Box 50-B

Bankers Title & Escrow Corp.
3310 West End Avenue, 4th Floor
Nashville, Tennessee 37203

BOOK 10417 PG 160

ADDRESS NEW OWNER:
W.L. Bainbridge, Inc.
401 Church Street
Suite 2310
Nashville, TN 37219

SEND TAX BILL TO:
owner

MAP-PARCEL
176-1-16
176-1-56
176-05-0-A-287
176-05-0-

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, T & T PARTNERS I, a Texas general partnership, (the "Grantor"), has bargained and sold, and by these presents does transfer and convey unto the said W. L. Bainbridge, Inc. a Tennessee corporation, (the "Grantee"), Grantee's successors and assigns, a certain tract or parcel of land in the Davidson County, State of Tennessee, described as follows:

TRACT I:

Land in Davidson County, Tennessee, being Lot Nos. 84 and 102, on the Final Plat of Hickory Woods, Section A, of record in Book 6900, page 511, as corrected in Book 7582, page 167 and amended by Certificate of Street Name Change of record in Book 9997, page 844, said Register's Office, to which plan reference is hereby made for a more complete description.

TRACT II:

Land in Davidson County, Tennessee, being Lots Nos. 287 and 288, on the plan of Section C, Hickory Woods, of record in Plat Book 6900, page 885, Register's Office for said County, to which plan reference is hereby made for a more complete description of said Lots.

Being part of the same property conveyed to T & T Partners I, a Texas general partnership, by deed from Southern Development Corporation, a Texas corporation, of record in Book 9616, page 481, re-recorded in Book 9668, page 701 and corrected in instrument of Correction of record in Book 9701, page 443, said Register's Office.

This is unimproved property known as Lots 84 & 102, Section A, Lots 287 & 288, Section C, Hickory Woods, Nashville, Tennessee.

This conveyance of the Property, and all covenants and warranties contained herein are made expressly subject to the following:

1. Subject to 1997 Metropolitan Government Property taxes and subsequent years thereafter.

2. Subject to all matters shown on the Plan of record in Book 6900, page 511, corrected in Book 7582, page 167, and as amended by Certificate of Street Name Change of record in Book 9997, page 844.

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

3. Easement for the transmission of electric current and telephone or telegraph lines of record in Book 437, pages 24 and 39.

4. Right of Way Agreements of record in Book 5909, page 915, and Book 5897, page 224.

5. Agreement for Dedication of Easement for Sanitary Sewer and/or Storm Drainage of record in Book 6954, page 24.

6. Declaration of Covenants, Conditions, Liens, Easements and Restrictions, including, but not limited to, easements, assessments, special assessments, charges and liens, of record in Book 7422, pages 235 and 301, superceded and amended of record in Book 7857, page 94, re-recorded in Book 7876, page 75, as corrected in Book 9616, page 470 and amended and restated in Book 9678, page 187.

7. By-Laws of Hickory Woods Estates Homeowner's Association of record in Book 7422, page 273 and Book 7932, page 648, amended and restated of record in Book 9678, page 213.

8. All matters shown on the Boundary Survey of Hickory Woods Estates dated March 1, 1995, by Crawford Land Surveyors, P.C., William C. Cockrill, Registration No. 1401.

9. Grant of Transmission Line Easement of record in Book 9632, page 973.

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 successors and assigns forever.

And Grantor covenants with the said Grantee that it is lawfully seized and possessed of the Property in fee simple, has a good right to convey it, and the same is free from all encumbrances made or suffered by Grantor except to the extent otherwise set forth herein.

And Grantor does further covenant and bind itself, and its successors and assigns, to warrant and forever defend the title to the Property to the said Grantee, Grantee's successors and assigns, against the lawful claims of all persons 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 14th day of April, 1997.

T & T PARTNERS I, a Texas general partnership

By: TWD TENNESSEE LTD., a Texas limited partnership, its Managing General Partner

By: TAYLOR-DUNCAN ~~INTEREST~~ INC., its sole general partner

By: _____

Title: President

STATE OF Texas
COUNTY OF Dallas

BOOK 10417 PG 162

Personally appeared before me, the undersigned, a Notary Public of said county and state, Barry R. Taylor with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged Taylor-Duncan Interest, Inc., a Texas corporation, to be the sole general partner of TWD Tennessee, Ltd., a Texas limited partnership, and that said limited partnership is the managing general partner of T & T Partners, I, a Texas general partnership, and is authorized by said partnership or by its to execute this instrument on behalf of the partnership.

Witness my hand, at office, this 14 day of April, 1997.

NOMITA A SURTANI
Notary Public
STATE OF TEXAS
My Commission Expires04-22-00

Nomita A. Surtani
NOTARY PUBLIC

My Commission Expires: 4-22-00

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $76,182.40.

Affiant

Subscribed and sworn to before me this 14 day of April, 1997.

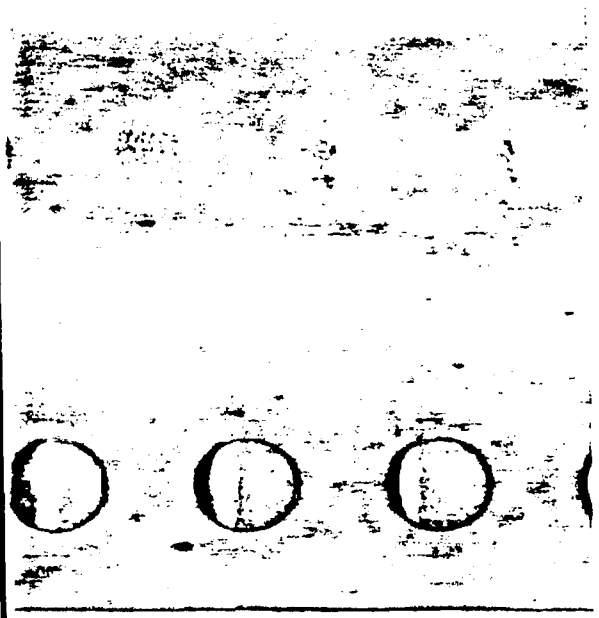
NOTARY PUBLIC

My Commission Expires: 5-5-99

0294502
IDENTIF. & REFERENCE

97 APR 15 AM 11:53
FELIX E. [illegible] REGISTER
DAVIDSON COUNTY, TN.

9574 04/15 0101 03CHECK 294-00



OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY

NASHVILLE, TENNESSEE

RECEIVED OF _____

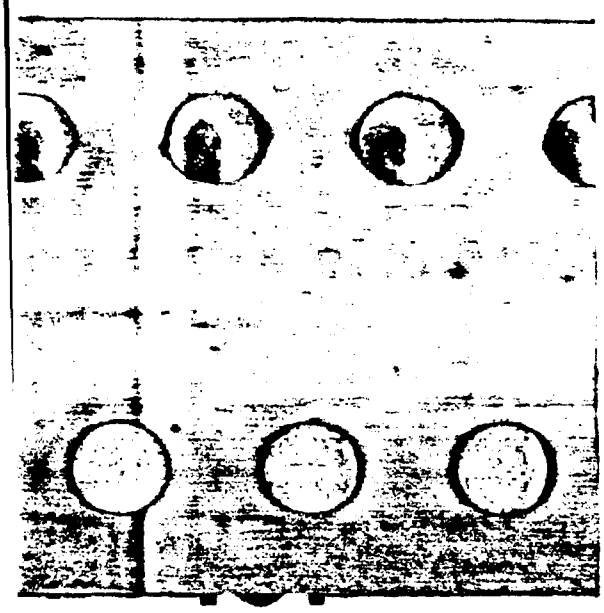
FOR _____

BOOK 10417 PG 163

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 76182.40



CAMT 76182.40
MOR TX 281.88
ERR CO
MOR TX 281.88-
CON TX 281.88
PRFEE 1.00
WDEED 12.00
TOTAL 294.88
CHECK 294.88

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

04/15/97 01 11:58 0001 9574

C294502

IDENTIF. ↑ REFERENCE

97 APR 15 AM 11:53

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No.1140556