Box 50-B

Stokes & Bartholomew, P.A.
3310 West End Avenue, 4th Floor
Nashville, Tennessee 37203

BOOK 10137 PG 602

ADDRESS NEW OWNER:	SEND TAX BILL TO:	MAP-PARCEL
W.L. Bainbridge, Inc.	owner	176-1-7
401 Church Street		176-1-8
Suite 2310		176-1-50
Nashville, TN 37219		

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of TEN AND NO/100 ($10.00) DOLLARS cash in hand paid, and other good and valuable consideration, the receipt and sufficiency of all of which are hereby acknowledged, T & T PARTNERS I, a Texas general partnership, (the "Grantor"), has bargained and sold, and by these presents does transfer and convey unto the said W. L. Bainbridge, Inc. a Tennessee corporation, (the "Grantee"), Grantee's successors and assigns, a certain tract or parcel of land in the Davidson County, State of Tennessee, described as follows:

Land in Davidson County, Tennessee, being Lots No. 66, 67 and 78, on the Final Plat of Hickory Woods, Section A, of record in Book 6900, page 511, and as corrected in Book 7582, page 167, Register's Office for said County, to which reference is hereby made for a more complete and accurate legal description.

Being part of the same property conveyed to T & T Partners I, a Texas General Partnership by deed from Southern Development Corporation, a Texas Corporation, of record in Book 9616, page 481, re-recorded in Book 9668, page 701, Register's Office for said County.

Also, being part of the same property conveyed to T & T Partnership I, a Texas General Partnership by Successor Trustee's Deed from John A. Gupton, III, Successor Trustee, of record in Book 9656, page 488, Register's Office for said County.

This is unimproved property known as Lots 93 and 105, Hickory Wood, Section A, Nashville, Tennessee.

This conveyance of the Property, and all covenants and warranties contained herein are made expressly subject to the following:

1. Subject to 1996 Metropolitan Government Property taxes and subsequent years thereafter.
2. All matters shown on the Plan of record in Book 6900, page 511, and as corrected in Book 7582, page 167, said Register's Office.
3. Declaration of Covenants, Conditions, Liens, Easements and Restrictions, including, but not limited to, easement, assessments, special assess, charges and liens, contained in an instrument of record in Book 7422, page 235, and in Book 7422, page 301, superceded and amended of record in Book 7857, page 94, re-recorded of record in Book 7876, page 75, as corrected of record in Book 9616, page 470, and amended and restated of record in Book 9678, page 187, said Register's Office.
4. By-Laws of Hickory Woods Estates Homeowner's Association of record ion Book 7422, page 273 and of record in Book 7932, page 648, amended and restated of record in Book 9678, page 213.

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said Grantee, and Grantee's successors and assigns forever.

And Grantor covenants with the said Grantee that it is lawfully seized and possessed of the Property in fee simple, has a good right to convey it, and the same is free from all encumbrances made or suffered by Grantor except to the extent otherwise set forth herein.

And Grantor does further covenant and bind itself, and its successors and assigns, to warrant and forever defend the title to the Property to the said Grantee, Grantee's successors and assigns, against the lawful claims of all persons claiming by, through or under the Grantor, but not further or otherwise.

IN WITNESS WHEREOF, the Grantor has caused this Special Warranty Deed to be executed this 17th day of July, 1996.

T & T PARTNERS I, a Texas general partnership

By: TWD TENNESSEE LTD., a Texas limited partnership, its Managing General Partner

By: TAYLOR-DUNCAN INTEREST, INC., its sole general partner

By: Phillip W. Duncan

Title: Vice President

STATE OF Texas
COUNTY OF Dallas

Personally appeared before me, the undersigned, a Notary Public of said county and state, Phillip W Duncan with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged Taylor-Duncan Interest, Inc., a Texas corporation, to be the sole general partner of TWD Tennessee, Ltd., a Texas limited partnership, and that said limited partnership is the managing general partner of T & T Partners, I, a Texas general partnership, and is authorized by said partnership or by its to execute this instrument on behalf of the partnership.

Witness my hand, at office, this 17th day of July, 1996.

NOMITA A SURTANI
Notary Public
STATE OF TEXAS
My Commission Expires 04-22-00

Nomita A. Surtani
NOTARY PUBLIC

My Commission Expires: 4-22-00

BOOK 10137 PG 604

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $54,314.76.

Affiant

Subscribed and sworn to before me this 22 day of June, 1996.

NOTARY PUBLIC

My Commission Expires: Nov 20, 1996

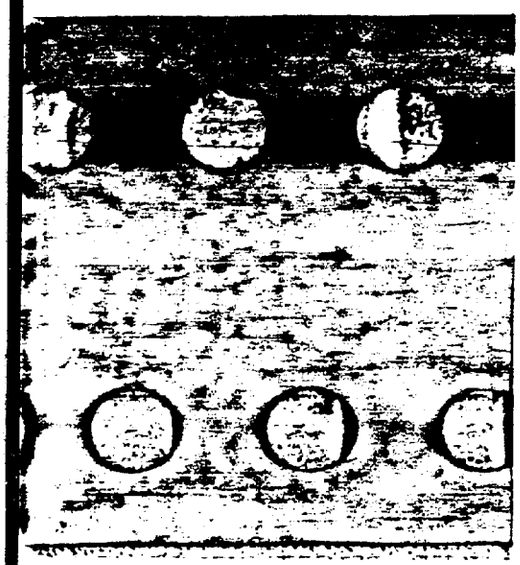
DAVIDSON COUNTY, TENN

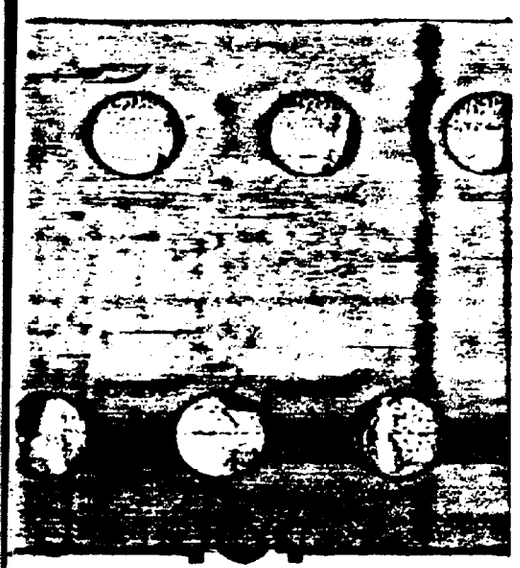
0932 07/30 0101 03CHECK 213.97

0208858
IDENTIF. ↑ REFERENCE

96 JUL 30 PM 1:43

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.





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

RECEIVED OF _____

FOR _____

BOOK 10137 PG 605

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 54314.76
				CON TX 200.97
				PRFEE 1.00
				WDEED 12.00
				TOTAL 213.97
				CHECK 213.97
			07/30/96 01	13:45 0001 0932

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0208858
IDENTIF. ↑ REFERENCE

96 JUL 30 PM 1:43
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 1068528