Box 35
#278169 KBH

BOOK 10192 PG 552

This instrument prepared by
Thomas C. Scott
TUNE, ENTREKIN & WHITE
21st Floor, First American Center
Nashville, Tennessee 37238-0091

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $1,260,000.00.

Thomas C. Scott
Affiant

Subscribed and sworn to before me this 16th day of September, 1996.

Kay B. Spicer
Notary Public

My commission expires:

11/22/97

0225898
IDENTIF. & REFERENCE

96 SEP 16 PM 4:02
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

SPECIAL WARRANTY DEED

Address New Owner:	Send Tax Bills To:	Map and Parcel No.:
Nashville 2-Central Pike Apartments, L.P. 6363 Woodway, Suite 1000 Houston, Texas 77057-1717	Same	Map:86 Parcel:206

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, **Herman F. Odum, Jack D.**

Odum, Paul R. Odum, Hamilton Cartwright, Jr., and Odell Binkley, Jr. , (the "Grantors"), have bargained and sold, and by these presents do transfer and convey unto **Nashville 2-Central Pike Apartments, L.P., a Texas limited partnership** (the "Grantee"), its successors and assigns, a certain tract or parcel of land in Davidson County, Tennessee, described as follows, to-wit:

See Exhibit A attached hereto.

This conveyance is subject to the following:

1. Taxes for 1996 which have been prorated on the basis of the 1995 statement and are assumed by Grantee, however, in the event the actual taxes for 1996 are different, the Grantor and Grantee agree to re-prorate said amount within thirty (30) days after the 1996 tax statement is issued by the Metropolitan Trustee.

2. Lack of direct access to Interstate 40.

3. Sanitary Sewer Easement of record in Book 4754, page 324, Register's office for Davidson County, Tennessee.

4. Easements retained in the Deed of record in Book 3860, page 764, Register's Office for Davidson County, Tennessee.

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, its heirs and assigns forever.

And the Grantors do covenant with the said Grantee that they are lawfully seized and possessed of said land in fee simple, have a good right to convey it, and the same is unencumbered, except as set forth above.

And the Grantors do further covenant and bind themselves, thier heirs and assigns, to warrant and forever defend the title to the land to the said Grantee, its successors and assigns, against the lawful claims of all persons claiming by, through, or under the Grantors but not further.

IN WITNESS WHEREOF, the undersigned Grantors have executed this Special Warranty Deed as of September 16, 1996.

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/s/Herman F. Odum

By: _____
Kathleen Odum,
attorney-in-fact

_____
Jack D. Odum

_____
Paul R. Odum

_____
Hamilton Cartwright, Jr.

_____
Odell Binkley, Jr.

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

On this 16th day of Sept., 1996, before me personally appeared **Kathleen Odum**, to me known (or proved to me on the basis of satisfactory evidence) to be the person who executed the foregoing instrument on behalf of **Herman F. Odum** acknowledged that she executed the same as the free act and deed of **Herman F. Odum**.

_____
NOTARY PUBLIC

My Commission Expires: 11/22/97

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public in and for the State and County aforesaid, personally appeared **Jack D. Odum**, the within named bargainor, with whom I am personally acquainted (or proved to me 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 office, on this the 16th day of Sept., 1996.

Kay B. Hausch
NOTARY PUBLIC

My Commission Expires: 11/22/97

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public in and for the State and County aforesaid, personally appeared **Paul R. Odum**, the within named bargainor, with whom I am personally acquainted (or proved to me 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 office, on this the 16th day of Sept., 1996.

Kay B. Hausch
NOTARY PUBLIC

My Commission Expires: 11/22/97

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public in and for the State and County aforesaid, personally appeared **Hamilton Cartwright, Jr.**, the within named bargainor, with whom I am personally acquainted (or proved to me 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 office, on this the 16th day of Sept, 1996.

NOTARY PUBLIC

My Commission Expires: 11/22/97

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public in and for the State and County aforesaid, personally appeared **Odell Binkley, Jr.**, the within named bargainor, with whom I am personally acquainted (or proved to me 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 office, on this the 16th day of Sept., 1996.

NOTARY PUBLIC

My Commission Expires: 11/22/97

gentcs\odum.gwd

EXHIBIT A

SURVEYOR'S DESCRIPTION

Being a parcel of land in Nashville, Second Civil District, Twelfth Councilmanic District, Davidson County Tennessee, located on the southerly side of Central Pike at Tulip Grove Road, being more particularly described as follows:

BEGINNING at a point in the southerly right-of-way line of Central Pike, said point being easterly 275 feet more or less from the centerline of Tulip Grove Road, as extended;

THENCE, leaving said right-of-way line with the westerly line of property conveyed to Thomas Frank Dies, et al, be deed of record in Book 4439, Page 289, R.O.D.C., S 06° 04' 00" W, 650.67 feet to a point in the northerly right-of-way line of Interstate 40;

THENCE, with said right-of-way line N 89° 39' 00" W, 332.05 feet to a point;

THENCE, continuing with said right-of-way line N 89° 42' 00" W, 514.37 feet to a point;

THENCE, leaving said right-of-way line with the easterly line of property conveyed to Hillsboro Developers Inc., by deed of record in Book 7029, Page 464, R.O.D.C., N 02° 26' 00" W, 611.39 feet to a point in the southerly right-of-way line of Central Pike;

THENCE, with said right-of-way line the following calls:

With a curve to the left 102.12 feet to a point, said curve having a central angle of 05° 26' 03", a radius of 1076.74 feet, a tangent of 51.10 feet, and a chord of N 78° 11' 28" E, 102.08 feet ;

S 75° 56' 35" E, 54.79 feet to a point;

N 79° 16' 27" E, 100.12 feet to a point;

N 65° 49' 46" E, 99.38 feet to a point;

N 82° 15' 12" E, 143.55 feet to a point;

S 64° 08' 04" E, 52.69 feet to a point;

N 87° 25' 53" E, 146.48 feet to a point;

S 70° 11' 38" E, 102.95 feet to a point;

S 84° 05' 15" E, 99.97 feet to a point;

N 84° 10' 34" E, 67.08 feet to the point of beginning;

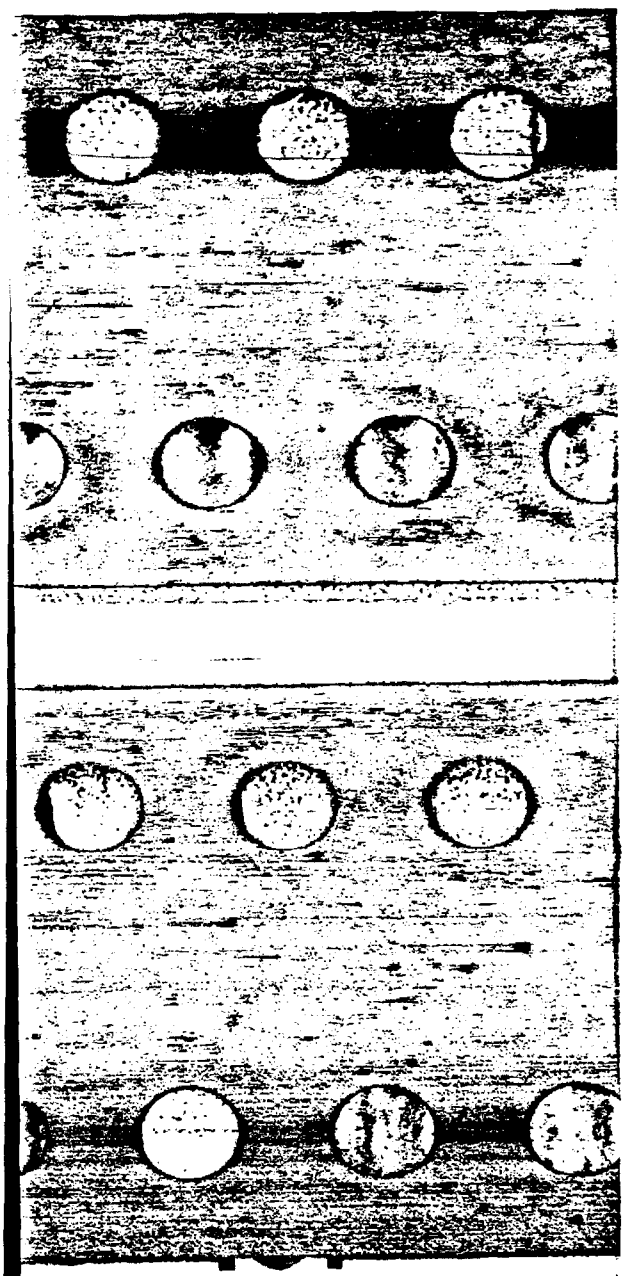
Containing 588,646 square feet or 13.51 acres more or less.

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

BOOK 10192 PG 558

Being the same property conveyed to Herman F. Odum, Jack D. Odum, Paul R. Odum, Hamilton Cartwright, Jr., Jeffrey A. Smith, Odell Regg Binkley, John Matthew Binkley, Odell Binkley, Jr., A.J. Lunetta, and Thomas J. Stanfield, by deed from Mid-South Caretakers of Tennessee, Inc., a Tennessee corporation, of record in Book 6868, page 862, Register's Office for Davidson County, Tennessee. Said property was conveyed to Herman F. Odum, Jack D. Odum, Paul R. Odum, and Hamilton Cartwright, Sr., by deed from Jeffrey A. Smith, Odell Regg Binkley, John Matthews Binkley, A.J. Lunetta and Thomas J. Stanfield, of record in Book 7020, page 521, in said Register's Office.

7175 09/16 0101 03CHECK 4691.00



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

RECEIVED OF _____

FOR _____

BOOK 10192 PG 559

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	
				1260000.00
			CON TX	4662.00
			PRFEE	1.00
			WDEED	28.00
			TOTAL	4691.00
			CHECK	4691.00
09/16/96	01	16:06	0001	9175

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0225898 IDENTIF. ↑ REFERENCE

96 SEP 16 PM 1:02

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 1031616