BOOK 9567 PG 685

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SPECIAL WARRANTY DEED

FROM: Third National Bank in Nashville, Grantor

TO: Clements-Bartosh Interests, L.L.C., Grantee

This instrument was prepared by:
Cynthia N. Sellers
Farris, Warfield & Kanaday
Seventeenth Floor
Third National Bank Building
Nashville, Tennessee 37219

Address New Owner(s) as Follows:	Name and Address of the Person or Entity Responsible for the Payment of Real Property Taxes	Map-Parcel Number
Clements-Bartosh Interests, L.L.C. 2105 Picadilly Place Nashville, Tennessee 37215	Same	Part of 104-14-7 Field Book Number Part of 7DA-01805

STATE OF TENNESSEE)
COUNTY OF ~~DAVIDSON~~ Williamson)

The actual consideration or value, whichever is greater, for this transfer is Five Hundred Seventy Seven Thousand and No/100 Dollars ($577,000.00).

Affiant

SUBSCRIBED AND SWORN TO before me, this the 19th day of December, 1994.

Notary Public

My Commission Expires: 1/4/97

FOR AND IN CONSIDERATION OF the sum of Ten and No/100 Dollars ($10.00), the receipt and sufficiency of which are hereby acknowledged, Third National Bank in Nashville (the "Grantor") has bargained and sold, and by these presents does transfer and convey unto Clements-Bartosh Interests, L.L.C., a Tennessee limited liability company (the "Grantee"), its successors and assigns a certain tract or parcel of land in Davidson County, State of Tennessee, being described as follows (the "Property"):

> See Exhibit A attached hereto and incorporated herein by reference for a more complete property description.

The Property is unimproved real property.

This conveyance is expressly made subject to those matters more specifically set forth on Exhibit A attached hereto and incorporated herein by this reference.

TO HAVE AND TO HOLD the Property with the appurtenances, estate, title and interest thereto belonging to the Grantee, its successors and assigns forever.

And Grantor does covenant with the Grantee 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 Grantee, its successors and assigns against the lawful claims of all persons whomsoever claiming by, through or under Grantor, but not further or otherwise, except as to those matters set forth on Exhibit A, to which this conveyance is expressly made subject.

Witness our hand this 19th day of December, 1994.

THIRD NATIONAL BANK IN NASHVILLE

By: _____

Title: S.V.P.

By: Nina N. Vowell

Title: AVP

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, LaDeme 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 Senior Vice President (or other officer authorized to execute the instrument) of THIRD NATIONAL BANK IN NASHVILLE, the within named bargainor, a national banking association, and that he as such Senior Vice President executed the foregoing instrument for the purposes therein contained, by signing the name of the national banking association by himself as Senior Vice President.

Witness my hand and seal, at Office in Nashville, this 19th day of December, 1994.

LaDeme Williams
Notary Public

NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

My Commission Expires: May 28, 1995

STATE OF TENNESSEE)
COUNTY OF ~~DAVIDSON~~ WILLIAMSON)

Before me, FRANCENE W CAVIN, a Notary Public of said County and State, personally appeared NINA N VOWELL, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged herself to be Assistant Vice-President (or other officer authorized to execute the instrument) of THIRD NATIONAL BANK IN NASHVILLE, the within named bargainor, a national banking association, and that she as such Asst. Vice-Pres. executed the foregoing instrument for the purposes therein contained, by signing the name of the national banking association by herself as Asst. Vice-President.

Witness my hand and seal, at Office in ~~Nashville~~ Brentwood, this 19th day of December, 1994.

Francene W Cavin
Notary Public

NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

My Commission Expires: 1/4/97

EXHIBIT A

A tract of land lying in the 1st Civil District, 25th Councilmanic District of Metropolitan Nashville, Davidson County, Tennessee, being all of Whitworth Phase 3, Section 2, as shown on an unrecorded plat and more particularly described as follows:

BEGINNING at a concrete monument in the westerly right-of-way line of Sharondale Drive (as widened) and also in the southeasterly corner of Lot 85 of Whitworth Phase 1, as of record in Plat Book 7900, page 144, Register's Office for Davidson County, Tennessee, along the westerly right-of-way of Sharondale Drive South 2° 06' 05" West, 234.67 feet to the true point of beginning for the subject tract. Thence from said true point of beginning and proceeding as follows:

ALONG the westerly right-of-way line of Sharondale Drive (as widened) as follows: South 02° 06' 05" West, 241.99 feet;

THENCE with the northwesterly right-of-way line of Compton Road (as widened) as follows: South 35° 53' 09" West, 338.75 feet; South 32° 31' 26" West, 280.98 feet;

THENCE leaving the said right-of-way line of Compton Road North 86° 42' 40" West, 133.75 feet;

THENCE North 57° 46' 00" West, 294.08 feet;
THENCE North 07° 51' 04" West, 81.68 feet;
THENCE North 5° 02' 30" East, 81.88 feet;
THENCE North 25° 16' 10" East, 57.78 feet;
THENCE North 32° 25' 00" East, 64.16 feet;
THENCE North 65° 13' 57" East, 112.53 feet;
THENCE North 74° 06' 00" East, 220.00 feet;
THENCE North 70° 20' 54" East, 40.02 feet;
THENCE North 50° 07' 54" East, 35.65 feet;
THENCE North 37° 44' 55" East, 32.65 feet;
THENCE North 03° 32' 12" East, 47.92 feet;
THENCE North 03° 25' 55" East, 64.87 feet;

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THENCE South 85° 33' 00" East, 120.00 feet to the westerly right-of-way line of Prestwick Court;

THENCE with said right-of-way line of Prestwick Court as follows:

NORTHWESTWARDLY with a curve to the right 71.92 feet, said curve having a radius of 320.00 feet, a central angle of 12° 52' 38", and a chord of 71.77 feet at North 13° 54' 41" East; North 20° 21' 00" East, 9.82 feet; northwestwardly with a curve to the left 42.76 feet, said curve having a radius of 30.00 feet, a central angle of 81° 39' 53" and a chord of 39.23 feet at North 20° 28' 56" West to the southerly right-of-way line of Whitworth Way;

THENCE with the said southerly right-of-way line of Whitworth Way as follows:

SOUTHEASTWARDLY with a curve to the left 132.39 feet, said curve having a radius of 315.00 feet, a central angle of 24° 04' 50" and a chord of 131.42 feet at South 73° 21' 18" East; southeastwardly with a curve to the right 45.81 feet, said curve having a radius of 30.00 feet, a central angle of 87° 29' 48" and a chord of 41.49 feet at South 41° 38' 49" East to the said true point of beginning.

CONTAINING 7.473 acres, more or less.

BEING a portion of the same property conveyed to Third National Bank in Nashville, by Deed from RCC Associates, a Delaware Limited Partnership, of Record in Book 8236, page 176, Register's Office for Davidson County, Tennessee.

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EXHIBIT B

Encumbrances

1. Lien for 1994 taxes, which are being prorated and will be payable in full by Grantor.

2. All matters shown on Plat recorded in Book 6900, page 840 and 841, Register's Office for Davidson County, Tennessee.

3. Sewer Easement(s) as set forth in instrument recorded in Book 3467, page 204, said Register's Office.

4. Easement for the flow of any creeks, streams or branches.

5. Easements, or claims of easements, not shown by the public records.

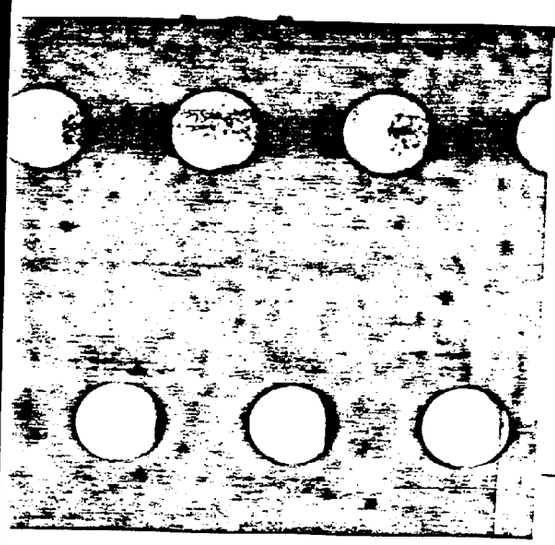
6. Any discrepancies, conflicts, encroachments, servitudes, shortages in area and boundaries or other facts which a correct survey would show.

7. All matters shown on a plat and restrictive covenants being recorded simultaneously with this Deed.

24073
IDENTIF. & REFERENCE

95 JAN -9 PM 3:46

REGISTER
DAVIDSON COUNTY, TN.



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

RECEIVED OF _____

FOR _____

BOOK 9567 PG 690

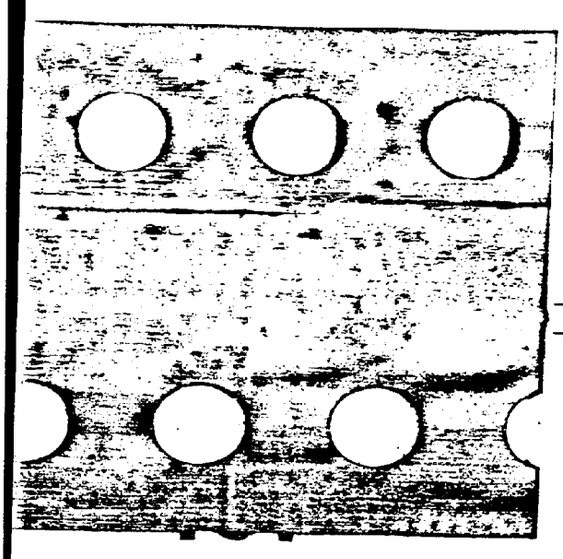
CO - CONVEYANCE
MO - MORTGAGE
WD - WARRANTY DEED
TD - TRUST DEED

CC - CERTIFIED COPY
REL - RELEASE
UCC - UNIFORM COMMERCIAL CODE

MISC - MISCELLANEOUS
CO TX - STATE TAX CONVEY
MO TX - STATE TAX MORT
PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID
			CAMT	
				577000.00
			CON TX	2134.90
			PRFEE	1.00
			WDEED	20.00
			TOTAL	2155.90
			CHECK	2155.90
01/09/95	01		15:46 0001	0569

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK



24073
IDENTIF. & REFERENCE

95 JAN -9 PM 3:46

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 870431