This instrument prepared by:
Mary Frances Rudy, Attorney
1187 Vultee Boulevard
Nashville, TN 37217

BOOK 9749PG307

SPECIAL WARRANTY DEED

ADDRESS NEW OWNERS AS FOLLOWS:
Fox Ridge Homes, Inc.
5115 Maryland Way, #300
Brentwood, TN 37027

SEND TAX BILLS TO:
SAME

MAP/PARCEL NO.
MAP 62-2-A, PARCELS 111, 120, 128, 135, 136, 138, 140, 152, 115, 116, 117 and 133

FOR AND IN CONSIDERATION of the sum of Ten Dollars ($10.00), cash in hand paid by the hereinafter named Grantee, and other good and valuable consideration, the receipt of which is hereby acknowledged,

I, JOHN E. CAIN, III, TRUSTEE, with full power to convey without the necessity of the joinder of any beneficiary or any other co-trustee, (hereinafter sometimes called "Grantor") does hereby bargain, sell, transfer and convey unto FOX RIDGE HOMES, INC., a Tennessee corporation, its successors and assigns, all his right, title and interest in and to the property in Davidson County, Tennessee, more particularly described as follows:

SEE ATTACHED EXHIBIT "A" FOR LEGAL DESCRIPTION

This sale also includes water and sewer tap credits on the above lots to the extent same are owned by Grantor.

TO HAVE AND TO HOLD said tract or parcel of land with the appurtenances, estate, title and interest thereto belonging to the said Fox Ridge Homes, Inc., its successors and assigns, forever.

AND John E. Cain, III, Trustee does covenant with the said Fox Ridge Homes, Inc. that he is lawfully seized and possessed of said land in fee simple, has a good right to convey it and that the same is unencumbered, except as shown on Exhibit B attached hereto.

AND John E. Cain, III, Trustee does further covenant and bind himself, his heirs, representatives and assigns to warrant and forever defend the title to said land to the said Fox Ridge Homes, Inc., its successors and assigns against the lawful claims of all persons claiming through and under Grantor (other than claims arising out of the matters set forth on Exhibit B), but not further or otherwise.

IN WITNESS WHEREOF, this Special Warranty Deed has been executed this 19th day of July, 1995.

John E. Cain, III, Trustee

RECORDERS MEMO.
LEGIBILITY OF WRITING, TYPING OR PRINTING IN THIS DOCUMENT UNSATISFACTORY WHEN RECEIVED

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named John E. Cain, III, Trustee, the bargainor, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that he executed the within instrument for the purposes therein contained.

WITNESS my hand and official seal at Nashville, Tennessee this 19th day of July, 1995.

My Commission Expires: 3-22-97

Notary Public

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value whichever is greater for this transfer is $132,000.00.

AFFIANT

My Commission Expires: 3-22-97

NOTARY PUBLIC

EXHIBIT B
EXCLUSIONS

1. Taxes for 1994 and thereafter.

2. Transmission Line Easement of record in Book 1163, Page 341, Register's Office for Davidson County, Tennessee.

3. Flowage Easement of record in Book 2022, Page 83, Register's Office for Davidson County, Tennessee.

4. Easement of record in Book 3959, Page 595, Register's Office for Davidson for Davidson County, Tennessee.

5. Matters shown on the plan of record in Book 6250, pages 995, 996 and 997, Book 6900, pages 158 and 159, Book 6900, Page 615 and Book 6900, Page 741, Register's Office for Davidson County, Tennessee.

6. Declaration of Covenants, Conditions and Restrictions of record in Book 6851, Page 370 and amended in Book 6982, Page 747 and By-Laws of record in Book 6851, Page 390, Register's Office for Davidson County, Tennessee.

7. Charter of Incorporation of River Trace Homeowner's Association of record in Book 6851, Page 363, Register's Office for Davidson County, Tennessee.

8. Title of that portion of the property line between the high and low water marks of the Cumberland River.

"EXHIBIT A"

Being Lots Nos. 111, 120, 128, 135, 136, 138, 140, and 152, on the Plan of the Subdivision of River Trace Estates, Phase 1, Section II of record in Plat Book 6900, Pages 158 and 159, Register's Office for Davidson County, Tennessee; and

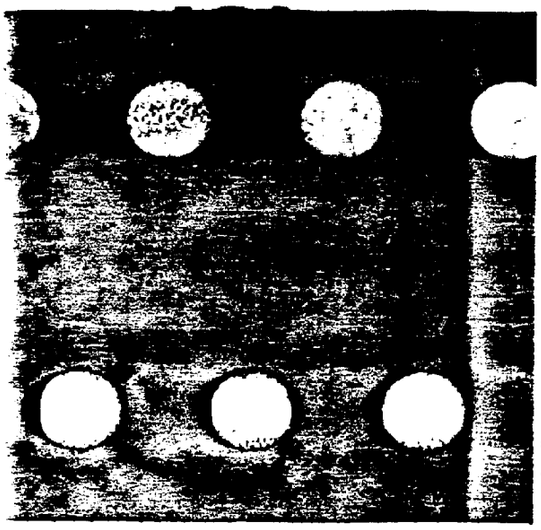
Being Lots Nos. 115, 116, 117 and 133 on the Plan of River Trace Estates, Phase 1, Section 2, Lots: 97-104, 102-108, 110, 113-119, 122-123, 130-134, 163-164, 177-184 of record in Plat Book 6900, Page 741, Register's Office for Davidson County, Tennessee, to which plat reference is hereby made for a more complete legal description.

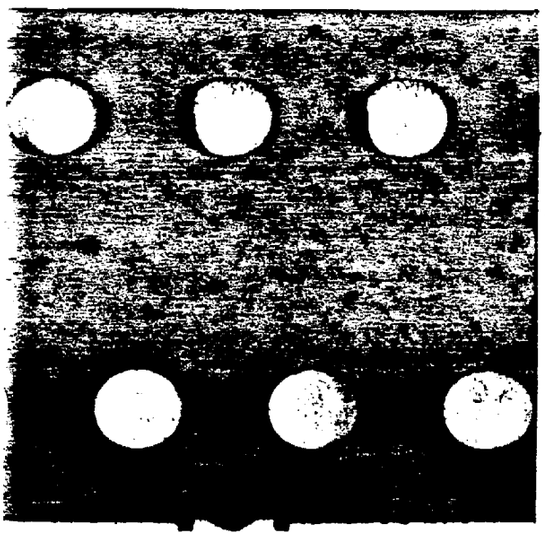
Being a portion of the same property conveyed to John E. Cain, III, Co-Trustee by deed from George T. Hicks, Trustee of record in Book 8662, Page 873, Register's Office for Davidson County, Tennessee.

00851196
IDENTIF. ↑ REFERENCE

95 AUG -2 PM 12: 36
FELIX Z. WILSON III REGISTER
DAVIDSON COUNTY, TN.

7803 08/02 01:01 03CHECK 501.40





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

RECEIVED OF _____

FOR _____

BOOK 9749 PG 310

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
			MAMT	132000.00
			MOR TX	488.40
			PRFEE	1.00
			TDEED	12.00
			TOTAL	501.40
			CHECK	501.40
08/02/95	01		12:40 0001	7803

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0085196 IDENTIF. ↑ REFERENCE

95 AUG -2 PM 12:36
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 936835