Mail to: John T. Archer
320 Jas. Robertson Pkwy.
Nashville, TN 37201

BOOK 10575 PG 489

ADDRESS OF NEW OWNER:
Fairfax Investment Company, L.P.
110 29th Ave North, Suite 103
Nashville, TN 37203

SEND TAX BILLS TO:
Same

MAP-PARCEL NOS.:
Map 103-16-0-E
Parcel 005.00 CO

97 AUG 20 PM 12:58
FIXZ [illegible] REGISTER
DAVIDSON COUNTY, TN.

IDENTIF. & REFERENCE

0339437

WARRANTY DEED

For good and valuable consideration paid and received, the Grantor, FMS, INC., a Tennessee corporation, , has bargained and sold, and by these presents does transfer and convey unto the Grantee, FAIRFAX INVESTMENT COMPANY, L.P., its heirs, successors and assigns, that certain real property and improvements thereon, described as follows:

Land in Davidson County, Tennessee, being Unit No. 5 as shown on the Plat of Whitland Place Condominium, of record in Book 5200, page 597, Register's Office for Davidson County, Tennessee, together with an undivided 2.85% interest in the common elements of The Whitland Place Homeowners' Association, as described in Book 6131, page 722, et seq., said Register's Office.

Being a portion of the same property conveyed to WKD, Inc., a Tennessee corporation, by Quitclaim Deed from A. Harrison Johnson, Jr., Trustee, of record in Book 8074, page 688, said Register's Office. The said WKD, Inc. is now known as FMS, Inc., pursuant to Articles of Merger of record in Book 8289, page 691, said Register's Office.

This is improved property known as 3901 Whitland Place, #5, Nashville, TN 37205.

The premises conveyed hereby is a condominium apartment established pursuant to the provisions of the Tennessee "Horizontal Property Act" as the same is set out in Section 66-27-101, et seq. of the Tennessee Code Annotated, as amended, and is subject to the provisions and requirements thereof; and is subject to the By-Laws for the administration thereof; also subject to easements, rights and interest in favor of other unit owners and all sewer, water, electrical, telephone and other utility easements now or hereafter established over, through or upon the land embracing the regime and buildings thereon; and also including without limitations all conditions, covenants, restrictions, options, burdens, assessments, and other undertakings contained in the Master Deed establishing a Horizontal Property Regime of The Whitland Place Homeowners' Association, of record in Book 6131, page 722, Register's Office for Davidson County, Tennessee, and the By-Laws appended thereto. Said property is also conveyed subject to restrictions and easements of record and to the following:

1. Sewer easement of record in Book 3464, page 278, Register's Office for Davidson County, Tennessee.

2. All matters shown on the Plat of Whitland Place Condominium, of record in Book 5200, page 597, said Register's Office.

3. Restrictions of record in Book 6350, page 824, said Register's Office, together with the terms and conditions contained therein as well as in the Lease Agreement referred to therein, which Lease Agrement is between University of Nashville (Montgomery Bell Academy) as landlord and B.V.T. Whitland House, Ltd., as tenant, which appears of record in Book 6051, page 518, said Register's Office.

To have and to hold the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the Grantee, its heirs, successors and assigns forever. And the Grantor covenants with the Grantee that it is lawfully seized and possessed of said land in fee simple, has a good right to convey it, and that same is unencumbered except as stated above. And the Grantor does further covenant and bind itself, its successors and assigns, to warrant and forever defend the title to said land to the Grantee, its heirs, successors and assigns, against the lawful claims of all persons whomsoever.

Witness my hand this 29th day of November, 1994.

FMS, Inc.

by: _____
Willie K. Davis, President

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, William H. Cameron, a Notary Public of the State and County aforesaid, personally appeared Willie K. Davis, with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence, and who, upon oath, acknowledged himself to the President of FMS, Inc., a Tennessee corporation, the within named bargainor, and that he as such President being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as President.

Witness my hand and official seal at office in Nashville, Tennessee, this 30th day of November, 1994.

My commission expires: 7-26-97

_____
NOTARY PUBLIC

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration, or value, whichever is greater, for this transfer is $45,000.00.

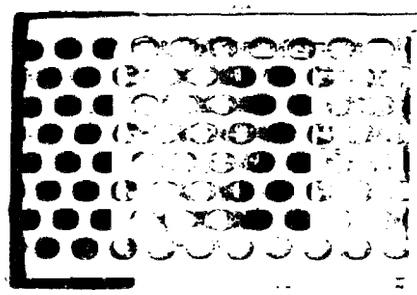
_____
AFFIANT

Sworn to and subscribed before me this 18th day of ~~November, 1994~~ August, 1997.

My commission expires: 11-22-97

_____
NOTARY PUBLIC

THIS INSTRUMENT WAS PREPARED BY:
Edmund W. Archer, Attorney
Court Square Building
300 James Robertson Parkway
Nashville, TN 37201



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

RECEIVED OF _____

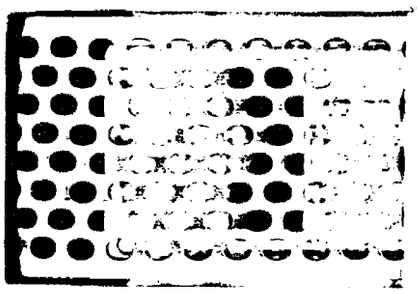
FOR _____

BOOK 10575 PG 491

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
			CRMT	[illegible]
			CON TX	168.50
			PRFEE	1.00
			WDEED	8.00
			TOTAL	175.50
			CHECK	175.50

08/20/97 01 13:02 0001 8879



RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0339437
IDENTIF. ↑ REFERENCE

97 AUG 20 PM 12:58

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 1188420