Box 33-B

THIS INSTRUMENT PREPARED BY:
Anne Sumpter Arney, Esq.
Doramus, Trauger & Ney
The Southern Turf Building
222 Fourth Avenue North
Nashville, TN 37219

BOOK 10465 PG 214

Address New Owner(s) as Follows:	Send Tax Bills To:	Map-Parcel No.:
Green Hills Court, LLC 102 Woodmont Blvd. Suite 200 Nashville, TN 37205	New Owner	117-14-148 and 131-2-57

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION OF the sum of TEN and NO/100 DOLLARS ($10.00), and other good and valuable consideration, the receipt of which is hereby acknowledged, HILLSBORO, L.P., a Delaware limited partnership hereinafter called "Grantor", has this day bargained and sold, and does hereby transfer and convey unto GREEN HILLS COURT, LLC, a Tennessee limited liability company hereinafter called "Grantee", its successors and assigns, certain real estate in Davidson County, Tennessee, described as follows:

A tract of land in the First Civil District, Nashville, Davidson County, Tennessee; being generally located east of Hillsboro Road, north of Warfield Drive, and south of Richard Jones Road and being more particularly described as follows:

Beginning at an existing iron pin on the easterly margin of Hillsboro Road; said pin being 162.2 feet north of the northerly margin of Warfield Drive; said pin also being the northwesterly corner of Helen Georges property of record in book 4504, page 706, R.O.D.C. Tn.; thence,

1. With said easterly margin of Hillsboro Road N 38deg00'10" E 169.85 feet to an existing iron pin on the southerly boundary of Davis W. Adkisson, Jr., et al of record in book 5627, page 368, R.O.D.C. Tn.; thence,

2. With the southerly boundary of Adkisson, Kermit C. Stengal, Jr., et al of record in book 6746, page 227, R.O.D.C. Tn., and Stengal, Haury, and Smith of record in book 5760, page 350, R.O.D.C. Tn., S 75deg00'00" E 660.21 feet to an existing iron pin on the westerly boundary of Richard Jones Assoc., L.P. of record in book 9742, page 618, R.O.D.C. Tn.; passing at 224.15 an existing iron pin; thence,

3. With the westerly boundary of Richard Jones Assoc., et al and Royal Arms Commercial Park of record in plat book 5060, page 104, R.O.D.C. Tn., S 00deg52'18" W 200.21 feet to an existing iron pin on the northerly boundary of Colonial Heights Subdivision of record in plat book 1130,

page 102, R.O.D.C. Tn.,; passing at 39.08 feet an existing iron pin; thence,

4. With said Colonial Heights Subdivision N 73deg51'34" W 138.49 feet to an existing iron pin; thence,

5. S 14deg10'07" W 165.23 feet to an iron pin set on the northerly margin of Warfield Drive; thence,

6. With said northerly margin of Warfield Drive N 75deg56'00" W 39.60 feet to a point; thence,

7. With a curve to the left 60.90 feet to an existing iron pin; said curve having a radius of 186.80 central angle of 18deg40'46", tangent of 30.72, and chord bearing and distance of N 85deg16'23" W 60.63 feet; thence,

8. With the easterly boundary of H. Fred Batson, Jr. of record in book 9209, page 174, R.O.D.C. Tn. N 01deg36'11" W 191.58 feet to an existing iron pin; thence,

9. Continuing with the northerly boundary of Batson, a twenty foot alley, and George & Juanita Morehead of record in book 1368, page 93, R.O.D.C. Tn. N 74deg57'16" W 347.14 feet to a point; passing at 327.14 feet an iron pin set as a reference; thence,

10. With the easterly boundary of Helen Georges of record in book 4504, page 706, R.O.D.C. Tn. N 38deg00'00" E 30.00 feet to a point; said point having a reference pin at S 74deg56'32" E 20.00 feet; thence,

11. Continuing with said Georges N 74deg56'32" W 149.95 feet to the point of beginning.

Containing 152,283 square feet or 3.50 acres more or less.

Being the same property conveyed to Hillsboro, L.P. of record in book 7008, page 590, R.O.D.C. Tn.

This is improved property known as Green Hills Court, 4004 Hillsboro Road, Nashville, Tennessee 37215.

TO HAVE AND TO HOLD said real estate, with the appurtenances, estate, title and interest thereto belonging, to the said Grantee, its successors and assigns, forever.

Grantor further covenants that it is seized and possessed of said real estate and has the right to convey it, and binds itself, its successors and assigns, to warrant and forever defend the title to said real estate to said Grantee, its successors and assigns, against the lawful claims of all persons claiming by, through or under Grantor, but not otherwise; provided, however, that this conveyance is subject to the following:

1. Rights of tenants, as tenant only, under unrecorded leases;

2. 1997 ad valorem taxes which has been prorated between Grantor and Grantee and assumed by Grantee;

3. Deed of Trust in the original amount of $3,200,000.00 held by SouthTrust Bank of Alabama, National Association, of record in Book 7433, page 462, as amended in Book 8409, page 989, Book 8834, page 311, Book 9265, page 539, and Book 9960, page 488, with assignment of leases in Book 7433, page 500, and financing statement in Book 7433, page 514, continued in Book 8694, page 548, Register's Office for Davidson County, Tennessee;

4. Sanitary sewer and/or storm drainage easements granted to Metropolitan Government in Book 3764, page 271, and Book 3924, page 372, said Register's Office;

5. Orders dated January 2, 1979, and June 21, 1979, from the Chancery Court of Davidson County, Tennessee, entered under docket number 77-47-II and recorded in Minute Book 18, page 45, and Minute Book 110, page 20, respectively, granting and establishing a prescriptive easement as described in the Orders; and

6. All matters shown on the Plan of Record in Book 1130, page 112, said Register's Office, including an owner's certificate.

IN WITNESS WHEREOF, the Grantor has caused this instrument to be executed on this the 20th day of May, 1997.

"GRANTOR"

HILLSBORO, L.P., a Delaware limited partnership

By: James T. Gunn
James T. Gunn, General Partner

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Before me, James T. Gunn, a Notary Public in and for the County and State aforesaid, personally appeared James T. Gunn, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence) and who upon oath acknowledged himself to be General Partner of Hillsboro, L.P., a Delaware limited partnership, and that he as such General Partner, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the partnership by himself as General Partner.

Witness my hand and seal, at office in Nashville, Tennessee, this the 20th day of May, 1997.

Notary Public

My Commission Expires: 3/2/

GARRY CHAFFIN NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

97 MAY 23 PM 2:31
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

0308239
IDENTIF. & REFERENCE

5/23 0101 03CHECK 16449.03

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $4,441,088.55

AFFIANT

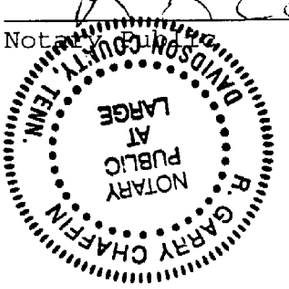
SUBSCRIBED and sworn to before me, this 20th day of May, 1997.

Notary Public

My Commission Expires:

3/21/98

F:\DT-CASES\JPS001\SPECWAR1.EED



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

RECEIVED OF _____

FOR _____

BOOK 10465 PG 218

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 4441088.55
CON TX 16432.03
PRFEE 1.00
WDEED 16.00
TOTAL 16449.03
CHECK 16449.03

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK 05/23/97 01 14:40 0001 4681

0308239
IDENTIF. & REFERENCE

AY 23 PM 2:31
Z. WILSON II REGISTER
/IDSON COUNTY, TN.

No. [illegible]