Box 28

OLD REPUBLIC

National Title Insurance Company
344 Fourth Avenue North
Nashville, Tennessee 37219-1611

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)
THE ACTUAL CONSIDERATION OR VALUE, WHICHEVER IS GREATER, FOR THIS TRANSFER IS $ 367,474.50

x Virginia L. Fleming
AFFIANT

SUBSCRIBED AND SWORN TO BEFORE, THIS THE 18th DAY OF November, 19 96.

William L. Rosenberg
NOTARY PUBLIC

My Commission expires: July 24, 1999

BOOK 10261 PG 562

THIS INSTRUMENT PREPARED BY

William L. Rosenberg, Attorney, 344 Fourth Avenue, North, Nashville, TN 37219

NAME ADDRESS

NAME & ADDRESS OF PROPERTY OWNER:	SEND TAX BILLS TO:	MAP & PARCEL NUMBERS:
J. RAYMOND FLEMING (NAME)	SAME (NAME)	104-14H-55
413 PRESTWICK COURT (ADDRESS)	(ADDRESS)	
NASHVILLE, TN 37205 (CITY) (STATE) (ZIP)	(CITY) (STATE) (ZIP)	

Warranty Deed

For and in Consideration of the sum of $ 10.00 cash in hand paid by the hereinafter named grantees, and other good and valuable consideration, the receipt of which is hereby acknowledged, we

CLEMENTS-BARTOSH INTERESTS, L.L.C., A TENNESSEE LIMITED LIABILITY COMPANY

hereinafter called the GRANTORS, have bargained and sold, and by these presents do transfer and convey unto

J. RAYMOND FLEMING AND WIFE, VIRGINIA L. FLEMING

hereinafter called the GRANTEES, their heirs and assigns, a certain tract or parcel of land in Davidson County, Tennessee, described as follows, to wit:

Land in Davidson County, Tennessee, being Lot No. 10 as shown on the Revised Final Plat of Whitworth, Phase 3, Section 2, of record in Book 7900, page 869 said Register's Office, to which reference is hereby made for a more complete and accurate legal description.

Being the same property conveyed to Clements-Bartosh Interests, L.L.C., a Tennessee Limited Liability Company, by deed from Third National Bank in Nashville, of record in Book 9567, page 685, Register's Office for Davidson County, Tennessee.

Exhibit "A" more particularly sets forth the easements described on said plat, which easements are hereby granted and reserved. The areas that are subject to said easements are cross-hatched.

Exhibit "A" depicts the approximate location and configuration of the residences constructed or to be constructed on the affected lots. It is intended that the easements extend to the outside wall of each residence in the areas noted even if a residence is not constructed exactly as depicted on Exhibit A.

THIS CONVEYANCE IS MADE SUBJECT TO THE FOLLOWING: (SEE ATTACHED EXHIBIT "B")

This is unimproved ( ) improved (x) property, known as 413 Prestwick Court (House Number) (Street) Nashville, TN 37205 (City) (State) (Zip)

To Have and to Hold the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said GRANTEES, their heirs and assigns, forever. We do covenant with said GRANTEES that we are lawfully seized and possessed of said land in fee simple, have a good right to convey it, and the same is unencumbered, unless otherwise set out herein. We do further covenant and bind ourselves, our heirs and representatives, to warrant and forever defend the title to the said land to the GRANTEES, their heirs and assigns, against the lawful claims of all persons whomsoever. Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

Witness our hands this 18th day of November, 19 96.

CLEMENTS-BARTOSH INTERESTS, L.L.C.

By: Debbie Smolundrs

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

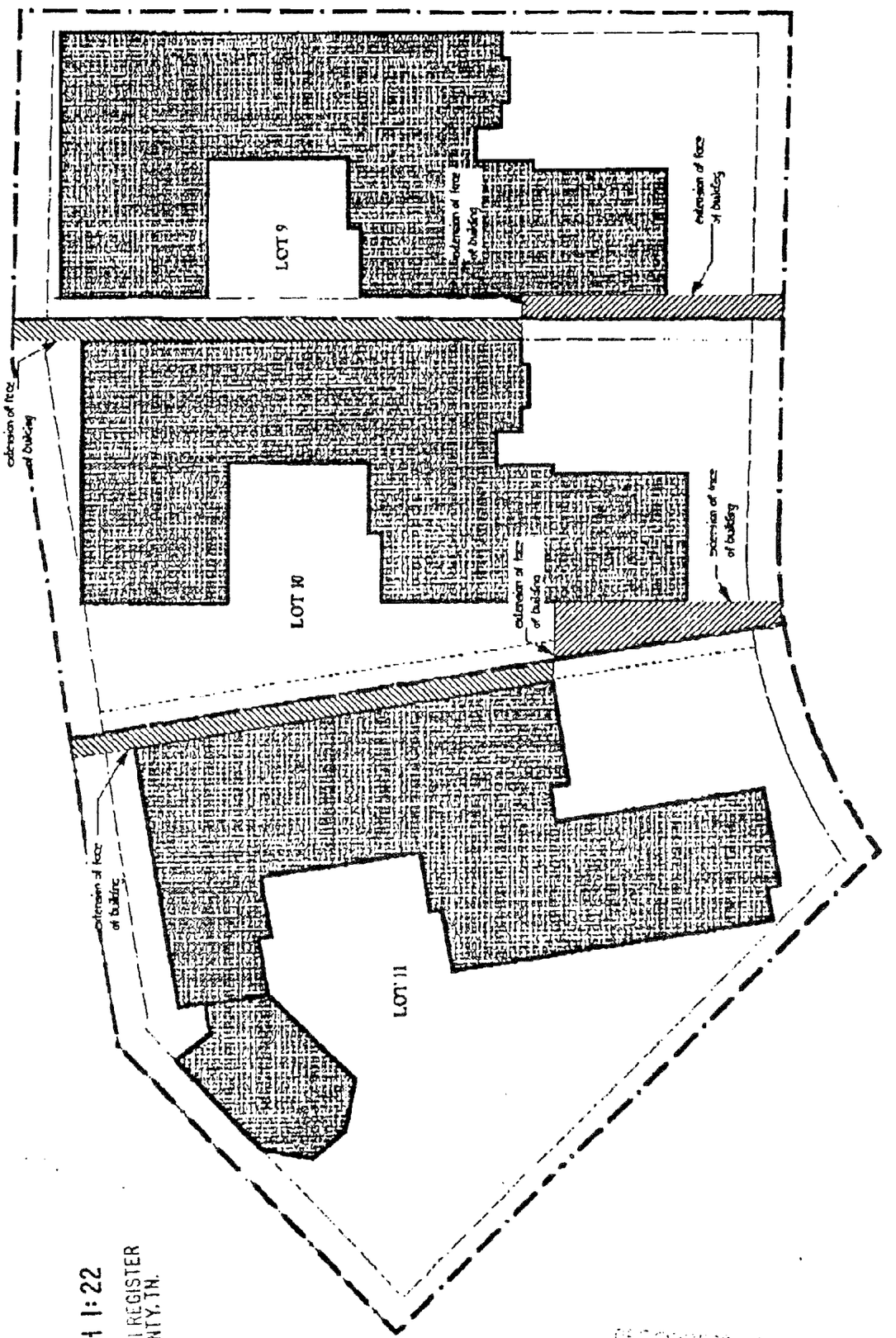
Before me, the undersigned authority, a Notary Public in and for the State and County aforesaid, personally appeared Debbie Omohundro, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that she executed the within instrument for the purposes therein contained, and who further acknowledged that she is the agent of the maker or a constituent of the maker and is authorized by the maker or by its constituent, the constituent being authorized by the maker, to execute this instrument on behalf of the maker.

Witness my hand and official seal at office this 18th day of November, 1996.

Notary Public

My Commission expires: July 24 1998

NOTARY PUBLIC AT LARGE STATE OF TENNESSEE



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

0247307
IDENTIF. ↑ REFERENCE
96 NOV 18 PM 1:22
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

EXHIBIT "A"

EXHIBIT "B"

1. Metro taxes for 1996, a lien, but not yet due and payable.

2. Matters shown on the Plan of record in Book 6900, page 840 & 841, said Register's Office.

3. Matters shown on the Plan of record in Book 7900, page 869, said Register's Office.

4. Declaration of Covenants, Conditions and Restrictions for SWMA of record in Book 9567, page 185, Register's Office for Davidson County, Tennessee.

5. Declaration of Covenants, Conditions and Restrictions for Section C, of record in Book 9567, page 216, Register's Office for Davidson County, Tennessee.

6. Declaration of Covenants, Conditions and Restrictions for Prestwick, of record in Book 9567, page 259, Register's Office for Davidson County, Tennessee.

7. Declaration of Covenants, Conditions and Restrictions for The Fairways at Richland, of record in Book 9567, page 301, said Register's Office.

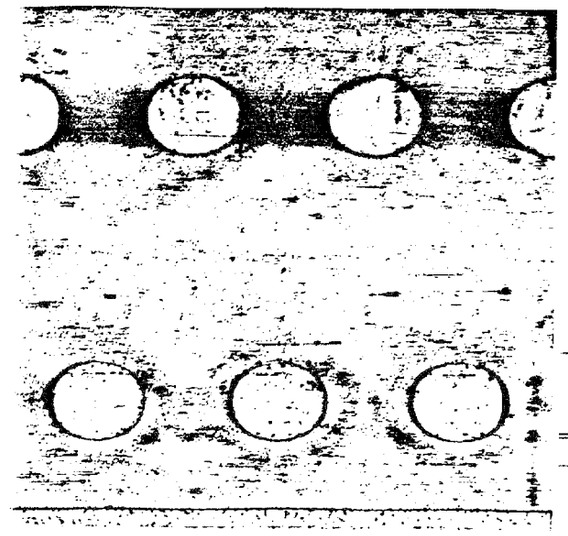
8. By-Laws of Prestwick Association of record in Book 9567, page 294, Register's Office for Davidson County, Tennessee.

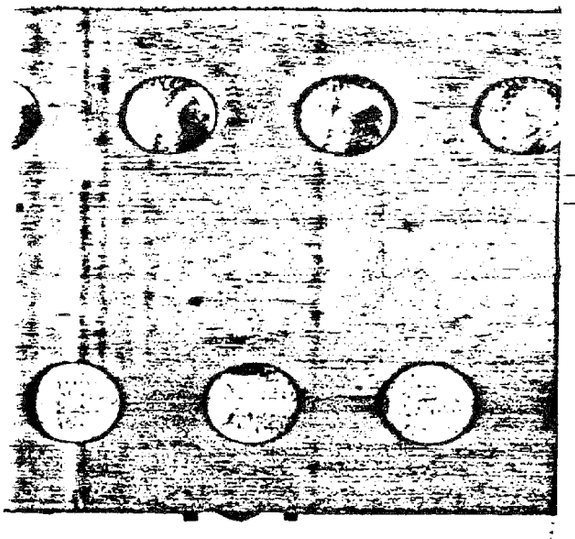
9. Deed of Easement of record in Book 9567, page 691, said Register's Office.

10. Designation and Agreement of Declarant of record in Book 9582, page 868, said Register's Office.

11. Rights of others in and to the common elements.

6258 11/18 0101 03CHECK 1376.66





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

RECEIVED OF _____

FOR _____

BOOK 10261 PG 566

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 367474.50
				CON TX 1359.66
				PRFEE 1.00
				WDEED 16.00
				TOTAL 1376.66
				CHECK 1376.66
11/18/96	01			13:26 0001 6258

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0247307
IDENTIF. ↑ REFERENCE

96 NOV 18 PM 1:22
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 1088981