PREPARED BY (AND RETURN TO):

WILKINS & IVEY
Attorneys At Law
2405 Crestmoor Road; P.O. Box 150157
Nashville, Tennessee 37215-0157
Ph. (615) 298-3312 - Fax. 292-8746

BOOK 10354 PG 339

W & I Ref: (cmw) Title No: 38422
Dav. Co. File: Box 8

ADDRESS NEW OWNER:	RESPONSIBLE FOR TAX PAYMENT:
Catharine Donahoe Smith 4040 Woodlawn Drive, #30 Nashville, TN 37205	SAME

TAX MAP-PARCEL NUMBERS: Part of Map and Parcel 103-16-120 07DA 04269

WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of Ten Dollars, cash in hand paid by the hereinafter named Grantee, and other good and valuable consideration, the receipt of which is hereby acknowledged, the undersigned **Wellington II Limited Partnership, a Tennessee limited partnership,** hereinafter called the **Grantor**, has bargained and sold, and by these presents does hereby transfer and convey unto **Catharine Donahoe Smith,** hereinafter called the **Grantee**, Grantee's heirs and assigns, a certain tract or parcel of land in Davidson County, Tennessee, described as follows: **To Wit:**

A Condominium Apartment in Davidson County, Tennessee, being Unit No. 30 of Stanford Place, a horizontal property regime pursuant to the Tennessee Horizontal Property Act, as shown on the Plan Exhibit "B" to the Master Deed of record in Book 10018, Page 140, as amended in Book 10058, Page 623, Register's Office for said County, to which source reference is hereby made for more complete details of description, together with the said apartment's appurtenant undivided interest in the general and limited common elements of the Condominium.

BEING part of the same property conveyed to Wellington II Limited Partnership, a Tennessee limited partnership by deed from Edwin B. Raskin, Trustee of record in Book 9403, page 504, Register's Office for Davidson County, Tennessee.

Description Reference: Described from information contained in recorded condominium documents.

The property herein conveyed is subject to the restrictions, easements, liens and other matters set forth in the Master Deed and By-Laws of record in Book 1018, Page 140, as amended in Book 10058, Page 623, said Register's Office, and to the matters set forth in the referenced Condominium Plan of record.

This is improved property, known as: 4040 Woodlawn Drive, #30, Nashville, TN 37205

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, Grantee's heirs or assigns, forever.

GRANTOR COVENANTS with the said Grantee that Grantor is lawfully seised and possessed of said land in fee simple, has a good right to convey it, and the same is unencumbered, unless otherwise herein set out.

BOOK 10354 PG 340

GRANTOR FURTHER COVENANTS and binds Grantor, Grantor's heirs and representatives, to warrant and forever defend the title to the said land to the said Grantee, Grantee's heirs and assigns, against the lawful claims of all persons whomsoever.

WITNESS THE EXECUTION HEREOF this 31st day of January, 1997.

Wellington II Limited Partnership
By: A & B Properties, Inc.
General Partner

BY: _____
Title: President

State of Tennessee
County of Davidson

Before me, the undersigned authority, personally appeared **George N. Spiva**, to me known (or proved to me on the basis of satisfactory evidence),and who, upon oath, acknowledged and was identified as President of A & B Properties, Inc., a Tennessee corporation, general partner(s) of **Wellington II Limited Partnership**, the within named bargainor, a Tennessee limited partnership, and acknowledged the execution of the foregoing instrument as such officer of such general partner for the purposes therein contained.

Witness my hand and official seal this 31st day of January, 1997.

My Commission Expires: 11-25-2000

_____
Notary Public

State of Tennessee
County of Davidson

AFFIDAVIT

The undersigned declares under oath that the actual consideration or value, whichever is greater, for this transfer is: $ 213,500.00

_____
Affiant

Sworn and subscribed before me on the 19th day of February, 1997.

_____
Notary Public

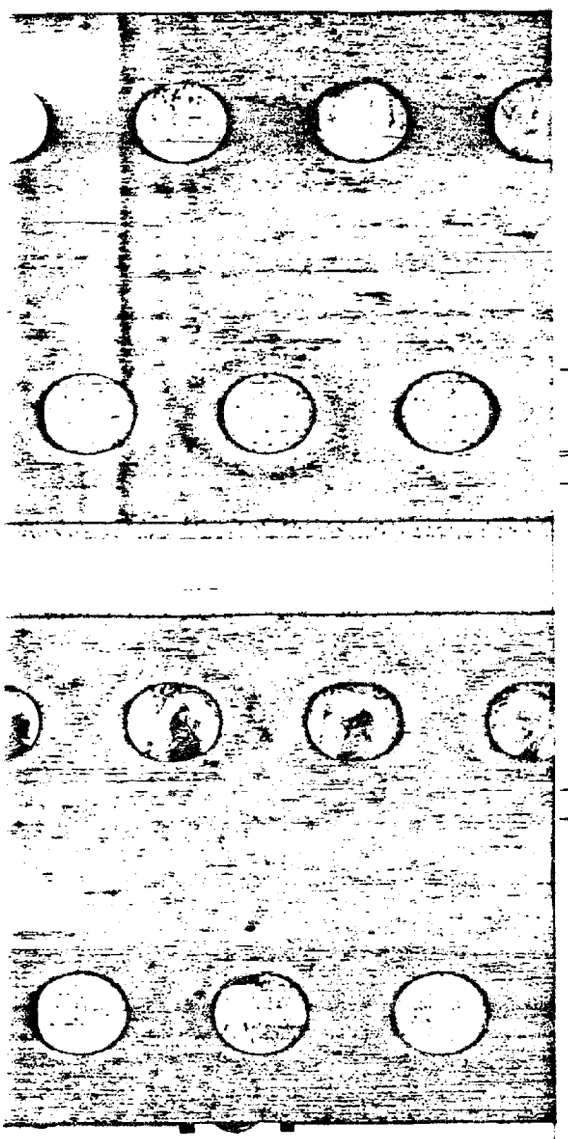
My Commission Expires: _____

My Commission Expires 9/18/98

0274561

IDENTIFICATION REFERENCE

97 FEB 20 8018 02/20/97 03CHECK 798-95



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

RECEIVED OF _____

FOR _____

BOOK 10354 PG 341

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	213500.00
			CON TX	789.95
			PRFEE	1.00
			WDEED	8.00
			TOTAL	798.95
			CHECK	798.95
02/20/97	01	10:28	0001	8018

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0274561
IDENTIFICATION REFERENCE

97 FEB 20 AM 10:28
DAVIDSON COUNTY

No. 1118465