This Instrument Was Prepared By:
William E. Long, Jr., Esq.
Trabue, Sturdivant & DeWitt
25th Floor, Nashville City Center
511 Union Street
Nashville, Tennessee 37219

BOOK 10289 PG 93

Address New Owner(s):	**Send Tax Bills to:**	**Map/Parcel Nos.:** See Attached Schedule 1
1994-N2 Tennessee Associates L.P., 700 North Pearl Street, Suite 2400, Lock Box 342 Dallas, TX 75201-7424	AMRESCO Management, Inc., 700 North Pearl Street, Suite 2400, Lock Box 342, Dallas, TX 75201-7424 (214) 953-7700 Attn: Property Tax Dept.	

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of Ten and no/100 Dollars ($10.00), cash in hand paid, and other good and valuable considerations, the receipt of which is hereby acknowledged, and pursuant to an Order confirming Plan entered November 26, 1996 in a Bankruptcy case styled ***In Re: Dooley's Property Development Co.***, in the United States Bankruptcy Court for the Middle District of Tennessee, Docket No. 396-00258, **Dooley's Property Development Co.,** (the "Grantor"), has this day bargained and sold, and does hereby transfer and convey to **1994-N2 Tennessee Associates L.P.**, a Delaware limited partnership(the "Grantee"), its successors and assigns, land in Davidson County, Tennessee, more particularly described in Exhibit A attached hereto.

The real property conveyed hereby is improved property known as Units Nos. 54, 55, 56, 57, 58, 61, 62, 63, 65, 66, 67, 68, 69, 70 and 71, Magnolia Square Condominiums, Nashville, Tennessee.

TO HAVE AND TO HOLD said real estate, with the appurtenances, estate, title and interest thereto belonging, to the said Grantee and its successors and assigns, forever. Grantor covenants with said Grantee that Grantor is lawfully seized and possessed of said land in fee simple and has a good right to convey it. Grantor further covenants and binds itself, its successors, and assigns to warrant and forever defend the title to said real estate against the lawful claims of all persons claiming by, through or under it but no further or otherwise.

Whenever used, the singular shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

IN WITNESS WHEREOF, Grantor has executed this instrument effective this 12th day of December, 1996.

DOOLEY'S PROPERTY DEVELOPMENT CO.

BY: Richard Dooley
TITLE: President

STATE OF Tennessee)
COUNTY OF Davidson)

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared **Richard N. Dooley,** with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and that he executed the foregoing instrument (Special Warranty Deed) for the purposes therein contained and who further acknowledged that he is the President of **Dooley's Property Development Co.**, the within named bargainor, and that he as such President, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as President of the corporation.

Witness my hand and seal, at office in Davidson County, Tennessee, this 12th day of December, 1996.

Meredith M. Lucker
Notary Public

My Commission Expires: 11/22/97

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $500,000.

Affiant

Subscribed and sworn to before me this 12th day of December, 1996.

Meredith M. Lucker
Notary Public

My Commission Expires: 11/22/97

PURSUANT TO 11 U.S.C. SECTION 1146(c), THIS CONVEYANCE IS EXEMPT FROM RECORDING TAX AS THIS DEED IS AN INSTRUMENT OF TRANSFER UNDER A PLAN CONFIRMED UNDER 11 U.S.C. §1129.

SCHEDULE 1
MAP AND PARCEL NOS.

UNIT #	MAP AND PARCEL NOS.
54	095-03-A-054CO
55	095-03-A-055CO
56	095-03-A-056CO
57	095-03-A-057CO
58	095-03-A-058CO
61	095-03-A-061CO
62	095-03-A-062CO
63	095-03-A-063CO
65	095-03-A-065CO
66	095-03-A-066CO
67	095-03-A-067CO
68	095-03-A-068CO
69	095-03-A-069CO
70	095-03-A-070CO
71	095-03-A-071CO

5156 12/12 0101 03CHECK 16.00

EXHIBIT "A"

Legal Description

LAND in Davidson County, Tennessee, being Unit Nos. 54, 55, 56, 57, 58, 61, 62, 63, 65, 66, 67, 68, 69, 70 and 71, on the plan of Magnolia Square Condominium, according to the Master Deed of record in Book 6685, page 253, in the Register's Office of Davidson County, Tennessee, and as shown on the Plan of Magnolia Square Condominiums appended as Exhibit "B" to the Master Deed of record in Book 6685, page 275, in the Register's Office of Davidson County, Tennessee to which plan reference is hereby made for a more particular description.

BEING the same property conveyed to Dooley's Property Development Co., by Deed of record in Book 8145, page 143, Register's Office for Davidson County, Tennessee.

0255360
IDENTIFICATION REFERENCE
96 DEC 12 PM 3:58
DAVIDSON COUNTY TN
PICKUP