Box 60 R.O.D.C.T.

This Instrument Prepared By:
THOMAS I. BOTTORFF, Attorney
5110 Maryland Way, Suite 200
Brentwood, Tennessee 37027
(615) 371-0800

BOOK 10673 PG 659

SPECIAL WARRANTY DEED

Address New Owner:	Send Tax Bills To:	Map-Parcel Nos.
Westminster Homes, Inc. 7101 Executive Center Drive, Ste 287 Brentwood, TN 37027	Owner	see legal description below

STATE OF TENNESSEE
COUNTY OF WILLIAMSON

I hereby swear or affirm that the actual consideration or true value of this transfer whichever is greater, is $ 320,000.00.

Affiant

My Commission Expires:

July 15, 2001

Subscribed and sworn to before me this 29th day of October, 1997.

Notary Public

NOTARY PUBLIC AT LARGE WILLIAMSON CO. TN.

****

FOR AND IN CONSIDERATION OF Ten Dollars ($10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, **RICHTER DIAL BUILDERS, INC., a Tennessee corporation,** ("Grantor") by these presents does hereby transfer, sell and convey to WESTMINSTER HOMES, INC., a North Carolina corporation, ("Grantee") its successors and assigns, a certain tract or parcel of real property located in DAVIDSON County, State of Tennessee, more particularly described as follows, to wit:

Land in Davidson County, Tennessee, being Lot No. 20, Lot No. 21, Lot No. 22, Lot No. 37, Lot No. 61, Lot No. 81 and Lot No. 98 on the Plan of The Woodlands Phase I, as of record in Plat Book 6900, page 498 and 499, and being Lot No. 3, Lot No. 11, Lot No. 15, Lot No. 30, Lot No. 41, Lot No. 42, Lot No. 43, Lot No. 81 and Lot No. 82 on the Plan of The Woodlands Phase 2, as of record in Plat Book 6900, page 635, Register's Office for said County, to which plan reference is made for a more complete description.

Being part of the same property conveyed to Richter Dial Builders, Inc. by Special Warranty Deed from MeritBanc Development Corporation (formerly known as Hardin Service Corporation), of record in Book 8671, page 388, Register's Office, Davidson County, Tennessee.

This is unimproved property known as:

Lot 20, Phase I:	**5905 Woodlands Ave.**	**172-3-A-20.00**
Lot 21, Phase I:	**5913 Woodlands Ave.**	**172-3-A-21.00**
Lot 22, Phase I:	**5917 Woodlands Ave.**	**172-3-A-22.00**
Lot 37, Phase I:	**1204 Pineview Lane**	**172-3-A-37.00**
Lot 61, Phase I:	**1033 Elmshade Lane**	**172-3-A-61.00**
Lot 81, Phase I:	**937 South Woodstone La.**	**172-3-A-81.00**
Lot 98, Phase I:	**828 North Woodstone La.**	**172-3-A-98.00**
Lot 3, Phase 2:	**5345 Windypine Drive**	**172-3-B-03.00**
Lot 11, Phase 2:	**5313 Windypine Drive**	**172-3-B-11.00**
Lot 15, Phase 2:	**701 East Woodlands Trail**	**172-3-B-15.00**
Lot 30, Phase 2:	**765 East Woodlands Trail**	**172-3-B-30.00**
Lot 41, Phase 2:	**628 Magnolia Lane**	**172-3-B-41.00**
Lot 42, Phase 2:	**624 Magnolia Lane**	**172-3-B-42.00**
Lot 43, Phase 2:	**620 Magnolia Lane**	**172-3-B-43.00**
Lot 81, Phase 2:	**5304 Woodlands Trace**	**172-3-B-81.00**
Lot 82, Phase 2:	**5300 Woodlands Trace**	**172-3-B-82.00**

97 NOV -5 PM 4:04
FELIX Z. [illegible] REGISTER
DAVIDSON COUNTY, TN.

IDENTIFICATION REFERENCE
03668 10

This conveyance is subject to: Property Taxes for 1997 and subsequent years to Davidson County, Tennessee; All matters appearing on the Plan of The Woodlands, Phase 2, of record in Book 6900, page 635, R.O.D.C.T.; Dedication for Common Area to the Woodlands Homeowners' Association of record in Book 8472, page 310, R.O.D.C.T.; Declaration of Covenants, Conditions, Restrictions, Charter and By-Laws for Woodlands of record in Book 7334, page 109, Book 7408, page 250, amended in Book 7516, page 37, Book 8454, page 246, Book 8464, page 463, Book 8622, page 390, and Book 8634, page 224, re-recorded in Book 8643, page 675, R.O.D.C.T.; Charter of Incorporation of The Woodlands Homeowners' Association of record in Book 8454, page 246, R.O.D.C.T.; Storm Water Detention Agreement of record in Book 7336, page 3, R.O..D.C.T.; Deeds of conveyance to The Metropolitan Government of Nashville and Davidson County, Department of Water and Sewerage Services for construction of sanitary sewer to serve The Woodlands, of record in Book 8541, page 225, Book 8541, page 230, and Book 8541, page 235, Register's Office, Davidson County, Tennessee.

TO HAVE AND TO HOLD the said property, with the appurtenances, estate, title and interest thereto belonging to WESTMINSTER HOMES, INC., its successors and assigns forever.

AND the Grantor does hereby covenant with WESTMINSTER HOMES, INC. that it is lawfully seized and possessed of the said land in fee simple, has a good right to convey it, and the same is unencumbered except for those matters hereinabove mentioned.

AND the Grantor does further covenant and bind itself, its successors and assigns to warrant and forever defend the title to the said real property to the said WESTMINSTER HOMES, INC. and its successors and assigns, against the lawful claims of all persons whomsoever claiming by or through Grantor.

IN WITNESS WHEREOF, I have hereunto set my hand on this the 29th day of OCTOBER, 1997.

GRANTOR:

Richter Dial Builders, Inc., a Tennessee corporation

By: _____
John Larry Dial

Title: President

STATE OF TENNESSEE)
COUNTY OF WILLIAMSON)

8370 11/05 0101 03CHECK 1193.00

Personally appeared before me, the undersigned, _____, a Notary Public in and for said county and state, the within named John Larry Dial _____, with whom I am personally acquainted and who, upon oath, acknowledged himself to be President _____, of Richter Dial Builders, Inc., a Tennessee corporation, the within named bargainor, and that he as President _____ being authorized so to do, executed the foregoing instrument for the purpose therein contained, by signing the name of the corporation by himself as President _____.

WITNESS my hand and seal, at office in Brentwood _____, Tennessee, this 29th day of OCTOBER, 1997.

My Commission Expires:

July 15, 2001 _____

_____
Notary Public

PAMELA S. LAMB NOTARY PUBLIC AT LARGE WILLIAMSON CO.

OFFICIAL RECEIPT

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

RECEIVED OF _____

FOR _____

BOOK 10673 PG 661

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	
				320000.00
			CON TX	1184.00
			PRFEE	1.00
			WDEED	8.00
			TOTAL	1193.00
			CHECK	1193.00
11/05/97	01	16:15	0001	8370

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0366810
IDENTIF. # REFERENCE

97 NOV -5 PM 4:05
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 1217572