This instrument Prepared by:
William L. Rosenberg, Attorney
344 Fourth Avenue North
Nashville, TN 37219-1611

BOOK 10463 PG 711

0309155

IDENTIFICATION REFERENCE

Name and Address of Owners	Person Responsible for Payment of Taxes	Map & Parcel No.
Professional Real Estate Developers, Inc. 211 North First Street Nashville, TN 37213	Same	62-164

97 MAY 23 AM 10:29
REGISTER'S OFFICE
DAVIDSON COUNTY, TN.

Special Warranty Deed

For and in consideration of the sum of TEN AND N0/100 DOLLARS ($10.00) and other good and valuable consideration to said Grantor paid by the Grantee named herein, the receipt of which is hereby acknowledged,

SARA LEE FOUNDATION, an Illinois not-for-profit corporation,

(herein called "Grantor"), has GRANTED, SOLD and CONVEYED and by these presents does GRANT, SELL and CONVEY unto

PROFESSIONAL REAL ESTATE DEVELOPERS, INC., a Tennessee corporation,

(herein called "Grantee"), the real property situated in Davidson County, Tennessee, described as follows:

5752 05/28 0101 03CHECK 3483.00

See Exhibit A attached hereto and incorporated herein by reference.

This conveyance is subject to the encumbrances set out on Exhibit B attached hereto and incorporated herein by reference.

This is unimproved property known as 230 Rudy Circle, Nashville, TN 37214

To have and to hold the Subject Property together with all and singular the rights and appurtenances thereto belonging, unto Grantee, its successors and assigns forever. The Grantor covenants that it is seized and possessed of the above described property, and has the right to convey it, and Grantor does hereby bind itself, its successors and assigns, to WARRANT AND FOREVER DEFEND all and singular the Subject Property unto the Grantee, its successors and assigns, against every person whosoever lawfully claims the Subject Property or any part thereof by, through or under Grantor, but not otherwise.

In Witness Whereof, the Grantor has caused this deed to be executed by its duly authorized officer this 23rd day of May, 1997.

BOOK 10468 PG 712

SARA LEE FOUNDATION,
an Illinois not-for-profit corporation

By: Maureen Cullinane
its: VICE PRESIDENT

~~By:~~ _____
~~its:~~ _____

ACKNOWLEDGMENT

STATE OF Illinois }
}
COUNTY OF Cook }

Before me, the undersigned authority, a Notary Public in and for said County and State, personally appeared Maureen Cullinane and _____, with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence, and who upon oath acknowledged themselves to be Vice President and _____ of Sara Lee Foundation, an Illinois not-for-profit corporation, the within named bargainor, a corporation, and that they, as such officers, being authorized so to do, executed the foregoing instrument on behalf of the corporation for the purposes therein contained by signing the name of the corporation, by themselves as Vice President and _____.

In witness whereof, I have hereunto set my hand and seal this 23rd day of May, 1997.

My commission expires:

"OFFICIAL SEAL"
NATALIE A. BECKER
Notary Public, State of Illinois
My Commission Expires March 25, 1998

Natalie A Becker
Notary Public

STATE OF TENNESSEE }
COUNTY OF DAVIDSON }

I hereby affirm that the actual consideration for this transfer or value of the property transferred, whichever is greater, is $ 936,757.00.

Affiant

Sworn to and subscribed before me this
27th day of MAY, 1997.

Notary Public
My Commission expires: July 24, 1999

JILLIAN L. ROSELBERG
NOTARY PUBLIC
AT LARGE
STATE OF TENNESSEE

97030032.SWD

EXHIBIT A

BOOK 10463 PG 713

PROPERTY DESCRIPTION

Land in Davidson County, Tennessee, being Lot No. 3 as shown on the Plan of Resubdivision of Lots 1 & 3, Rudys Farm, of record in Book 7900, page 54, as corrected by a Surveyor's Certificate of Correction of record in Book 8289, page 312, Register's Office for Davidson County, Tennessee, to which reference is hereby made for a more complete description thereof.

Being a part of the same property conveyed to Sara Lee Foundation, an Illinois not-for-profit corporation by deed from Sara Lee Corporation, a Maryland corporation of record in Book 7739, page 358, Register's Office for Davidson County, Tennessee.

EXHIBIT B

ENCUMBRANCES

1. Taxes for 1997.

2. Matters shown on the Plan of record in Book 7900, page 54, as corrected by Surveyor's Certificate of Correction of record in Book 8289, page 312, said Register's Office.

3. Easement Agreement of record in Book 4950, page 193, said Register's Office.

4. The terms, conditions, provisions, and easements contained in Agreement of record in Book 8227, page 543, said Register's Office.

5. The terms, conditions, and provisions contained in Agreement of record in Book 8298, page 960, said Register's Office.

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

RECEIVED OF _____

FOR _____

BOOK 10403 PG 715

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 936757.00
CON TX 3466.00
PRFEE 1.00
WDEED 16.00
TOTAL 3483.00
CHECK 3483.00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK 05/28/97 01 10:21 0001 5752

97 MAY 28 AM 10:29
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

IDENTIF. # REFERENCE 0309155

No. 1