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 10536 PG 582

W & I Ref: (pmt) Title No: 39049
Dav. Co. File: Box 8

ADDRESS NEW OWNER:	RESPONSIBLE FOR TAX PAYMENT:
John C. Pope Nancye J. Pope 421 Siena Drive Nashville, TN 37205	SAME

TAX MAP-PARCEL NUMBERS: Map 129-11A, Parcel 421 (9DZ 72887)

WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of **$ 138000.00,** cash in hand paid by the hereinafter named Grantee, and other good and valuable consideration, the receipt of which is hereby acknowledged, the undersigned **Ellen G. Kerrigan, unmarried,** hereinafter called the **Grantor**, has bargained and sold, and by these presents does hereby transfer and convey unto **John C. Pope and spouse, Nancye J. Pope,** 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. 421 of Phase 1-B of Lot 2, the Cloister at St. Henry, a horizontal Property regime pursuant to the Tennessee Horizontal Property Act, as shown on the Plan to the Master Deed of record in Book 5200, Page 529, and revised in Book 5200, Page 676, and as further set out as Exhibit "B" to the Master Deed of record in Book 6237, Page 665, 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 the same property conveyed to Ellen G. Kerrigan by deed from St. Henry's Property Development, Inc. of record in Book 6490, Page 172, 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 6237, Page 665, and amended in Book 6519, Page 187, Book 6834, Page 449, By-Laws of record in Book 6042, Page 602, and amended in Book 7590, Page 273, restriction of record in Book 652, Page 700, said Register's Office, and to the matters set forth in the referenced Condominium Plan of record.

GRANTEE understands that Grantor is not conveying the real estate in fee simple and this conveyance is both a sublease by Grantor to Grantee of the above described condominium apartment for the full term of Grantors Ground Lease and any extension thereof, and a conveyance by Grantor of all right, title and interest of the Grantor in the described condominium apartment. By acceptance of this conveyance, Grantee agrees to assume jointly with The Cloister Owner's Association all obligations of the Grantor under Grantors Ground Lease, including payment of all real estate taxes assessed against both land and buildings. The attached copy of a resolution of the Board of Directors of St. Henry Property Development, Inc., is incorporated herein as Exhibit "A" to this instrument.

This is improved property, known as: 421 Siena Drive, 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.

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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 18th day of July, 1997.

Ellen G. Kerrigan

Ellen G. Kerrigan

State of Tennessee
County of Davidson

On this 18th day of July, 1997, before me the undersigned authority, personally appeared **Ellen G. Kerrigan**, to me known (or proved to me on the basis of satisfactory evidence) to be the person(s) described in and who executed the foregoing instrument, and acknowledged the execution as a free act and deed.

My Commission Expires: _____

CHRISTY WILKINS IVEY NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.
My Commission Expires 9/18/99

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: $ 138000.00

Affiant

Sworn and subscribed before me on the 18th day of July, 1997.

Notary Public

My Commission Expires: _____

CHRISTY WILKINS IVEY NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.
My Commission Expires 9/18/99

6874 07/21 0.01 CASHIER 225.00

97 JUL 21 PM 1:21

DAVIDSON COUNTY TN

IDENTIFICATION

032854

EXHIBIT "A"

RESOLUTION

WHEREAS, the Master Deeds for The Cloister at St. Henry provide at Section 18(d) circumstances under which a unit owner may sell his unit to the developer, St. Henry's Property Development, Inc. ("S.H.P.D.") for 80% of appraised fair market value; and,

WHEREAS, a question has arisen regarding whether or not S.H.P.D. may on the death of a unit owner compel the succeeding owners to sell to S.H.P.D. at 80% of appraised fair market value; and,

WHEREAS, S.H.P.D. has never intended to compel any owner to sell to it at 80% of appraised fair market value; and,

WHEREAS, S.H.P.D. understands that Section 18(d) does not grant it any right to compel such a sale at the death of an owner or otherwise:

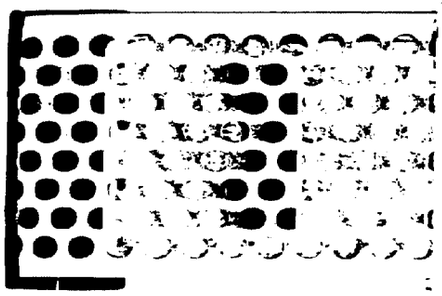
NOW, THEREFORE, be it:

RESOLVED, that for the purpose of clarifying interpretation of the Master Deeds' Section 18(d) and with express understanding that prospective unit purchasers of The Cloister at St. Henry will rely on the statements in this resolution, S.H.P.D. declares that it will not under any circumstances compel any unit owner to sell a unit to S.H.P.D. at 80% of appraised fair market value, but will purchase units at 80% of appraised fair market value upon request of a unit owner provided such unit owner has fully complied with all pre-requisites to the obligations of S.H.P.D. as provided in Section 18(d).

Resolution unanimously adopted by Board of Trustees for St. Henry Property Development, Inc. at its regular monthly meeting on Wednesday, March 6, 1985.

Karol F. Grace

Karol F. Grace
Board Member and Secretary



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

RECEIVED OF _____

FOR _____

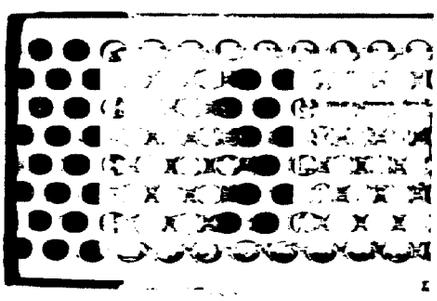
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CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO - MORTGAGE	REL - RELEASE	CO TX - STATE TAX CONVEY
WD - WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MO TX - STATE TAX MORT
TD - TRUST DEED		PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID

CAPT
135000.00
CO TX 510.60
PRFEE 1.00
WDEED 12.00
TOTAL 523.60
CHECK 523.60
07/21/97 01 13:21 0001 6874

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK



0328454
IDENTIFICATION REFERENCE

97 JUL 21 PM 1:21
REGISTER
DAVIDSON COUNTY, TN

No. 1176569