37

BOOK 10180 PG 732

CLERK & MASTER'S DEED

Address New Owner:	Map-Parcel Numbers:	Send Tax Bills To:
Orlando Residence, Ltd.	Map 095-11-0 Parcel 199.00	Same
This instrument prepared by: Boult, Cummings, Conners & Berry, PLC 414 Union Street, Suite 1600, P.O. Box 198062, Nashville, TN 37219		

WHEREAS, the Davidson County Clerk & Master was directed pursuant to that certain Amended Sale Order entered in Case No. 92-3086-III in the Chancery Court for Davidson County, Tennessee captioned Orlando Residence, Ltd. v. Nashville Lodging Company, et al., to sell the property described in Exhibit A attached hereto (the "Property"); and

WHEREAS, the Clerk & Master, after due advertisement as required by law and as required by the terms of the Amended Sale Order, a copy of which is attached hereto as Exhibit B, offered the Property for sale to the highest bidder, at public outcry, at twelve o'clock (noon), July 24, 1996, at the Davidson County Courthouse, Nashville, Tennessee when and where Orlando Residence, Ltd. ("Grantee"), became the last and highest bidder at the price of One Hundred Thousand Dollars and No/100ths ($100,000.00); and

WHEREAS, the Chancery Court for Davidson County confirmed the sale of the Property to Grantee by Order entered ~~August~~ 3, 1996, a copy of which is attached hereto as Exhibit C. ccb Sept.

NOW, THEREFORE, in her capacity as Clerk & Master, and in consideration of the premises and payment of the sum stated above, the receipt and sufficiency of which are acknowledged, the Davidson County Clerk & Master, hereby conveys the Property, including but not limited to all right, title and interest in such Property now held or formerly held by Nashville Lodging Company or 2300 Elm Hill Pike, Inc., formerly known as Nashville Residence Corporation, to the Grantee and the Grantee's heirs or successors and assigns.

TO HAVE AND TO HOLD the Property in as full and complete manner as the undersigned, in her capacity as Clerk & Master, and not otherwise, has the power to convey the same.

The Property is sold, however, without any warranty as to the quantity or quality thereof, and expressly subject to the Deed of Trust in favor of Savers Federal Savings and Loan Association recorded at Book 6074, Page 855 and the Short Form of Lease in favor of Metric

Partners Growth Suite Investors, L.P. recorded at Book 7851, Page 36 in the Register's Office for Davidson County, Tennessee.

Words used herein indicating number or gender shall be read as context may require.

Dated this 5th day of September, 1996.

Claudia C. Bonnyman

Claudia C. Bonnyman, Clerk & Master

STATE OF Tennessee
COUNTY OF Davidson

Personally appeared before me, JANA HERRERA, a Notary Public in and for said County and State, the within named Claudia C. Bonnyman, Clerk & Master, the bargainor, with whom I am personally acquainted (or to me proved on the basis of satisfactory evidence), and who acknowledged that he executed the foregoing instrument for the purposes therein contained.

WITNESS my hand and official seal at Nashville Tennessee, this 5 day of Sept., 1996.

Jana Herrera

Notary Public

My Commission Expires: _____

JANA HERRERA NOTARY PUBLIC AT LARGE

0368311.01
040340-001 08/26/96

EXHIBIT A

Land in Davidson County, Tennessee, said Parcel being Lot No. 1 as shown on the subdivision Plat of the Atrium, Phase One, of record in Book ~~5200~~ 6205 page ~~538~~ 84, Register's Office Davidson County, Tennessee, and being more particularly described by metes and bounds as follows:

Beginning at the northwest intersection of Atrium Way and Elm Hill Pike, said point being the most northerly radius return of said intersection; thence along the easterly margin of Atrium Way, North 07 deg. 57 min. 08 sec. East a distance of 109.53 feet to a point; thence South 82 deg. 02 min. 52 sec. West a distance of 5.00 feet to a point; thence around a curve to the left having a central angle of 73 deg. 59 min. 28 sec., a radius of 166.00 feet, a length of 214.37 feet, a chord which bears North 44 deg. 56 min. 52 sec. West for a distance of 199.78 feet; thence North 81 deg. 56 min. 36 sec. West, a distance of 149.69 feet to a point; thence leaving said right of way, North 18 deg. 47 min. 21 sec. East a distance of 123.44 feet to a point; thence North 50 deg. 03 min. 51 sec. East a distance of 255.00 feet to a point; thence South 69 deg. 09 min. 37 sec. East, a distance of 96.81 feet to a point; thence South 22 deg. 06 min. 36 sec. West a distance of 29.16 feet to a point; thence South 69 deg. 44 min. 06 sec. East a distance of 136.16 feet to a point; thence North 32 deg. 04 min. 16 sec., East a distance of 57.74 feet to a point; thence South 29 deg. 57 min. 39 sec. East a distance of 112.74 feet to a point; thence South 73 deg. 58 min. 30 sec. East a distance of 233.32 feet to a point; thence South 08 deg. 41 min. 38 sec. West a distance of 301.97 feet to a point situated in the northerly margin of Elm Hill Pike; thence along said road, South 82 deg. 02 min. 52 sec. West, a distance of 374.00 feet to a point; thence around a curve to the right having a central angle of 90 deg. 00 min. 00 sec., a radius of 25.00 feet, a length of 39.27 feet, a chord which bears North 52 deg. 57 min. 08 sec. West for a distance of 35.36 feet to the point of beginning and containing 5.70 acres of land, more or less, according to a survey made by Allen R. Trombo of Dale and Associates, Tennessee Registered Land Surveyor No. 1127, on April 20, 1989.

Being the same property conveyed to Nashville Residence Corp., a Tennessee Corporation, by deed from Miller Kimbrough, Jr., Trustee of record in Book 6074, page 851, Register's Office for Davidson County, Tennessee.

THERE IS INCLUDED in this conveyance easements, over the herein described property for access, maintenance, use and support of such buildings and improvements.

The actual consideration for this transfer or value of the property transferred, whichever is greater, is $100,000.00.

Evan N Bell
AFFIANT

Subscribed and sworn to before me this 5th day of September, 1996.

Melissa L. Holt
Notary Public

My Commission Expires: 5/24/97

MELISSA L. HOLT NOTARY PUBLIC AT LARGE

022194 3
IDENTIF. # REFERENCE

96 SEP -5 PM 3:54
FELIX E. [illegible] REGISTER
DAVIDSON COUNTY, TN.

0368311.01
040340-001 08/26/96

BOOK 10180 PG 737

RECEIVED
JUN 1 0 1996
DAV. CO. CHANCERY COURT

IN THE CHANCERY COURT FOR DAVIDSON COUNTY, TENNESSEE
AT NASHVILLE

ORLANDO RESIDENCE, LTD.,	)	
	)	
Plaintiff,	)	AF
	)	
v.	)	**Case No. 92-3086-III** B
	)	
NASHVILLE LODGING COMPANY, NASHVILLE RESIDENCE CORPORATION, KENNETH E. NELSON, and METRIC PARTNERS GROWTH SUITE INVESTORS, L.P.,	)	
	)	ORDER FILED & ENTERED JUN 17 1996
Defendants.	)	MINUTE BOOK 96 PAGE 25
	)	
METRIC PARTNERS GROWTH SUITE INVESTORS, L.P.,	)	
	)	
Third-Party Plaintiff,	)	
	)	
v.	)	
	)	
2300 ELM HILL PIKE, INC., and MITCHELL A. ANDERSON,	)	
	)	
Third-Party Defendants.	)	

AMENDED SALE ORDER

This matter was heard on Friday, May 31,1996, upon plaintiff Orlando Residence, Ltd.'s ("ORL") Motion to Subject Property for Sale, Motion to Join Rule 19 Party, and Motion for Rule 70 Relief. Based upon the motions, the memoranda submitted in connection therewith, the evidentiary materials filed in support of and in opposition to the motions, and upon the entire record, it appears to the Court that ORL's motions to subject and for Rule 70 relief should be granted and that ORL's Motion to Join Rule 19 Party should be taken under advisement. Accordingly, it is hereby ORDERED as follows:

1. ORL's Motion to Subject Property for Sale is hereby GRANTED. The Clerk & Master is DIRECTED to proceed with the sale of the real property (the "Property") -- exclusive of improvements -- described below:

> Land in Davidson County, Tennessee, said Parcel being Lot No. 1 as shown on the subdivision Plat of the Atrium, Phase One, of record in Book 6205, page 84, Register's Office Davidson County,

Tennessee, and being more particularly described by metes and bounds as follows:

Beginning at the northwest intersection of Atrium Way and Elm Hill Pike, said point being the most northerly radius return of said intersection; thence along the easterly margin of Atrium Way, North 07 deg. 57 min. 08 sec. East a distance of 109.53 feet to a point; thence South 82 deg. 02 min. 52 sec. West a distance of 5.00 feet to a point; thence around a curve to the left having a central angle of 73 deg. 59 min. 28 sec., a radius of 166.00 feet, a length of 214.37 feet, a chord which bears North 44 deg. 56 min. 52 sec. West for a distance of 199.78 feet; thence North 81 deg. 56 min. 36 sec. West, a distance of 149.69 feet to a point; thence leaving said right of way, North 18 deg. 47 min. 21 sec. East a distance of 123.44 feet to a point; thence North 50 deg. 03 min. 51 sec. East a distance of 255.00 feet to a point; thence South 69 deg. 09 min. 37 sec. East, a distance of 96.81 feet to a point; thence South 22 deg. 06 min. 36 sec. West a distance of 29.16 feet to a point; thence South 69 deg. 44 min. 06 sec. East a distance of 136.16 feet to a point; thence North 32 deg. 04 min. 16 sec., East a distance of 57.74 feet to a point; thence South 29 deg. 57 min. 39 sec. East a distance of 112.74 feet to a point; thence South 73 deg. 58 min. 30 sec. East a distance of 233.32 feet to a point; thence South 08 deg. 41 min. 38 sec. West a distance of 301.97 feet to a point situated in the northerly margin of Elm Hill Pike; thence along said road, South 82 deg. 02 min. 52 sec. West, a distance of 374.00 feet to a point; thence around a curve to the right having a central angle of 90 deg. 00 min. 00 sec., a radius of 25.00 feet, a length of 39.27 feet, a chord which bears North 52 deg. 57 min. 08 sec. West for a distance of 35.36 feet to the point of beginning and containing 5.70 acres of land, more or less, according to a survey made by Allen R. Trombo of Dale and Associates, Tennessee Registered Land Surveyor No. 1127, on April 20, 1989.

Being the same property conveyed to Nashville Residence Corp., a Tennessee Corporation, by deed from Miller Kimbrough, Jr., Trustee of record in Book 6074, page 851, Register's Office for Davidson County, Tennessee.

THERE IS INCLUDED in this conveyance easements, over the herein described property for access, maintenance, use and support of such buildings and improvements.

The Property to be sold shall only include the land described above. The buildings and other improvements on the Property are not included in the sale. The Property shall be sold in accordance with the procedures outlined in Tenn. Code Ann. § 35-5-101, *et seq.*, and shall be sold on or before July 24, 1996. The Property shall be sold on a credit of

(6) months and, pursuant to Tenn. Code Ann. § 66-8-101, shall be sold in bar of redemption. The Property shall further be sold subject to any and all prior liens, encumbrances, and deeds of trust, plus any and all other prior matters and encumbrances, including, without limitation, the Deed of Trust in favor of Savers Federal Savings and Loan Association recorded at Book 6074, Page 855 and the Short Form of Lease in favor of Metric Partners Growth Suite Investors, L.P. recorded at Book 7851, Page 36 in the Register's Office for Davidson County, Tennessee..

2. The Court will take ORL's Motion to Join Rule 19 Party under advisement.

3. ORL's Motion for Rule 70 Relief is hereby GRANTED. For the reasons set forth more fully on the record at the May 31 hearing, the Court finds that Mr. Nelson is in willful contempt of this Court's April 30, 1996 Order requiring him to respond to ORL's First Set of Post-Judgment Interrogatories and Requests for Production of Documents by May 3, 1996. Mr. Nelson is hereby ORDERED to report to the Clerk & Master's office at 8:30 A.M. on Thursday, June 6, 1996, and it is further ORDERED that he be taken to the Metro jail and that he remain jailed until he purges himself from the contempt by fully responding to ORL's First Set of Post-Judgment Interrogatories and producing the documents requested in ORL's Request for Production of Documents.

4. It is further ORDERED, for the reasons set forth more fully on the record at the May 31 hearing, that ORL is awarded fees and expenses in the amount of $765.00 against Samuel L. Felker, Joseph F. Welborn, and Bass, Berry & Sims PLC, jointly and severally, for which execution may immediately issue if necessary.

DONE this _____ day of June, 1996.

ROBERT S. BRANDT, Chancellor

BOOK 10183 PG 740

RECEIVED
AUG 28 1996
DAV. CO. CHANCERY COURT

IN THE CHANCERY COURT FOR DAVIDSON COUNTY, TENNESSEE
AT NASHVILLE

B

NF

ORLANDO RESIDENCE, LTD., Plaintiff, v. NASHVILLE LODGING COMPANY, NASHVILLE RESIDENCE CORPORATION, KENNETH E. NELSON, and METRIC PARTNERS GROWTH SUITE INVESTORS, L.P., Defendants.	Case No. 92-3086-III
METRIC PARTNERS GROWTH SUITE INVESTORS, L.P., Third-Party Plaintiff, v. 2300 ELM HILL PIKE, INC., and MITCHELL A. ANDERSON, Third-Party Defendants.	

ORDER FILED & ENTERED SEP 3 1996
MINUTE BOOK 97 PAGE 381

ORDER

This matter was heard on Friday, August 23, 1996, upon the plaintiff Orlando Residence, Ltd.'s ("ORL"), Motion to Confirm Sale and upon defendant Nashville Lodging Company's ("NLC") Motion for Instructions. Based upon the motions, the memoranda submitted in connection therewith, the evidentiary materials submitted and relied upon by the parties, the July 26, 1996 Report of Sale by the Clerk and Master, and based upon the entire record, it appears to the Court, for the reasons set forth on the record at the August 23 hearing, which reasons are hereby incorporated by reference, that ORL's motion should be, and hereby is, GRANTED, and that NLC's motion should be, and hereby is DENIED. It is accordingly ORDERED as follows:

1. The sale of the Property described in the Report of Sale by the Clerk and Master to ORL for $100,000 is hereby CONFIRMED. All of the right, title and interest now held or formerly held by defendants NLC and 2300 Elm Hill Pike, Inc. (formerly known as Nashville Residence Corporation) in and to such Property is hereby divested from such

defendants and is vested in ORL. The sale of the Property in bar of redemption is hereby CONFIRMED and, pursuant to Tenn. Code Ann. § 66-8-101, the defendants have no rights of redemption or repurchase in such Property.

2. The Clerk and Master is hereby DIRECTED to accept the Promissory Note signed by ORL and to cancel the Promissory Note signed by Agincourt Partners. The Clerk and Master is further DIRECTED upon entry of this Order to execute the Clerk and Master's Deed attached hereto, to apply a credit of $100,000 to ORL's September 5, 1995 Judgment against NLC, and to return the Promissory Note to ORL as paid in full.

3. Metric Partners Growth Suite Investors, L.P. ("Metric") Motion for Interpleader is hereby DENIED as moot. Metric is hereby ORDERED to make monthly lease payments and any other payments otherwise due NLC as the owner of the Property to ORL, as the new owner of the Property.

4. For the reasons set forth on the record at the August 23, 1996 hearing, the Court has determined that the bid of Agincourt Partners, which is simply the bid of two of the judgment debtors, NLC and Kenneth E. Nelson, should be and hereby is REJECTED. Nevertheless, in order to eliminate any claim of prejudice by reason of such rejection, Agincourt Partners may purchase the Property at any time within six (6) months of July 24, 1996, by payment in cash or other immediately available funds to the Clerk and Master of One Million Five Hundred Thousand Dollars ($1,500,000), plus interest at the rate of ten (10) percent per annum from July 24, 1996.

5. All other matters are reserved.

ROBERT S. BRANDT, Chancellor

SUBMITTED FOR APPROVAL,

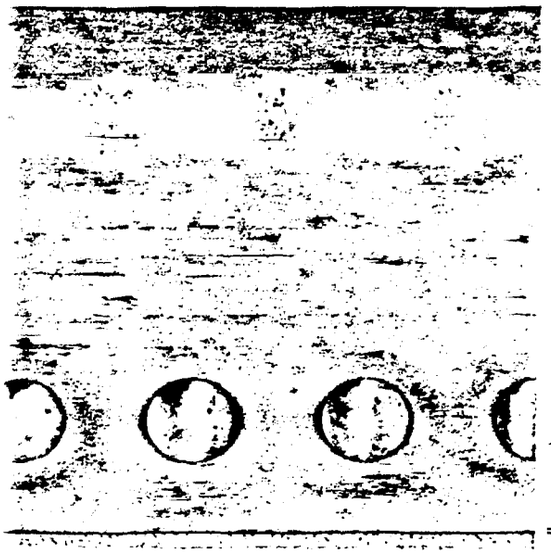
BOULT, CUMMINGS, CONNERS & BERRY, PLC

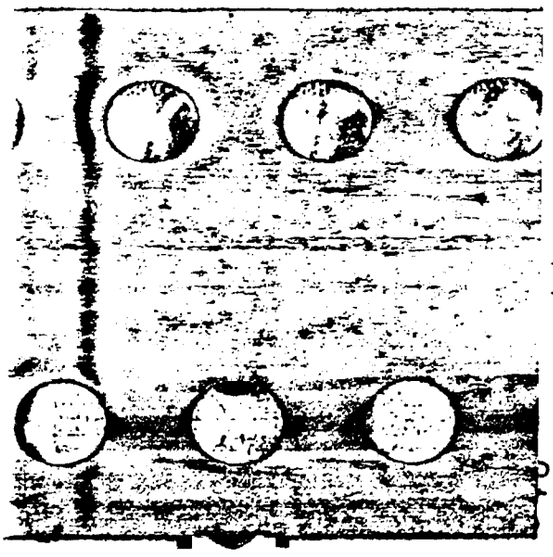
By: _____

Eugene N. Bulso, Jr. (B.P.R. No. 12005)
414 Union Street, Suite 1600
P. O. Box 198062
Nashville, Tennessee 37219
(615) 244-2582

Attorneys for Plaintiff, Orlando Residence, Ltd.

4931 09/05 0101 03CHECK 411.00





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

RECEIVED OF _____

FOR _____

BOOK 10180 PG 742

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
				100000.00
				CON TX 370.00
				PRFEE 1.00
				MISC 40.00
				TOTAL 411.00
				CHECK 411.00
09/05/96	01			15:58 0001 4931

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

IDENTIF. & REFERENCE 023943

96 SEP -5 PM 3:54

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 1027431