEVARD AND THE MMG SOUTH PROPERTY AS OF RECORD IN BOOK 8075, PAGE 883, REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE AND ON THE WEST BY HICKORY HOLLOW LTD PROPERTY AS OF RECORD IN BOOK 7963, PAGE 134 AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT IN THE SOUTHERLY RIGHT-OF-WAY OF CSX TRANSPORTATION AT THE INTERSECTION OF WESTERLY RIGHT-OF-WAY OLD FRANKLIN ROAD THENCE WITH THE RIGHT-OF-WAY OF OLD FRANKLIN ROAD THE FOLLOWING CALLS:

THENCE SOUTH 38 DEG 50 MIN 18 SEC WEST 638.89 FEET TO A POINT;

THENCE WITH A CURVE TO RIGHT HAVING A CENTRAL ANGLE OF 24 DEG 11 MIN 40 SEC, A RADIUS OF 713.94 FEET AND AN ARC LENGTH OF 301.48 FEET TO A POINT;

THENCE SOUTH 63 DEG 01 MIN 58 SEC WEST 201.40 FEET TO A POINT;

THENCE WITH A CURVE TO THE LEFT HAVING A CENTRAL ANGLE OF 56 DEG 00 MIN 00 SEC, A RADIUS OF 1141.35, AND AN ARC LENGTH OF 1115.54 FEET TO A POINT;

THENCE SOUTH 07 DEG 01 MIN 58 SEC WEST 8.08 FEET TO A POINT;

THENCE WITH A CURVE TO THE RIGHT HAVING A CENTRAL ANGLE OF 90 DEG 00 MIN 00 SEC, A RADIUS OF 45.00 FEET, AND AN ARC LENGTH OF 70.69 FEET TO A POINT IN THE NORTHERLY RIGHT-OF-WAY OF CROSSINGS BOULEVARD;

THENCE WITH THE NORTHERLY RIGHT-OF-WAY OF CROSSINGS THE FOLLOWING CALLS:

THENCE NORTH 82 DEG 58 MIN 02 SEC WEST 51.34 FEET TO A POINT;

THENCE WITH A CURVE TO THE RIGHT HAVING A CENTRAL ANGLE OF 31 DEG 12 MIN 20 SEC, A RADIUS OF 1382.40 FEET AND AN ARC LENGTH OF 752.91 FEET TO A POINT;

THENCE NORTH 51 DEG 45 MIN 42 SEC WEST 427.78 FEET TO A POINT;

THENCE LEAVING SAID RIGHT-OF-WAY OF CROSSINGS BOULEVARD WITH THE MMG SOUTH PROPERTY THE FOLLOWING CALLS:

THENCE NORTH 38 DEG 14 MIN 18 SEC EAST 322.05 FEET TO A POINT;

THENCE NORTH 54 DEG 41 MIN 53 SEC WEST 320.67 FEET TO A POINT;

THENCE SOUTH 37 DEG 05 MIN 04 SEC WEST 260.68 FEET TO A POINT IN THE NORTHERLY RIGHT-OF-WAY OF CROSSINGS BOULEVARD;

THENCE CONTAINING WITH CROSSINGS BOULEVARD THE FOLLOWING CALLS:

THENCE NORTH 51 DEG 45 MIN 42 SEC WEST 60.00 FEET TO A POINT;

THENCE WITH A CURVE TO THE RIGHT HAVING A CENTRAL ANGLE OF 90 DEG 00 MIN 00 SEC, A RADIUS OF 45.00 FEET AND AN ARC LENGTH OF 70.69 FEET TO A POINT;

THENCE NORTH 51 DEG 45 MIN 42 SEC WEST 82.29 FEET TO A POINT;

THENCE WITH A CURVE TO THE RIGHT HAVING A CENTRAL ANGLE OF 41 DEG 37 MIN 06 SEC, A RADIUS OF 2241.83 FEET AND AN ARC LENGTH OF 1628.41 FEET TO A POINT;

THENCE WITH A CURVE TO THE RIGHT HAVING A CENTRAL ANGLE OF 91 DEG 52 MIN 54 SEC, A RADIUS OF 30.00 FEET AND AN ARC LENGTH OF 48.11 FEET TO A POINT;

THENCE LEAVING THE RIGHT-OF-WAY OF CROSSINGS BOULEVARD WITH THE HICKORY HOLLOW LTD PROPERTY THE FOLLOWING CALLS:

THENCE NORTH 81 DEG 44 MIN 18 SEC EAST 245.15 FEET TO A POINT;

THENCE WITH A CURVE TO THE RIGHT HAVING A CENTRAL ANGLE OF 10 DEG 23 MIN 41 SEC, A RADIUS OF 840.00 FEET AND AN ARC LENGTH OF 152.40 FEET TO A POINT;

THENCE SOUTH 02 DEG 07 MIN 59 SEC WEST 300.00 FEET TO A POINT;

THENCE SOUTH 43 DEG 52 MIN 29 SEC EAST 463.03 FEET TO A POINT;

THENCE SOUTH 81 DEG 16 MIN 30 SEC EAST 407.12 FEET TO A POINT:

THENCE NORTH 29 DEG 25 MIN 53 SEC EAST 36.87 FEET TO A POINT;

THENCE NORTH 21 DEG 37 MIN 33 SEC EAST 500.26 FEET TO A POINT;

THENCE NORTH 23 DEG 17 MIN 27 SEC EAST 254.28 FEET TO A POINT;

THENCE NORTH 19 DEG 47 MIN 23 SEC EAST 336.54 FEET TO A POINT IN THE SOUTHERLY RIGHT-OF-WAY OF CSX TRANSPORTATION RAILROAD;

THENCE WITH CSX TRANSPORTATION THE FOLLOWING CALLS:

THENCE WITH A CURVE TO THE RIGHT HAVING A CENTRAL ANGLE OF 2 DEG 43 MIN 03 SEC, A RADIUS OF 2429.33 FEET AND AN ARC LENGTH OF 115.22 FEET TO A POINT;

THENCE SOUTH 66 DEG 28 MIN 17 SEC EAST 2301.66 FEET TO THE POINT OF BEGINNING CONTAINING 4,798,811 SQUARE FEET OR 110.166 ACRES.

PROPERTY DESCRIPTION

TRACT C

BEING A TRACT OF LAND LYING IN NASHVILLE, DAVIDSON COUNTY, TENNESSEE AND BEING THE PROPERTY OF AMERICAN GENERAL REALTY INVESTMENT CORPORATION AS OF RECORD IN BOOK 8601, PAGE 976, REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE AND BEING BOUNDED ON THE NORTH BY MT. VIEW ROAD, ON THE EAST BY THE WESTERLY RIGHT-OF-WAY OF OLD FRANKLIN ROAD, ON THE SOUTH BY THE RIGHT-OF-WAY OF CSX TRANSPORTATION AND ON THE WEST BY TOMMY POTTS, ETUX AS OF RECORD IN BOOK 4572, PAGE 448, REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEING AT A POINT IN THE NORTHERLY RIGHT-OF-WAY OF CSX TRANSPORTATION AT THE INTERSECTION OF THE WESTERLY RIGHT-OF-WAY OF OLD FRANKLIN ROAD;

THENCE WITH SAID RIGHT-OF-WAY OF CSX TRANSPORTATION NORTH 66 DEG 28 MIN 17 SEC WEST 386.85 FEET TO A POINT;

THENCE LEAVING SAID RIGHT-OF-WAY OF CSX TRANSPORTATION NORTH 08 DEG 45 MIN 35 SEC EAST 620.50 FEET TO A POINT;

THENCE NORTH 82 DEG 28 MIN 45 SEC WEST 16.56 FEET TO A POINT IN THE SOUTH RIGHT-OF-WAY OF MT. VIEW ROAD;

THENCE WITH THE SOUTH RIGHT-OF-WAY OF MT. VIEW ROAD THE FOLLOWING CALLS:

THENCE WITH A CURVE TO THE RIGHT HAVING A CENTRAL ANGLE OF 13 DEG 09 MIN 47 SEC THE RADIUS OF 1407.39 FEET THE LENGTH OF 323.33 FEET TO A POINT;

THENCE NORTH 80 DEG 14 MIN 22 SEC EAST 128.98 FEET TO A POINT;

THENCE NORTH 85 DEG 57 MIN 00 SEC EAST 150.75 FEET TO A POINT;

THENCE NORTH 82 DEG 08 MIN 55 SEC EAST 289.96 FEET TO A POINT;

THENCE WITH A CURVE TO THE RADIUS HAVING A CENTRAL ANGLE OF 109 DEG 00 MIN 43 SEC THE RADIUS OF 35.00 FEET THE LENGTH OF 66.59 FEET TO A POINT IN THE WESTERLY RIGHT-OF-WAY OF OLD FRANKLIN ROAD;

THENCE WITH THE WESTERLY RIGHT-OF-WAY OF OLD FRANKLIN ROAD ALONG A CURVE TO THE LEFT HAVING A CENTRAL ANGLE OF 27 DEG 40 MIN 39 SEC A RADIUS OF 550.00 FEET A LENGTH OF 265.69 FEET TO THE POINT OF BEGINNING CONTAINING 546,120 SQUARE FEET OR 12.537 ACRES.

PROPERTY DESCRIPTION

TRACT D

BEING A TRACT OF LAND LYING IN NASHVILLE, DAVIDSON COUNTY, TENNESSEE AND BEING THE PROPERTY OF AMERICAN GENERAL REALTY INVESTMENT CORPORATION AS OF RECORD IN BOOK 8601, PAGE 976, REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE AND BEING BOUNDED ON THE NORTH BY MT. VIEW ROAD, ON THE EAST BY THE LUTHER A. HILL, ETUX PROPERTY AS OF RECORD IN BOOK 8061, PAGE 589, AND THE CHARLES W. HILL, ETUX PROPERTY AS OF RECORD IN BOOK 8061, PAGE 589, REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE, AND ON THE WEST BY THE EASTERLY RIGHT-OF-WAY OF OLD FRANKLIN ROAD AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT IN THE SOUTHERLY MARGIN OF MT. VIEW ROAD AT THE NORTHEASTERLY RIGHT-OF-WAY RETURN AT OLD FRANKLIN ROAD;

THENCE WITH MT. VIEW ROAD WITH A CURVE TO THE LEFT HAVING A CENTRAL ANGLE OF 11 DEG 19 MIN 35 SEC, A RADIUS OF 994.93 FEET AND AN ARC LENGTH OF 196.68 FEET TO A POINT;

THENCE SOUTH 36 DEG 44 MIN 35 SEC WEST 397.78 FEET TO A POINT;

THENCE NORTH 67 DEG 34 MIN 22 SEC WEST 14.00 FEET TO A POINT IN THE EASTERLY MARGIN OF OLD FRANKLIN ROAD;

THENCE WITH THE EASTERLY MARGIN OF OLD FRANKLIN ROAD AND A CURVE TO THE LEFT HAVING A CENTRAL ANGLE OF 18 DEG 26 MIN 28 SEC, A RADIUS OF 650.00 FEET AND AN ARC LENGTH OF 209.21 FEET TO A POINT;

THENCE WITH A CURVE TO THE RIGHT HAVING A CENTRAL ANGLE OF 67 DEG 41 MIN 26 SEC, A RADIUS OF 35.00 FEET AND AN ARC LENGTH OF 41.35 FEET TO THE POINT OF BEGINNING CONTAINING 20,842 SQUARE FEET OR 0.479 ACRE.

STATE OF TENNESSEE)
COUNTY OF Davidson)

The actual consideration for this transfer is $ 1,898,000 .

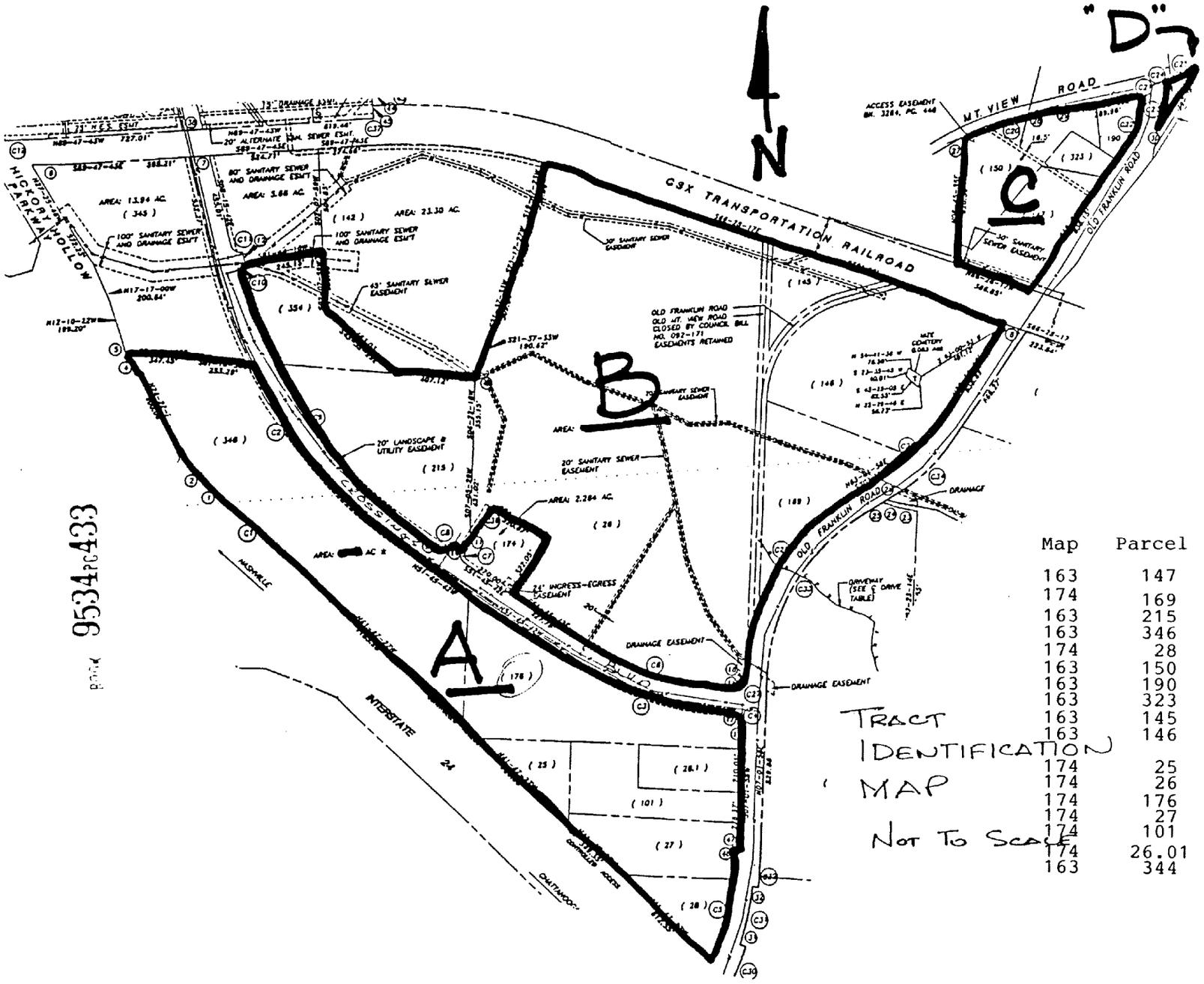
Affiant — Don R. Clapsaddle, Vice President

Subscribed and sworn to before me this 30th day of November, 1994

Notary Public

SUSAN KYLE SHAW
Notary Public, State of Texas
My Commission Expires
JULY 15, 1995

My Commission Expires: 7-15-95

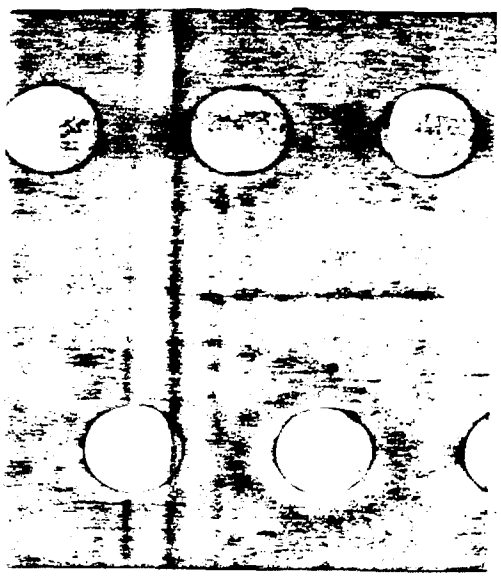


TRACT IDENTIFICATION MAP

Not To Scale

Map	Parcel
163	147
174	169
163	215
163	346
174	28
163	150
163	190
163	323
163	145
163	146
174	25
174	26
174	176
174	27
174	101
174	26.01
163	344

BOOK 9534 PG 433



OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

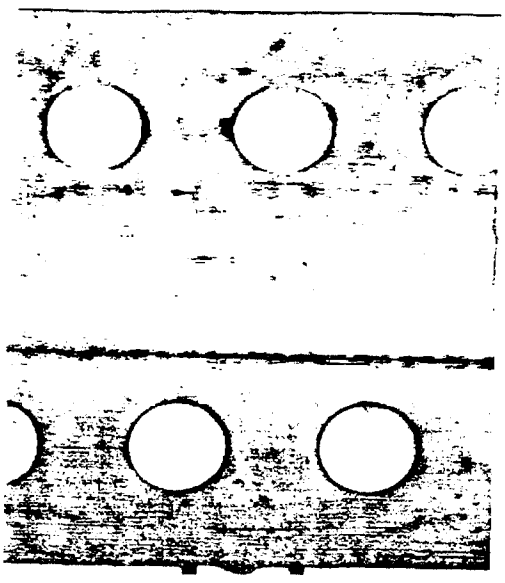
RECEIVED OF _____

FOR _____

BOOK 9534 PG 434

CO CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO MORTGAGE	REL - RELEASE	COTx - STATE TAX CONVEY
WD WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MOTx - STATE TAX MORT
TD TRUST DEED		PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID



CAMT 1898000.00
CON TX 7022.60
PRFEE 1.00
MTGFEE 44.00
AMT 7067.60
CHECK 7067.60
12/01/94 01 12:11 0001 8905

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

13432
IDENTIF. REFERENCE

94 DEC -1 PM 12:11

REGISTER
DAVIDSON COUNTY, TN

No. 858923