SPECIAL WARRANTY DEED

BOOK 9560 PAGE 250

FROM:	Third National Bank in Nashville	This instrument was prepared by: James S. Mathis FARRIS, WARFIELD & KANADAY 424 Church Street, 18th Floor Third National Financial Center Nashville, Tennessee 37219
TO:	R.C. Whiteaker and Alfred T. Adams, Jr., Grantees	

Address New Owner(s) as Follows:	Name and Address of the Person or Entity Responsible for the Payment of Real Property Taxes	Map-Parcel Numbers 93-2-8
444 James Robertson Parkway Nashville, Tennessee 37219	Same	Field Book No. 4W-11760

DEED TAX $ 1,750.00

IDENTIFICATION REFERENCE 21713

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration for this transfer is One Million One Hundred Seventy Five Thousand and 00/100 Dollars ($1,175,000.00).

A. Adams
Affiant

SUBSCRIBED AND SWORN TO before me, this the 30th day of December, 1994.

LaVerne Williams
Notary Public

NOTARY PUBLIC AT LARGE

My Commission Expires: May 28, 1995

FOR AND IN CONSIDERATION OF the sum of One Million One Hundred Seventy Five Thousand and 00/100 Dollars ($1,175,000.00), the receipt and sufficiency of which are hereby acknowledged, THIRD NATIONAL BANK IN NASHVILLE, a national banking association (the "Grantor"), has bargained and sold, and by these presents does transfer and convey unto R.C. WHITEAKER and ALFRED T. ADAMS, JR., their heirs and assigns (the "Grantees"), the following described property to the extent such property is contained within that certain tract of land in the First Civil District of Metropolitan Nashville, Davidson County, Tennessee being Lot "Cb" as shown on the Plan of Resubdivision of Parcels "Ca" and "C" of the Capital Hill Redevelopment Project as of record in Plat Book 3500, page 109, Register's Office of Davidson County, Tennessee:

> Land in the City of Nashville, County of Davidson, State of Tennessee, being a portion of Parcel C on the Map of a Resubdivision of Parcels "C" and "Fb" of the Capitol Hill Redevelopment Project, as of record in Book 2854, page 139, Registers Office of Davidson County, Tennessee, and further bounded and described as follows:
>
> BEGINNING at a point on the easterly margin of James Robertson Parkway, said point being a point on a curve whose radius is 955.0 feet and a central angle is 7° 47' and is a distance of 84.9 feet from the south end of a curve at the southeasterly corner of

the intersection of Gay Street and James Robertson Parkway: said point of beginning is also the most southerly corner of Parcel C(a) of record in Book 2854, page 139, Register's Office of Davidson County; thence with a line whose bearing is North 65° 21' East, a distance of 302.9 feet to the westerly margin of Third Avenue, North; thence with this westerly margin whose bearing is South 27° 17' East a distance of 195.38 feet; thence with a line whose bearing is South 65° 21' West a distance of 268.23 feet to the easterly margin of James Robertson Parkway; thence with this easterly margin whose bearing is North 36° 57' West a distance of 155.17 feet to a point of tangency of a curve to the left; thence with this curve whose radius is 955.0 feet and central angle is 2° 41.4' a distance of 44.83 feet to the point of beginning, and containing 55,642.34 square feet more or less.

Being the same property conveyed to Third National Bank by deed from Pasbjerg Corporation of Tennessee of record in Book 3613, page 89, said Register's Office.

The property being conveyed hereunder (the "Property") is improved property, known as 444 James Robertson Parkway, Nashville, Tennessee.

The Property is conveyed subject to the following (the "**Permitted Encumbrances**"):

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

2. All matters contained on that certain Map of a Resubdivision of Parcels "C" and "Fb" of the Capitol Hill Redevelopment Project, as of record in Book 2854, page 139, said Register's Office.

3. Agreement of record in Book 3458, page 389, said Register's Office.

4. All matters contained on that certain Plan of Resubdivision of Parcels "Ca" and "C" of the Capital Hill Redevelopment Project as of record in Plat Book 3500, page 109, said Register's Office.

TO HAVE AND TO HOLD the Property with the appurtenances, estate, title and interest thereto belonging to the Grantees, their heirs and assigns forever.

And Grantor does covenant with the Grantees that Grantor is lawfully seized and possessed of the Property in fee simple and Grantor has a good right to convey the Property.

And Grantor does further covenant and bind Grantor, its successors and assigns to warrant and forever defend the title to the Property to the Grantees, their heirs and assigns against the lawful claims of all persons whomsoever claiming by, through or under Grantor, but not further or otherwise, except as to the Permitted Encumbrances, to which this conveyance is expressly made subject.

Furthermore, Grantor has bargained and sold, and by these presents does transfer, quitclaim and convey unto Grantees, their heirs and assigns, all of Grantor's rights, title and interest in and to a certain tract or parcel of land in Davidson County, State of Tennessee, described as follows, to wit:

A tract of land in the First Civil District of Metropolitan Nashville, Davidson County, Tennessee being Lot "Cb" as shown on the Plan of Resubdivision of Parcels "Ca" and "C" of the Capital Hill Redevelopment Project as of record in Plat Book 3500, page 109, Register's Office of Davidson County, Tennessee.

Witness our hands this 30th day of December, 1994.

THIRD NATIONAL BANK IN NASHVILLE

By: _____

Title: S.V.P.

By: _____

Title: Asst. Vice President

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, LaVerne Williams, a Notary Public of said County and State, personally appeared T. Michael Logan, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be Sen. V.P. (or other officer authorized to execute the instrument) of THIRD NATIONAL BANK IN NASHVILLE, the within named bargainor, a national banking association, and that T. Michael Logan as such Sen. V.P. executed the foregoing instrument for the purposes therein contained, by signing the name of the national banking association by himself as Senior V.P..

Witness my hand and seal, at Office in Nashville, this 30th day of December, 1994.

LaVerne Williams
Notary Public

My Commission Expires: May 28, 1995

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, LaVerne Williams a Notary Public of said County and State, personally appeared Steven O. Smith, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be Asst. Vice Pres. (or other officer authorized to execute the instrument) of THIRD NATIONAL BANK IN NASHVILLE, the within named bargainor, a national banking association, and that Steven O. Smith as such Asst. V.P. executed the foregoing instrument for the purposes therein contained, by signing the name of the national banking association by himself as Asst. Vice Pres.

Witness my hand and seal, at Office in Nashville, this 30th day of December, 1994.

LaVerne Williams
Notary Public

My Commission Expires: May 28, 1995

95 12/30 0101 03CHECK 436.50



OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

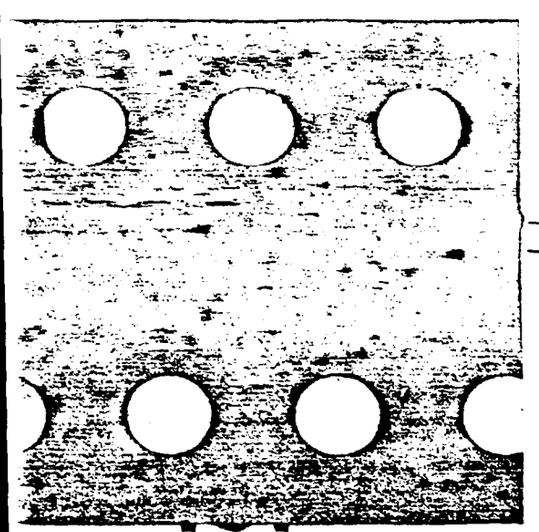
RECEIVED OF _____

FOR _____

BOOK 9560 PG 283

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 1175000.00
CON TX 4347.50
PRFEE 1.00
WDEED 12.00
TOTAL 4360.50
STATE 4360.50

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

12/30/94 01 14:03 0001 0005

21713
IDENTIFICATION REFERENCE

94 DEC 30 PM 2:03

DAVIDSON COUNTY TN

No. 867890