BOOK 9740 PG 889

~~AFTER RECORDING RETURN TO:~~

Hailwest Properties
2605 Elm Hill Pike
Suite G
Nashville, TN 37214

Prepared by: NationsBank Legal Department
100 N. Tryon, NC1-007-20-01
Charlotte, N.C. 28202-4003

Address of New Owner:	Send Tax Bills To:	Map-Parcel No.
Hailwest Properties 2605 Elm Hill Pike Suite G Nashville, TN 37214	Hailwest Properties 2605 Elm Hill Pike Suite G Nashville, TN 37214	84-16-176

95 JUL 25 PM 1:25

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THE STATE OF TENNESSEE §
§
COUNTY OF DAVIDSON §

The actual consideration or value, whichever is greater, for this transfer is $ 298,483.00.

Affiant (Grantee)

Subscribed and sworn to before me, this the 24th day of July, 1995.

[Official Seal]

Notary Public

My Commission Expires: 7/26/97

DYKE TATUM NOTARY PUBLIC AT LARGE STATE OF TENN.

SPECIAL WARRANTY DEED

NATIONSBANK OF TENNESSEE, N.A., a national banking association, formerly known as NationsBank of Tennessee, a state banking association, formerly known as Sovran Bank/Tennessee ("Grantor"), for and in consideration of the sum of TEN AND NO/100 DOLLARS ($10.00) paid to Grantor and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, has GRANTED, SOLD, and CONVEYED and does hereby GRANT, SELL, and CONVEY unto HAILWEST PROPERTIES ("Grantee") in fee simple, his heirs and assigns, that certain land located in Davidson County, Tennessee, and being more particularly described in Exhibit A, attached hereto and incorporated herein by reference, together with all improvements, if any, located on such land (such land and improvements being collectively referred to as the "Property").

This conveyance is made and accepted subject to all matters (the "Permitted Exceptions") set forth in Exhibit B, attached hereto and incorporated herein by reference.

TO HAVE AND TO HOLD the Property, together with all and singular the rights and appurtenances pertaining thereto, including all of Grantor's right, title and interest in and to adjacent streets, alleys and rights-of-way, subject to the Permitted Exceptions, unto Grantee and Grantee's heirs, successors and assigns forever; and Grantor does hereby bind itself and its successors to warrant and forever defend the Property unto Grantee and Grantee's heirs, successors and assigns, against every person whomsoever lawfully claiming or to claim the same or any part thereof, by, through or under Grantor, but not otherwise.

Except for the limited warranty of title herein contained, GRANTEE ACKNOWLEDGES THAT GRANTOR HAS NOT MADE, DOES NOT MAKE AND SPECIFICALLY NEGATES AND DISCLAIMS ANY REPRESENTATIONS, WARRANTIES, PROMISES, COVENANTS, AGREEMENTS OR GUARANTIES OF ANY KIND OR CHARACTER WHATSOEVER, WHETHER EXPRESS OR IMPLIED, ORAL OR WRITTEN, PAST, PRESENT OR FUTURE, OF, AS TO, CONCERNING OR WITH RESPECT TO (A) THE VALUE, NATURE, QUALITY OR CONDITION OF THE PROPERTY, INCLUDING, WITHOUT LIMITATION, THE WATER, SOIL AND GEOLOGY, (B) THE INCOME TO BE DERIVED FROM THE PROPERTY, (C) THE SUITABILITY OF THE PROPERTY FOR ANY AND ALL ACTIVITIES AND USES WHICH GRANTEE MAY CONDUCT THEREON, (D) THE COMPLIANCE OF OR BY THE PROPERTY OR ITS OPERATION WITH ANY LAWS, RULES, ORDINANCES OR REGULATIONS OF ANY APPLICABLE GOVERNMENTAL AUTHORITY OR BODY, (E) THE HABITABILITY, MERCHANTABILITY, MARKETABILITY, PROFITABILITY OR FITNESS FOR A PARTICULAR PURPOSE OF THE PROPERTY, (F) THE MANNER OR QUALITY OF THE CONSTRUCTION OR MATERIALS, IF ANY, INCORPORATED INTO THE PROPERTY, (G) THE MANNER, QUALITY, STATE OF REPAIR OR LACK OF REPAIR OF THE PROPERTY, OR (H) ANY OTHER MATTER WITH RESPECT TO THE PROPERTY, AND SPECIFICALLY, THAT GRANTOR HAS NOT MADE, DOES NOT MAKE AND SPECIFICALLY DISCLAIMS ANY REPRESENTATIONS REGARDING COMPLIANCE WITH ANY ENVIRONMENTAL PROTECTION, POLLUTION OR LAND USE LAWS, RULES, REGULATIONS, ORDERS OR REQUIREMENTS, INCLUDING THE DISPOSAL OR EXISTENCE, IN OR ON THE PROPERTY, OF ANY PETROLEUM HYDROCARBONS, RADON GAS OR HAZARDOUS MATERIALS, SUBSTANCES OR WASTES AS DEFINED BY ALL APPLICABLE FEDERAL, STATE AND LOCAL LAWS. EXCEPT FOR THE LIMITED WARRANTY OF TITLE EXPRESSLY SET FORTH HEREIN, GRANTEE FURTHER ACKNOWLEDGES THAT TO THE MAXIMUM EXTENT PERMITTED BY LAW, THE SALE OF THE PROPERTY IS MADE ON AN "AS IS" CONDITION AND BASIS WITH ALL FAULTS.

By acceptance of this Special Warranty Deed, Grantee agrees to and accepts all of the foregoing matters.

Ad valorem taxes for the present year having been prorated, Grantee hereby assumes payment thereof, and subsequent assessments for that and prior years due to change in land usage, ownership, or both.

IN WITNESS WHEREOF, GRANTOR, has caused this Special Warranty Deed to be executed on the 19th day of July, 1995.

ATTEST:

Assistant Secretary

NATIONSBANK OF TENNESSEE, N.A., a national banking association

By: _____

Name: Douglas J. Kroiss

Title: Senior Vice President

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STATE OF NORTH CAROLINA §
§
COUNTY OF MECKLENBURG §

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared Douglas J. Kroiss, with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence), and who upon his/her oath acknowledged him/herself to be the Vice President of NationsBank of Tennessee, N.A., a national banking association, the within named bargainor, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by him/herself as such Vice President.

Witness my hand and seal, at Charlotte, North Carolina this the 18th day of July, 1995.

[Official Seal]

Notary Public, State of North Carolina

My Commission Expires: 5-9-98

EXHIBIT A

LAND

TRACT I:

Land in the 3rd, formerly 2nd, Civil District of Davidson County, Tennessee, being parts of Lots Nos. 3 and 4 on a Map of the Subdivision of part of the Alex Perry Lands near Donelson, Tennessee, by survey of Erle Drake, County Surveyor, December 20, 1922, and described according to a copy of a survey of three lots being part of the Helm property in said District by Z.J. Wilkinson, Surveyor, March 9, 1945, and a 20 foot roadway for the right of ingress and egress to the Old Lebanon Road, said right-of-way being a part of Lot No. 3 on the Map of the Alex Perry lands.

Said parts of Lots Nos. 3 and 4 are described as follows: BEGINNING at a point on the westerly margin of a 20 foot roadway North 1-3/4 deg. west 225 feet from the center of the Old Lebanon Pike, being the northeast corner of part of Lots Nos. 3 and 4 of the Alex Perry Lands, conveyed to Huber E. Huffer by deed of record in Book 1272, page 226, said Register's Office, and being erroneously called parts of Lots Nos. 3 and 4 on the Map of Donelson Heights, not of record; thence south 87 deg. west, passing Hubert Huffer's northwest corner at 70 feet, and along the north line of the C.A. Singleton Lot, 184 feet to a point in the east boundary of the Donelson Heights Subdivision, not of record, being the east line of the property conveyed to Ernest Kelly, by deed of record in Book 1235, page 259, said Register's Office; thence north 3 deg. west along Kelly's east line 75 feet to a point; thence south 87 deg. east 184 feet to a point in the west margin of a 20 foot roadway; thence with the margin of the same southerly 75 feet to the point of beginning.

INCLUDED in this transfer is all of grantor's right (said right not being exclusive), title and interest in an easement for ingress and egress of Old Lebanon Road, along said 20 foot roadway known as Helm's Land, and described as follows:

BEGINNING at a point at the southeast corner of part of Lots Nos. 3 and 4 conveyed to Hubert E. Huffer, by deed of record in Book 1272, page 226, said Register's Office; thence with Huffer's east line north 1-3/4 deg. west passing Huffer's northeast corner at 225 feet, in all a distance of 300 feet, to the northeast corner of the property herein conveyed; thence north 87 deg. east 20 feet to a point; thence south 1-3/4 deg. east 300 feet to the point in the center line of Old Lebanon Road; thence south 87 deg. west 200 feet to the beginning.

TRACT II:

Land in Davidson County, Tennessee, being parts of Lots Nos. 3 and 4 on the Map of the Subdivision of part of the Alex Perry Lands near Donelson, Tennessee, and described according to a copy of survey thereof made March 9, 1945, by Z.J. Wilkinson, surveyor, together with a 20-foot roadway running south from the land in question to the Old Lebanon Road, said right of way being part of Lot No. 3 of the Alex Perry Lands, and described as follows:

BEGINNING at a point in the west margin of a 20-foot roadway, now called Helms Lane, North 1-3/4 deg. west 300 feet from the centerline of Old Lebanon Pike, begin 75 feet north of the northeast corner of the property conveyed to Hubert E. Huffer, by deed of record in Book 1272, page 226, Register's Office for said County; thence South 87 deg. west 184 feet, more or less, to a point in the

east line of Donelson Heights, not of record; thence with the easterly line of the same, North 3 deg. west 75 feet to a point, the southwest corner of the property conveyed to Herbert L. Helms, by deed of record in Book 1320, page 487, Register's Office; thence along Helms' south line, North 86 deg. 15' East, 184 feet to the northwest terminus of said 20-foot roadway; thence with the margin of the said roadway, now called Helms Lane, South 1-3/4 deg. east 75 feet to the point of beginning.

TOGETHER with the right of ingress and egress over a 20-foot roadway in front and from the land in question running southerly to the Lebanon Pike; said roadway being set forth and more fully described in the deed to E.C. Vinson, of record in Book 2083, page 319, Register's Office, which right of user of said roadway is specifically herein conveyed to the rights, however, of other adjoining property owners.

BEING the same property conveyed to NationsBank of Tennessee, N.A., a National Banking Association by Substitute Trustee's Deed from Marc T. McNamee, Substitute Trustee, dated June 30, 1994, recorded June 30, 1994, in Book 9393, page 632, Register's Office for Davidson County, Tennessee.

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EXHIBIT B
PERMITTED EXCEPTIONS

1. Rights of parties in possession.

2. Governmental rights of police power or eminent domain unless notice of the exercise of such rights appears in the public records as of the date hereof; and the consequences of any law, ordinance or governmental regulation including, but not limited to, subdivision, building and zoning ordinances.

3. Defects, liens, encumbrances, adverse claims or other matters 1) not known to the Grantor and not shown by the public records but known to the Grantee as of the date hereof and not disclosed in writing by the Grantee to the Grantor prior to the date hereof; 2) resulting in no loss or damage to the Grantee; or 3) attaching or created subsequent to the date hereof.

4. Visible and apparent easements and all underground easements, the existence of which may arise by unrecorded grant or by use.

5. Any and all unrecorded leases, if any, and rights of parties therein.

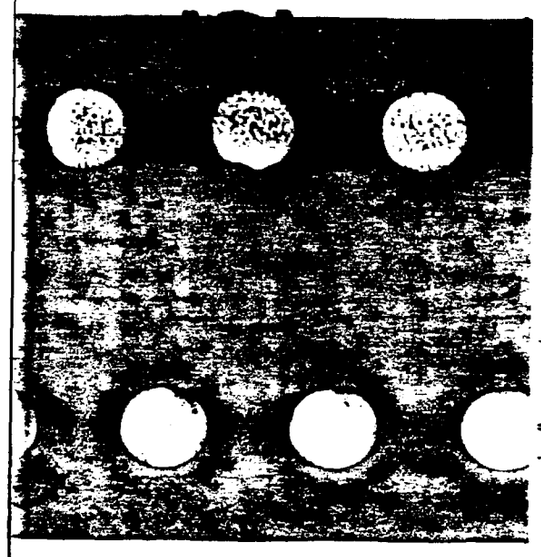
6. Taxes and assessments for the year of closing and subsequent years and subsequent assessments for prior years due to a change in use or ownership.

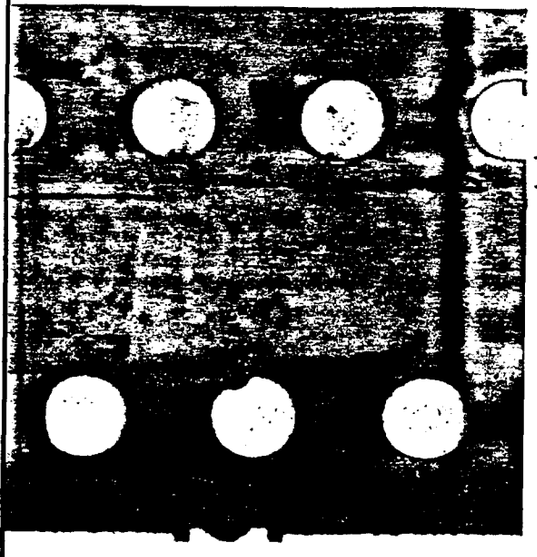
7. All valid and enforceable covenants, liens, encumbrances, defects, easements and other matters as shown on the public record.

8. All matters which would be disclosed by a personal inspection of the Property or by a current, accurate, physical survey of the Property.

Initials

4930 07/26 0101 03CHECK 1133.39





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

RECEIVED OF _____

FOR _____

BOOK 9740 PG 896

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
298483.00
CON TX 1104.39
PRFEE 1.00
WDEED 28.00
TOTAL 1133.39
CHECK 1133.39
07/26/95 01 13:26 0001 4930

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0082517
IDENTIF. # REFERENCE

95 JUL 26 PM 1:25
REGISTER
DAVIDSON COUNTY, TN.

No. 933996