BK/ 10793 PG 485

STATE OF TENNESSEE }
COUNTY OF DAVIDSON}

THE ACTUAL CONSIDERATION OR VALUE, WHICHEVER IS GREATER, FOR THIS TRANSFER IS $38,000.00.

Affiant

SUBSCRIBED AND SWORN TO BEFORE ME, THIS THE 2nd DAY OF February, 1998.

Notary Public

MY COMMISSION EXPIRES: 11/24/2001
(AFFIX SEAL)

THIS INSTRUMENT PREPARED BY

BRANSTETTER, KILGORE, STRANCH & JENNINGS, 227 Second Avenue, North, 4th Floor, Nashville, TN 37201

NAME & ADDRESS OF PROPERTY OWNER	NAME & ADDRESS OF PERSON OR ENTITY RESPONSIBLE FOR PAYMENT OF REAL PROPERTY TAXES	MAP-PARCEL NOS
(NAME) ZARING HOMES, INC.	(NAME) SAME AS PROPERTY OWNER	Map: 155-7-B Parcel: 19
(STREET ADDRESS OR ROUTE NO.) SUITE 220, ONE BRENTWOOD COMMONS 750 OLD HICKORY BOULEVARD	(STREET ADDRESS)	
(CITY) (STATE) (P.O. ZIP) BRENTWOOD, TENNESSEE 37027	(CITY) (STATE) (ZIP)	

Warranty Deed Of Exchange

For and in Consideration of the sum of **No Cash ($0.00)**, but solely in exchange for like kind property within the meaning of Section 1031 of the Internal Revenue Code of 1986, which like kind property is more particularly described in Warranty Deed of Exchange executed and delivered simultaneously herewith, we, **POPLAR CREEK DEVELOPMENT CO.**, hereinafter called the **GRANTOR**, have bargained and exchanged, and by these presents do transfer and convey unto **ZARING HOMES, INC.**, hereinafter called the **GRANTEE**, a certain tract or parcel of land in Davidson County, Tennessee, to-wit:

Land in Davidson County, Tennessee, being **LOT NO. 70 ON THE FINAL PLAT OF POPLAR CREEK ESTATES, PHASE V, SECTION A (THE HIGHLANDS OF ALLENS GREEN)**, as of record in Book 9700, Page 390, Register's Office for Davidson County, Tennessee.

Being part of the same property conveyed to Poplar Creek Development Company by Deed from First Hotel Investment Corporation, of record in Book 10037, Page 477, Register's Office for Davidson County, Tennessee.

This conveyance is made subject to the following:

1. Restrictive Covenants contained in instrument of record in Book 10425, Page 93, Register's Office for Davidson County, Tennessee.

2. The Plan of Record in Book 9700, Page 390, Register's Office for Davidson County, Tennessee, shows an Owner's Certificate, certain building limits, certain notes and requirements, to which Plat specific reference is here made.

This is unimproved property, known as **LOT NO. 70, THE HIGHLANDS OF ALLENS GREEN.**

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** forever. We do covenant with said **GRANTEE** 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 set out herein. We do further covenant and bind ourselves, our heirs and representatives, to warrant and forever defend the title to the said land to the **GRANTEE** 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 our hands this 11th day of February, 1998.

POPLAR CREEK DEVELOPMENT COMPANY

By: Jane B Stranch

JANE B. STRANCH
SECRETARY/TREASURER

STATE OF TENNESSEE }
COUNTY OF DAVIDSON }

Before me, the undersigned authority, a Notary Public in and for the State and County aforesaid, personally appeared **JANE B. STRANCH**, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged herself to be the Secretary/Treasurer of **POPLAR CREEK DEVELOPMENT CO.**, the within named bargainor, a corporation (or partnership), and that she, as such officer (or partner), being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation (or partnership) by herself as such officer (or partner).

WITNESS my hand and official seal at Nashville, Tennessee, this 11th day of February, 1998.

Notary Public

My Commission Expires:

LARGE 12/24/2001

PICK-UP

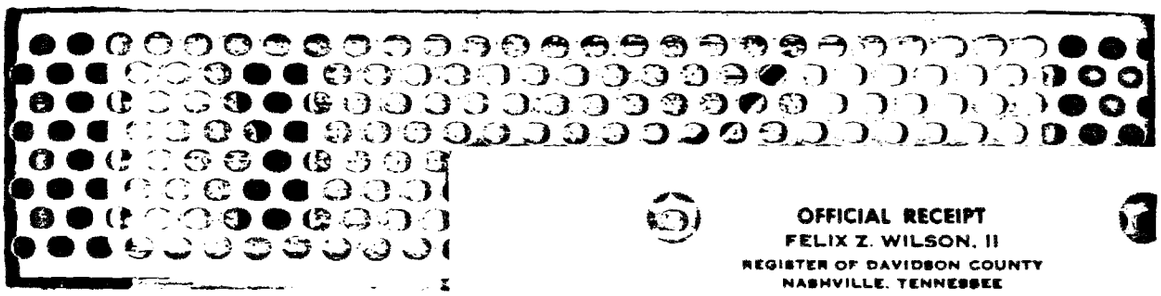
111,001.05

IDENTIFICATION REFERENCE

98 FEB 12 PM 3:39

REGISTER

3069 02/12 0101 03CHECK 149.6



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

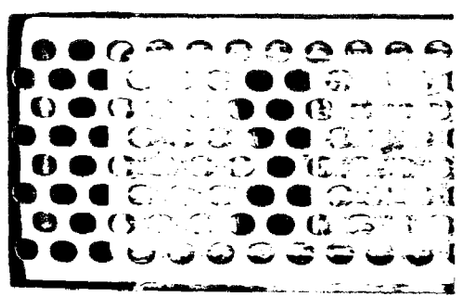
RECEIVED OF _____

FOR _____

BOOK 10793 PG 487

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 38000.00
CON TX 140.60
PRFEE 1.00
[illegible] 8.00
TOTAL 149.60
CHECK 149.60

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

02/12/98 01 15:41 0001 3069

040405
IDENTIFICATION REFERENCE

98 FEB 12 PM 3:39

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

No. 125359C