BOOK 10497 PG 365 FILE BOX 57

GENERAL WARRANTY DEED

Address New Owner:	**Send Tax Bills To:**	**Map and Parcel No.:**
Southeastern Building Corp. 125 Indian Lake Blvd Hendersonville, TN 37075	Same	Map: 85 Parcel: 78

FOR AND IN CONSIDERATION OF THE SUM OF TEN DOLLARS ($10.00), cash in hand paid by the hereinafter named Grantee, and other good and valuable consideration, the receipt of which is hereby acknowledged, **Mathews Partners, Inc.**, (the "Grantor"), has bargained and sold, and by these presents does transfer and convey unto **Southeastern Building Corporation** (the "Grantee"), its successors and assigns, a certain tract or parcel of land in Davidson County, Tennessee, described on Exhibit A attached.

This conveyance is subject to the following:

1. Taxes for 1997, which have been prorated and are assumed by the Grantee.

2. Matters shown on the Plat of record in Book 7900, page 556, Register's Office for Davidson County, Tennessee.

3. Restrictions of record in Book 9280, page 334, RODC, as to Tract I.

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, their successors and assigns forever.

And the Grantor does covenant with the said Grantee that they are lawfully seized and possessed of said land in fee simple, have a good right to convey it, and the same is unencumbered, except as set forth above.

And the Grantor does further covenant and bind themselves, their successors and assigns, to warrant and forever defend the title to the land to the said Grantee, their successors and assigns, against the lawful claims of all persons whomsoever.

IN WITNESS WHEREOF, the undersigned Grantor has executed this General Warranty Deed as of the 14th day of May, 1997.

MATHEWS PARTNERS, INC.

By: C. A. Mathews

Its: Vice President

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public in and for the State and County aforesaid, personally appeared Robert C.H. Mathews III with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be Vice President and authorized to execute this instrument on behalf of **Mathews Partners, Inc.**, the within named bargainor, and that he as such Vice President, executed the foregoing instrument for the purpose therein contained, by signing the name of the corporation by himself as Vice President.

WITNESS my hand and official seal at office, on this the 6th day of May, 1997.

NOTARY PUBLIC

My Commission Expires:

KIM L. WILSON NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

My Commission Expires NOV. 25, 2000

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $400,000.00.

Affiant

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

Notary Public

My commission expires:

KIM L. WILSON NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

My Commission Expires NOV. 25, 2000

This instrument prepared by
Thomas C. Scott
TUNE, ENTREKIN & WHITE
21st Floor, First American Center
Nashville, Tennessee 37238-0091

rcmdir\stheastrn.gwd

BOOK 10497 PG 367

EXHIBIT A

Tract 1

Lot No. 1 as shown on the Plat of Rivers Edge Subdivision, Section One of record in Book 7900, page 557, Register's Office for Davidson County, Tennessee.

Tract 2

Lots Nos. 3 through 35 and Lot Nos. 61 through 64 on the Plat of Rivers Edge, Section Two, Jackson Downs Phase Two of record in Book 9700, page 414, Register's Office for Davidson County, Tennessee

97 JUN 18 PM 2:59

FELIX [illegible] REGISTER
DAVIDSON COUNTY, TN.

IDENTIF. & REFERENCE

03174 02

4717 06/18 0101 03CHECK 1497.00

EXHIBIT A

Tract 3

Being land in the First Civil District, Fourteenth Councilmanic District, Nashville, Davidson County, Tennessee, being generally located south of Lebanon Pike and east of Rivers Edge Drive and being part of Jackson Downs Phase 2 P.U.D. boundary plat as of record in Book 7900, Page 556, R.O.D.C. and being more particularly described as follows:

BEGINNING at a point in the southerly right of way of Jackson Downs Boulevard said point being 80 feet more or less in an easterly direction from the easterly terminus of a curve return at Rivers Edge Drive and Jackson Downs Boulevard.

THENCE, with said right-of-way along a curve to the left 120.81 feet said curve having a radius of 350.00 feet a central angle of 19° 46' 37", a tangent of 61.01 and a chord of N 62° 23' 20" E 120.21 feet to a point in the same right-of-way.

THENCE, continuing with said right-of-way N 52° 30' 00" E 300.00 feet to a point on Mathews Partners, Inc. West line as recorded in Book 9350, Page 190, R.O.D.C..

THENCE, with Mathews Partners, Inc. Line the following calls:
S 37° 30' 00" E 200.00 feet to an iron pin (set)
N 52° 30' 00" E 150.00 feet to an iron pin (set)
S 37° 30' 00" E 400.00 feet to an iron pin (set)
N 52° 30' 00" E 250.00 feet to an iron pin (set)
S 37° 30' 00" E 122.00 feet to a point in the top of bank of the Stones River.

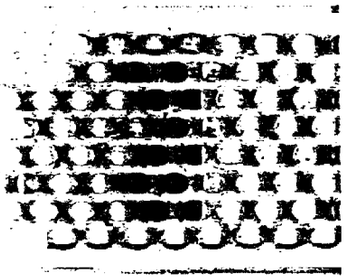
THENCE, with said top of bank, the following calls:
S 42° 10' 00" W 88.00 feet to a point;
S 58° 58' 00" W 199.95 feet to a point;
S 67° 08' 00" W 150.00 feet to a point;
S 78° 38' 00" W 125.00 feet to a point;
S 62° 23' 00" W 140.00 feet to a point;
S 50° 33' 00" W 100.00 feet to a point;
S 67° 53' 00" W 150.00 feet to a point;
S 61° 43' 00" W 86.43 feet to a point;

THENCE, leaving said top of bank with a severance line, the following calls:
N 25° 13' 06" W 175.76 feet to an iron pin (set)
S 64° 46' 54" W 18.81 feet to an iron pin (set)
N 25° 13' 06" W 239.31 feet to a monument in the southeast corner of Rivers Edge Section One at Jackson Downs Phase Two in Plat Book 7900, Page 557, R.O.D.C.

THENCE, with the east line of Rivers Edge Section One, the following calls:
N 04° 23' 03" W 93.84 feet to an existing iron pin;
N 03° 49' 26" E 107.23 feet to the point of beginning.

Containing 448,078 square feet or 10.29 acres, more or less.

The above three tracts being a portion of the same property conveyed to Mathews Partners, Inc. by deed of record in Book 9350, page 190, Register's Office for Davidson County, Tennessee.



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

RECEIVED OF _____

FOR _____

BOOK 10497 PG 369

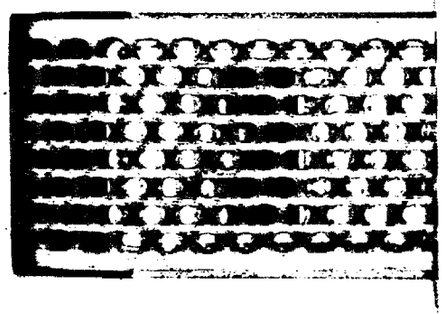
CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO - MORTGAGE	REL - RELEASE	CO TX - STATE TAX CONVEY
WD - WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MO TX - STATE TAX MORT
TD - TRUST DEED		PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID

CAMT
400000.00
CON TX 1480.00
PRFEE 1.00
WDEED 16.00
TOTAL 1497.00
CHECK 1497.00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

06/18/97 01 15:01 0001 4717



0317402
IDENTIF. # REFERENCE

97 JUN 18 PM 2:59
FELIX Z. WILSON REGISTER
DAVIDSON COUNTY, TN.

No. 1164787