FILE BOX 57

THIS INSTRUMENT PREPARED BY:
W. Warner McNeilly, III
214 Second Avenue, North
Suite 300
Nashville, Tennessee 37201
(615) 255-2191

WARRANTY DEED

BOOK 10602 PG 647

ADDRESS NEW OWNER(S) AS FOLLOWS	SEND TAX BILLS TO:	MAP-PARCEL NUMBERS
SEOFON ASSOCIATES, L.P. 2507 Ridgewood Drive Nashville, TN 37215	SAME	Map: 93-6-2 Par: 34

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $ 1,392,855 .

SEOFON ASSOCIATES, L.P.

By: _____

SUBSCRIBED AND SWORN to before me this 31 day of July, 1997.

_____
Notary Public

My Commission Expires: 1/2 4/98

W. WARNER MCNEILLY III NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

FOR AND IN CONSIDERATION of the sum of Ten Dollars ($10.00), cash in hand paid and other good and valuable consideration, the receipt of which is hereby acknowledged, D. RAYMOND KENNEDY, JR. hereinafter "GRANTOR", has this day bargained and sold and does hereby transfer and convey unto SEOFON ASSOCIATES, L.P., a Texas limited partnership, hereinafter "GRANTEE", its successors and assigns, certain real estate in Davidson County, Tennessee, more particularly described on Exhibit "A" attached hereto and incorporated herein by reference.

TO HAVE AND TO HOLD said real estate, with the appurtenances, estate, title and interest thereto belonging, to the said GRANTEE, its successors and assigns forever. GRANTOR covenants that it is lawfully seized and possessed of said real estate in fee simple, has a good right to convey it, and that the same is unencumbered except for those matters shown on Exhibit "A" hereto and the lien for real property taxes for the current year, which taxes are assumed by GRANTEE.

GRANTOR further covenants and bind himself, his heirs and assigns, to warrant and forever defend the title to said real estate to said GRANTEE, its successors and assigns, against the lawful claims of all persons except as herein stated.

WITNESS its hand this 31 day of July, 1997.

D. Raymond Kennedy

D. RAYMOND KENNEDY

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, [illegible], of said county, D. RAYMOND KENNEDY, the within named bargainor, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that he executed the within instrument for the purposes therein contained. Witness my hand, this 31st day of July, 1997.

NOTARY PUBLIC

My Commission Expires:

1/24/98



EXHIBIT "A"

BOOK 10602 PG 649

Land in Davidson County, Tennessee, being part of Lot No. 29 on the Original Plan of Nashville, not of record, supposed to be the same as Lot No. 7 in the Subdivision of Richard C. Cross Property, a plan of which is of record in Will Book No. 9, Page 75, County Court for Davidson County, Tennessee, described as follows:

Beginning on the easterly margin of Third Avenue North, formerly College Street at the northwest corner of a lot formerly owned by Ireland and Phillips; thence with the easterly margin of said Avenue, northerly 95 feet, more or less, to the southwest corner of the Reyer lot; thence with the southerly line of said lot easterly 100 feet, more or less, to the westerly margin of an alley, thence with said alley southerly 95 feet, more or less, to the northeast corner of said Ireland and Phillips lot; thence with the northerly line of said lot westerly 100 feet; more or less, to the beginning.

Being the same property conveyed by the Guaranty Title Trust Company to Kennedy & Bowden Machine Company, a partnership composed of D. J. Kennedy, W. E. Bowden and D. R. Kennedy by deed of record in Book 1429, page 636, R.O.D.C. D. J. Kennedy later died and his interest was conveyed by Bessie W. Kennedy, Executrix and sole beneficiary of the Estate of D. J. Kennedy (Will Book 67, page 193, Davidson County Probate Court) to Kennedy & Bowden Machine Company, a partnership composed of W. E. Bowden and D. R. Kennedy, by deed of record in Book 2303, page 159, R.O.D.C. W. E. Bowden conveyed his interest in said property to Kennedy & Bowden Machine Company, a partnership composed of D. R. Kennedy and D. R. Kennedy, Jr., by deed of record in Book 3889, page 677, R.O.D.C. D. R. Kennedy later died and his interest was conveyed by Margaret A. Kennedy Executrix and sole beneficiary of the Estate of D. R. Kennedy (Will Book 91, Page 516, Davidson County Probate Court) to D. R. Kennedy, Jr. by deed of record in Book 4331, Page 78, R.O.D.C. After this conveyance, the entire interest in said property was owned by D. R. Kennedy, Jr.

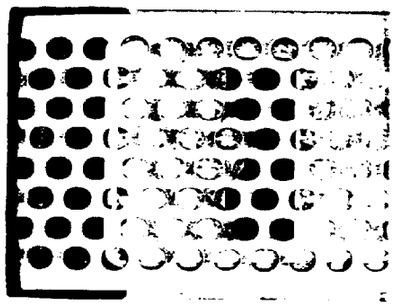
0146859

IDENTIFICATION REFERENCE

97 SEP -9 PM 4:08

FELIX Z. [illegible] REGISTER
DAVIDSON COUNTY, TN.

6805 09/09 0101 CKCHECK 5166.57



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

RECEIVED OF _____

FOR _____

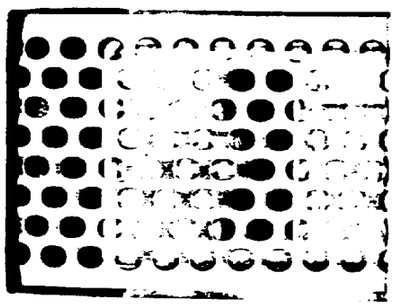
BOOK 10602 PG 650

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
1392855.00
CON TX 5153.57
PRFEE 1.00
WDEED 12.00
TOTAL 5166.57
CHECK 5166.57
09/09/97 01 16:09 0001 6805

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK



0346859
IDENTIFICATION REFERENCE

97 SEP -9 PM 4:08
FELIX Z. WILSON, II REGISTER
DAVIDSON COUNTY, TN.

No. 1196265