WARRANTY DEED

BOOK 10563 PG 14

STATE OF TENNESSEE
COUNTY OF WILLIAMSON
THE ACTUAL CONSIDERATION OR VALUE, WHICHEVER IS GREATER, FOR THIS TRANSFER IS $ 88,500.00

/Paul E. Johnson/
Affiant

SUBSCRIBED AND SWORN TO BEFORE ME, THIS THE 7th DAY OF August 19 97

Notary Public

MICHAEL T. BATES NOTARY PUBLIC AT LARGE WILLIAMSON CO. TENN.

MY COMMISSION EXPIRES: October 26, 1998
(AFFIX SEAL)

THIS INSTRUMENT WAS PREPARED BY
Lassiter, Tidwell & Hildebrand, 428 Wilson Pike Circle, Brentwood, TN 37027

ADDRESS NEW OWNER(S) AS FOLLOWS:	SEND TAX BILLS TO:	MAP-PARCEL NUMBERS
Claridge Builders Co., LLC (NAME)	First Union National Bank (NAME)	183-05-A-67, 20 &
3908 October Woods Drive (ADDRESS)	150 Fourth Avenue North (ADDRESS)	16
Antioch, TN 37013 (CITY) (STATE) (ZIP)	Nashville, TN 37219 (CITY) (STATE) (ZIP)	

FOR AND CONSIDERATION OF THE SUM OF TEN DOLLARS, CASH IN HAND PAID BY THE HEREINAFTER NAMED GRANTEES, AND OTHER GOOD AND VALUABLE CONSIDERATIONS, THE RECEIPT OF WHICH IS HEREBY ACKNOWLEDGED, WE, October Woods, L.P.

HEREINAFTER CALLED THE GRANTORS, HAVE BARGAINED AND SOLD, AND BY THESE PRESENTS DO TRANSFER AND CONVEY UNTO Claridge Builders Co., LLC

HEREINAFTER CALLED THE GRANTEES, THEIR HEIRS AND ASSIGNS, A CERTAIN TRACT OR PARCEL OF LAND IN Davidson COUNTY, STATE OF TENNESSEE, DESCRIBED AS FOLLOWS, TO-WIT:

Tract 1
Land in Davidson County, Tennessee, being Lot No. 419 on the Plan of Phase One, Section Two, October Woods, of record in Book 7900, Page 909 and amended in Book 9700, Pages 54 & 55, Register's Office for said County, to which Plan reference is hereby made for a more complete description.

Tract 2
Land in Davidson County, Tennessee, being Lot No. 417 on the Plan of Phase One, Section Three, October Woods, of record in Book 7900, Page 909 as amended in Book 9700, Pages 229 & 230, Register's Office for said County, to which Plan reference is hereby made for a more complete description.

Tract 3
Land in Davidson County, Tennessee, being Lot No. 113 on the Plan of Phase Two, Section Five, October Woods, of record in Book 7900, Page 909 as amended in Book 9700, Page 357, Register's Office for said County, to which Plan reference is hereby made for a more complete description.

Being part of the same property conveyed to October Woods, L.P. by deeds from Howard L. Paul and wife, Hazel Cox Paul of record in Book 9480, Page 310; Theodore G. Vaughn, Individually and as Executor of the Estate of James D. Gillespie, of record in Book 9412, Page 815 and by deed from George F. Kersey and wife, Mary O. Kersey of record in Book 9606, Page 477, Register's office for Davidson County, TN as to Tracts 1 and 2; and being part of the same property conveyed to October Woods, L.P. by deeds from Benjamin Inman of record in Book 9350, Page 628; Frances Cagle Tanley of record in Book 9350, Page 636; Hurley Rd. Land Co, L.P. of record in Book 9359, Page 560; Theodore

CONTINUED

unimproved (X)
This is improved ( ) property, known as Lts 113,417 & 419 October Woods, Nashville, TN
(House Number) (Street) (P.O. Address) (City or Town) (Postal Zip)

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said GRANTEES, their heirs and assigns forever; and we do covenant with the said GRANTEES that we are lawfully seized and possessed of said land in fee simple, have a good right to convey it and the same is unencumbered, unless otherwise herein set out; and we do further covenant and bind ourselves, our heirs and representatives, to warrant and forever defend the title to the said land to the said GRANTEES, their heirs and assigns, against the lawful claims of all persons whomsoever. Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

Witness my hand this 7th day of August 19 97

October Woods, L.P.
By: Hurley Rd. Land Co., L.P.
General Partner

By: /Paul E. Johnson/
Paul E. Johnson,
General Partner

STATE OF TENNESSEE
COUNTY OF WILLIAMSON

Before me, the undersigned, a Notary Public within and for the State and County aforesaid, personally appeared Paul E. Johnson with whom I am personally acquainted and who upon his oath acknowledged himself to be the General Partner of Hurley Rd. Land Co., L.P., a TN limited partnership, the General Partner of October Woods, L.P., a TN limited partnership, the within named bargainor, and that he as such General Partner of Hurley Rd. Land Co., L.P., the general partner of October Woods, L.P., being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the partnership by the said Paul E. Johnson as such General Partner of Hurley Rd. Land Co., L.P., the General Partner of October Woods, L.P., a TN limited partnership.

Witness my hand and seal at office at Brentwood, Tennessee on the 7th day of August, 1997.

Michael T. Bates, Notary Public

MICHAEL T. BATES
NOTARY PUBLIC AT LARGE
WILLIAMSON CO., TENN.

My Commission Expires: 10/26/98

LEGAL DESCRIPTION CONTINUATION

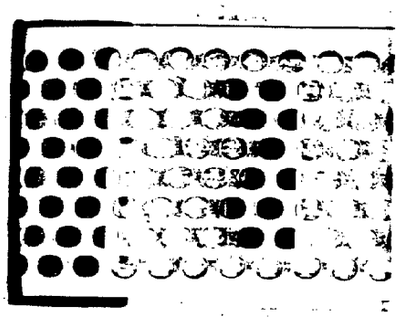
G. Vaughn, Individually and as Executor of the Estate of James D. Gillespie, of record in Book 9412, Page 815; Phillip H. Paul, unmarried, of record in Book 9699, Page 383 and from George F. Kersey and wife, Mary O. Kersey of record in Book 9606, Page 477, Register's Office for Davidosn County, TN as to Tract 3.

Subject to restrictions of record in Book 9840, Page 276, Book 10181, Page 986, Book 10548, Page 501, Book 10548, Page 503, Book 5047, Pages 656 and 661; Easement in Book 8443, Page 75; By-Laws in Book 9840, Page 267; Agreement in Book 9771, Page 560; Charter in Book 9840, Page 259, and all matters shown on the Plans of Record.

4943 08/08 0101 03CHECK 340.45

0335798
IDENTIFICATION REFERENCE

97 AUG -8 PM 1:32
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.



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

RECEIVED OF _____

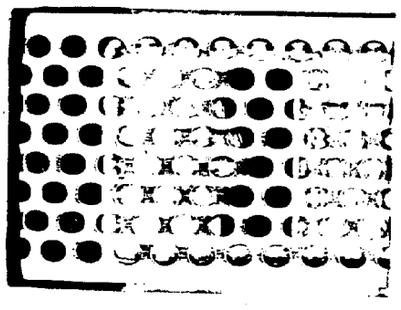
FOR _____

BOOK 10563 PG 17

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	AMT TOTAL PAID
				CON TX 327.45
				PRFEE 1.00
				WDEED 12.00
				TOTAL 340.45
				CHECK 340.45
08/08/97	01		13:33 0001	4943

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK



0335798
IDENTIF. A REFERENCE

97 AUG -8 PM 1:32
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 1184530