Bor50A
DRH

BK/10289/942

This Instrument prepared by:
Stokes & Bartholomew, P.A.
424 Church Street, Suite 2800
Nashville, Tennessee 37219

ADDRESS NEW OWNER:	SEND TAX BILL TO:	MAP-PARCEL
Richard W. Uselton	Same	Map 26-2
Janelle M. Uselton		Parcel 26
P. O. Box 432		
Goodlettsville, Tennessee 37070		

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, NORTH CREEK ASSOCIATES, LTD. LCC, L. P., a Tennessee limited partnership, (the "**Grantor**"), has bargained and sold, and by these presents does transfer and convey unto RICHARD W. USELTON and wife, JANELLE M. USELTON (the "**Grantee**"), their heirs and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described as follows:

See Exhibit A attached hereto and incorporated herein by this reference.

This conveyance of the property herein, and all covenants and warranties of Grantor contained herein, are made expressly subject to those matters set forth on Exhibit B attached hereto and incorporated herein by this reference.

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 heirs and assigns forever.

Grantor covenants and binds itself, and its successors and assigns, to warrant specially and forever defend the title to the property to the said Grantee, Grantee's heirs and assigns, against the lawful claims of all parties 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 21st day of November, 1996.

NORTH CREEK ASSOCIATES, LTD. LCC, L. P.

By: AFPC Equity Investors, Ltd.,
General Partner

By: W. Gerald Ezell
W. Gerald Ezell, General Partner

IDENTIF. ↑ REFERENCE
0125562 7

96 DEC 13 PM 1:42
FELIX Z. WILSON II, REGISTER
DAVIDSON COUNTY, TN.

BK/10289/PG943

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public of said county and state, personally appeared W. Gerald Ezell, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the General Partner of AFPC Equity Investors, Ltd., a Tennessee limited partnership, the general partner of Grantor and is authorized by AFPC Equity Investors, Ltd., as general partner of Grantor, to execute this instrument on behalf of the Grantor.

Witness my hand at office, this 27th day of November, 1996.

JULIA V. ROBERTS NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

Julia V. Roberts
Notary Public

My Commission Expires: 1/25/97

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $180,000.00.

Richard W. Clutter
Affiant

Subscribed and sworn to before me this 13th day of November, 1996.

Carole M. Maxson
Notary Public

CAROLE MAXSON NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

My Commission Expires: 9-23-2000

K:\REALEST\NORTHCRE\USELTON\DEED

EXHIBIT A

Land in Davidson County, Tennessee, being Lot 1 as shown on the Final Plat, Section Six, Northcreek Commons, of record in Book 7900, page 598, Register's Office for Davidson County, Tennessee, to which plan reference is hereby made for a more complete and accurate legal description of said lot.

Being part of the same property conveyed to North Creek Associates, Ltd., a Tennessee limited partnership, by deed from Roy C. Flowers, of record in Book 6782, page 335, Register's Office for Davidson County, Tennessee. North Creek Associates, Ltd. being now known as North Creek Associates, Ltd. LCC, L.P.

EXHIBIT B

1. Real Estate Taxes for 1996 now due and payable, but not yet delinquent, which have been prorated between the parties and shall be paid by Grantor.

2. Matters shown on the Plan, of record in Book 7900, page 598, Register's Office for Davidson County, Tennessee.

3. Declaration of Protective Covenants and Owners Association for Northcreek Commons, Goodlettsville, Davidson County, Tennessee, including, but not limited to, easements, assessments, special assessments, charges and liens, of record in Book 7118, page 938, as amended by instruments, of record in Book 7245, page 958, Book 8195, page 337, and Book 9780, page 183, Register's Office for Davidson County, Tennessee.

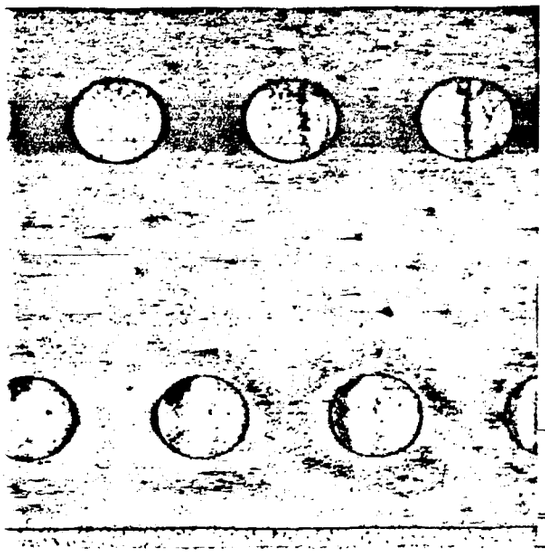
4. Non-exclusive easement for ingress and egress contained in instrument, of record in Book 9093, page 987, Register's Office for Davidson County, Tennessee.

5. Non-exclusive easement for ingress and egress contained in instrument, of record in Book 10006, page 91, Register's Office for Davidson County, Tennessee.

6. Subject to the liens of any unpaid assessments and/or special assessments.

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

5468 12/13 0101 03CHECK 683.00



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

RECEIVED OF _____

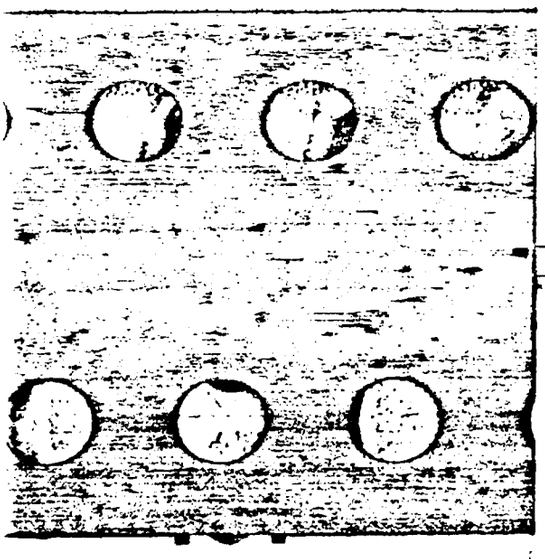
FOR _____

BOOK 10289 PG 946

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	
				180000.00
			CON TX	666.00
			PRFEE	1.00
			WDEED	16.00
			TOTAL	683.00
			CHECK	683.00
		12/13/96	01	13:43 0001 5468

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK



0255627
IDENTIF. ← REFERENCE

96 DEC 13 PM 1:42
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 1098087