This instrument prepared by: Tune, Entrekin & White, P.C., 21st Floor, First American Center, Nashville, TN 37238

FILE BOX 57

WARRANTY DEED

Address New Owner as follows: Send tax bills to: Map-Parcel:

Randall Phillips Homes, LLC
108 Depot Street, Suite 200
Goodlettsville, TN 37072

SAME BOOK 10797 PG 35

Map 171
Parcel 176
Map 171-8-C
Parcel 28

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $337,000.00.

Sara Shipley
AFFIANT

Sworn to and subscribed before me this 10th day of February, 1998.

Stacy Green
NOTARY PUBLIC

My commission expires: My Commission Expires Nov. 25, 2000

STACY GREEN NOTARY PUBLIC DAVIDSON COUNTY

FOR AND IN CONSIDERATION of the sum of Ten Dollars ($10.00), cash in hand paid by the hereinafter named Grantee, and other good and valuable consideration, the receipt of which is hereby acknowledged, **BEAZER HOMES CORP. d/b/a PHILLIPS BUILDERS, INC., a Tennessee corporation,** hereinafter called Grantor, has bargained and sold, and by these presents does transfer and convey unto **Randall Phillips Homes, LLC, a Tennessee Liability Company,** hereinafter called Grantee, Grantee's successors and assigns, certain real property lying and being situated in Davidson County, State of Tennessee, more particularly described on attached Exhibit A.

Being the same property conveyed to Beazer Homes d/b/a Phillips Builders, Inc. by Warranty Deed from Eugene R. Williams of record in Book 10476, page 381, Register's Office for Davidson County, Tennessee and as to Lot 28, Section 1 Williamsburg being a portion of the property conveyed to grantor by Warranty Deed from Eugene R. Williams to Phillips Builders, Inc. of record in Book 9954, page 787, said Register's Office.

TO HAVE AND TO HOLD the said tract of land, together with the appurtenances, easements, estate, title and interest thereto belonging to the said Grantee, Grantee's successors, representatives and assigns forever.

AND GRANTOR COVENANTS with the said Grantee that it is lawfully seized and possessed of said property, that it has a good right to convey it, and that the same is unencumbered except for:

1. 1998 taxes.

2. Declaration of Covenants, Conditions and Restrictions of record in Book 9931, page 627 and amended in Book 10301, page 182 and Book 10640, page 953, Register's Office for Davidson County, Tennessee.

3. Any and all matters shown on the Plan of record in Book 9700, page 99, said Register's Office.

4. Easements for sanitary sewers and/or storm drainage of record in Book 7913, page 120, Book 8175, page 792, and Book 8259, page 206, said Register's Office.

5. Subject to a permanent easement and right of way as set out in Book 6590, page 37, said Register's Office.

6. Said property is subject to Greenbelt assessment as set out in Book 8861, page 986, said Register's Office.

7. Power of Attorney of record in Book 8436, page 780, said Register's Office.

AND GRANTOR further covenants and binds itself, its successors, assigns and representatives, to warrant and forever defend the title to said property to the said Grantee, Grantee's successors and assigns, against the lawful claims of all persons whomsoever. Whenever used the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

GRANTOR also hereby assigns to Grantee as part of the purchase of the property all sewer tap fee rights owned by Grantor with respect to the property.

IN WITNESS WHEREOF, the Grantor has caused this instrument to be executed on this 16th day of February, 1998.

BEAZER HOMES CORP
d/b/a PHILLIPS BUILDERS, INC.

By: _____
Its: CFO

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public in and for the State and County aforesaid, personally appeared _____, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be CFO of BEAZER HOMES CORP d/b/a PHILLIPS BUILDERS, INC., a Tennessee corporation, and that he as such officer and authorized so to do, execute this instrument for the purposes therein contained.

WITNESS my hand and official seal at Nashville, Tennessee, on this the 16th day of February, 1998.

_____
NOTARY PUBLIC

My Commission Expires: My Commission Expires Nov. 25, 2000

040146
IDENTIF. ▲ REFERENCE

98 FEB 17 PM 3:29
REGISTER
DAVIDSON COUNTY, TN

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EXHIBIT A

BOOK 10797 PG 37

Property Description
Williamsburg at Brentwood
Section Two

Being Lot No. 28 on the Plan of Section 1 Williamsburg at Brentwood of record in Plat Book 9700, page 99, Register's Office for Davidson County, Tennessee to which plan reference is hereby made for a more complete and accurate description of said lot. Said lot being unimproved property located at 5704 Portsmouth Place, Nashville, Tennesse

Being property located in Davidson County, Tennessee, described according to a survey by Anderson-Delk & Associates, Inc., 618 Grassmere Park Drive, Suite 4, Nashville, Tennessee, dated April 11, 1997 and being Job No. 89-115. Said property being more particularly described as follows:

Beginning at an iron pin set on the southerly margin of Cloverland Drive, said iron pin being at the northwesterly corner of a 5 Foot right-of-way dedication as shown on the plan of Williamsburg at Brentwood, Section One, of record in Plat Book 9700, page 99, Register's Office Davidson County, Tennessee;
Thence leaving said margin of Cloverland Drive and with the common line of the herein-described tract and said plan of Williamsburg at Brentwood, Section One, The following calls:
South 24 Degrees 57 Minutes 11 Seconds West a distance of 240.85 Feet to an iron pin;
Thence South 85 Degrees 50 Minutes 22 Seconds West a distance of 209.48 Feet to an iron pin;
Thence around a curve to the right through a central angle of 02 Degrees 36 Minutes 54 Seconds, a radius of 291.96 Feet, an arc distance of 13.33 Feet, a chord bearing of South 02 Degrees 51 Minutes 11 Seconds East, a chord distance of 13.32 Feet to an iron pin;
Thence South 01 Degrees 32 Minutes 44 Seconds East a distance of 57.07 Feet to an iron pin;
Thence South 88 Degrees 27 Minutes 16 Seconds West a distance of 85.02 Feet to an iron pin;
Thence South 17 Degrees 09 Minutes 47 Seconds West a distance of 120.00 Feet to an iron pin;
Thence North 72 Degrees 50 Minutes 13 Seconds West a distance of 12.00 Feet to an iron pin;
Thence around a curve to the left through a central angle of 00 Degrees 00 Minutes 52 Seconds, a radius of 68,499.26 Feet, an arc distance of 17.24 Feet, a chord bearing of North 72 Degrees 50 Minutes 39 Seconds West, a chord distance of 17.24 Feet to an iron pin;
Thence South 17 Degrees 08 Minutes 55 Seconds West a distance of 174.01 Feet to an iron pin;
Thence North 83 Degrees 04 Minutes 50 Seconds West a distance of 19.14 Feet to an iron pin;
Thence North 68 Degrees 18 Minutes 46 Seconds West a distance of 248.76 Feet to an iron pin;
Thence South 68 Degrees 01 Minutes 30 Seconds West a distance of 80.00 Feet to an iron pin;
Thence North 60 Degrees 01 Minutes 05 Seconds West a distance of 120.00 Feet to an iron pin;
Thence North 32 Degrees 36 Minutes 57 Seconds West a distance of 87.78 Feet to an iron pin;
Thence South 81 Degrees 03 Minutes 50 Seconds West a distance of 93.40 Feet to an iron pin at the most northeasterly corner of Lot 57 on the plan of Cloverland Acres, Section Two, of record in Plat Book 4460, page 114, Register's Office Davidson County, Tennessee;
Thence with the northerly line of said Lot 57,
North 65 Degrees 47 Minutes 21 Seconds West a distance of 110.03 Feet to an iron pin at the southeasterly corner of Lot 141 on the plan of Revision to Cloverland Acres, Section 13, of record in Plat Book 6050 page 479, Register's Office Davidson County, Tennessee;
Thence with the easterly line of said Lot 141, North 43 Degrees 33 Minutes 48 Seconds East, passing an iron pin at 24.24 Feet, thence continuing with the easterly line of Lot 142 on the plan of Cloverland Acres, Section 14, of record in Plat Book 8250, page 507, Register's Office Davidson County, Tennessee, a total distance of 146.56 Feet to an iron pin;
Thence continuing with the easterly line of said Lot 142,
North 83 Degrees 13 Minutes 24 Seconds East a distance of 81.64 Feet to an iron pin;

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Exhibit A, Page 2
Property Description
Williamsburg at Brentwood
Section Two

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Thence continuing North 40 Degrees 55 Minutes 21 Seconds East a distance of 224.73 Feet to an iron pin;
Thence continuing North 11 Degrees 47 Minutes 59 Seconds West a distance of 130.00 Feet to an iron pin set on the southerly margin of Cloverland Drive;
Thence with said margin of Cloverland Drive,
North 78 Degrees 12 Minutes 01 Seconds East a distance of 257.96 Feet to a point;
Thence leaving said margin of Cloverland Drive and with a new line, severing said Williams Property, the following calls:
South 21 Degrees 18 Minutes 10 Seconds West a distance of 296.93 Feet to an iron pin;
Thence South 16 Degrees 54 Minutes 21 Seconds West a distance of 150.84 Feet to an iron pin;
Thence South 73 Degrees 05 Minutes 39 Seconds East a distance of 33.84 Feet to an iron pin;
Thence around a curve to the right through a central angle of 00 Degrees 11 Minutes 46 Seconds, a radius of 68,499.26 Feet, an arc distance of 234.49 Feet, a chord bearing of South 72 Degrees 59 Minutes 46 Seconds East, a chord distance of 234.49 Feet to an iron pin;
Thence North 17 Degrees 06 Minutes 07 Seconds East a distance of 150.04 Feet to an iron pin;
Thence North 04 Degrees 11 Minutes 05 Seconds East a distance of 26.97 Feet to an iron pin;
Thence North 09 Degrees 54 Minutes 37 Seconds East a distance of 45.01 Feet to an iron pin;
Thence North 07 Degrees 24 Minutes 06 Seconds West a distance of 22.36 Feet to an iron pin;
Thence North 56 Degrees 11 Minutes 25 Seconds East a distance of 160.00 Feet to a point;
Thence around a curve to the left through a central angle of 00 Degrees 58 Minutes 52 Seconds, a radius of 331.96 Feet, an arc distance of 5.69 Feet, a chord bearing of North 34 Degrees 18 Minutes 01 Seconds West, a distance of 5.68 Feet to an iron pin;
Thence North 34 Degrees 47 Minutes 27 Seconds West a distance of 69.28 Feet to an iron pin;
Thence around a curve to the left through a central angle of 08 Degrees 36 Minutes 02 Seconds, a radius of 40.00 Feet, an arc distance of 6.00 Feet, a chord bearing of North 39 Degrees 05 Minutes 28 Seconds West, a chord distance of 6.00 Feet to an iron pin;
Thence North 46 Degrees 36 Minutes 31 Seconds East a distance of 103.68 Feet to an iron pin;
Thence North 10 Degrees 23 Minutes 40 Seconds East a distance of 62.62 Feet to a point on the southerly margin of Cloverland Drive;
Thence with said margin of Cloverland Drive, and with a curve to the right through a central angle of 19 Degrees 48 Minutes 53 Seconds, a radius of 561.46 Feet, an arc distance of 194.17 Feet, a chord bearing of South 69 Degrees 31 Minutes 14 Seconds East, a chord distance of 193.21 Feet to a point;
Thence continuing South 59 Degrees 36 Minutes 48 Seconds East a distance of 121.47 Feet to the point of beginning, containing 312,050 square feet or 7.164 acres, more or less.

The above-described property contains Lots 6 through 12, 16, 18, 19, and 23 through 27 as well as proposed rights-of-way and open space areas on the plan of Williamsburg at Brentwood Residential P.U.D. Said property is not to be used as a building site except as approved by the Metropolitan Planning Commission of Nashville and Davidson County, in accordance with Final Site Development Plans for Williamsburg at Brentwood Residential P.U.D.

Being a part of the same property conveyed to Jesse M. Williams and wife, Florence F. Williams, by deed of record in Book 1539, page 287, Register's Office for Davidson County, Tennessee, the said Jesse M. Williams and Florence F. Williams having since died and Eugene R. Williams having received same under the Will of Florence F. Williams.

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

RECEIVED OF _____

FOR _____

BOOK 10797 PG 39

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

MAMT 337000.00
ERR CO
MAMT 337000.00-
CAMT 337000.00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK 1246.90

PRFEE 1.00
WDEED 16.00
TOTAL 1263.90
CHECK 1263.90

02/17/98 01 15:28 0001 4179

98 FEB 17 PM 3:29
FELIX Z. WILSON, II
REGISTER OF DAVIDSON COUNTY

04014 16
IDENTIF. ← REFERENCE

No. 1254688