(3)

BOOK 10798 PG 736

FROM: TGH Partnership

This instrument prepared by
Stewart, Estes & Donnell
SunTrust Center, 14th Floor
424 Church Street
Nashville, Tennessee 37219

TO: Green & Hall Properties, a
Tennessee general partnership

Address New Owner:	Send Tax Bills To:	Map/Parcel No.:
Green & Hall Properties, a Tennessee general partnership c/o Michael D. Green 1186 Antioch Pike Nashville, Tennessee 37211	Same	Map 134 Parcel 111

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration of value, whichever is greater, for this transfer is $180,000.00

Charles Larry Gibbs
Affiant

Subscribed and sworn to before me, this the 17th day of February, 1998

Linda S. Davis
Notary Public

My commission Expires: 5/27/01

WARRANTY DEED

For valuable consideration, the receipt and sufficiency of which is hereby acknowledged, TGH Partnership, a Tennessee general partnership with the only partners being Charles Larry Gibbs and wife, Glenda W. Gibbs (the partnership hereafter called "GRANTOR"), has bargained and sold and by these presents does transfer and convey unto Green & Hall Properties, a Tennessee general partnership composed of Michael D. Green and Richard H. Hall, its successors and assigns ("GRANTEE"), a certain tract or parcel of land in Davidson County, State of Tennessee, described on Exhibit A (the "Property").

Said Property is transferred subject to 1998 property taxes which will be paid by GRANTEE, and matters, if any, shown on Exhibit A.

This is improved property known as 1186 Antioch Pike, Nashville, Davidson County, Tennessee 37211.

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, its successors and assigns, forever, and GRANTOR does covenant with the said GRANTEE that it is lawfully seized and possessed of said land in fee simple, has a good right to convey it, and the same is unencumbered unless otherwise herein set out; and GRANTOR does further covenant and bind itself and its successors, assigns, and representatives, to warrant and forever defend the title to the said land to the said GRANTEE, its successors and assigns, against the lawful claims of all persons whatsoever.

WITNESS its hand this 17th day of February, 1998.

TGH PARTNERSHIP, a Tennessee general partnership

By: Charles Larry Gibbs
Charles Larry Gibbs, General Partner

By: Glenda W. Gibbs
Glenda W. Gibbs, General Partner

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Personally appeared before me the undersigned, a Notary Public in and for said County and State, the within-named CHARLES LARRY GIBBS, a general partner of Grantor, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged that he on behalf of Grantor executed the within instrument for the purposes therein contained.

WITNESS my hand and seal, at office in Nashville, Tennessee, this 17th day of February, 1998.

Linda S. Davis
Notary Public

My Commission Expires: 5/27/01.

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Personally appeared before me the undersigned, a Notary Public in and for said County and State, the within-named GLENDA W. GIBBS, a general partner of Grantor, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged that she on behalf of Grantor executed the within instrument for the purposes therein contained.

WITNESS my hand and seal, at office in Nashville, Tennessee, this 17th day of February, 1998.

Linda S. Davis
Notary Public

My Commission Expires: 5/27/01.

EXHIBIT A

Property located in Davidson County, Tennessee, being described as follows:

Beginning in the northerly margin of Antioch Pike (formerly Mill Creek Valley Pike) being S 43 deg. 04' 38" E 150.49 feet from the southernmost corner of W. Art Stinson (Book 7013, page 153, Register's Office for Davidson County, Tennessee) and 491.52 feet east of the intersection of Antioch Pike and CSX;
thence with the boundary of Tract IV of the property described in Book 7707, page 100, Register's Office for Davidson County, Tennessee, N 42 deg. 59' 12" E 262.30 feet to a point which is south of and 50 feet distant from the centerline of the former Nashville Chattanooga and St. Louis Railroad Radnor Yard Main Track;
thence with a curve described as follows: Delta=01 deg. 03' 37"; Radius=2814.93 feet; Tangent=26.05 feet; Length=52.09 feet; Chord=52.09 feet and Chord Bearing=S 63 deg. 18' 15" E;
thence S 42 deg. 58' 40" W 280.35 feet;
thence with the margin of Antioch Pike N 43 deg. 04' 38" W 50.16 feet to the beginning, containing 0.31 acres more or less, according to a survey by Barry Greer, Tenn. R.L.S. No. 211, Mt. Juliet, TN, dated 10/24/91.

Being Tract II of the property conveyed to TGH Partnership, a General Partnership composed of Larry Gibbs, Ernest Taylor and Winston Hickman by quitclaim deed from Charles L. Gibbs and wife, Glenda L. Gibbs, of record in Book 7707, page 100, Register's Office for Davidson County, Tennessee.

Together with an easement over, across and under property known generally as 1182 Antioch Pike (Map 134, Parcel 110) for the portion of the building serving the above-described Tract, which, currently constructed, encroaches upon 1182 Antioch Pike (Map 134, Parcel 110), which easement shall include location and use of said building on said property and maintenance thereof, and together with the easements created to benefit the above-described property as described in the Reciprocal Access and Cross Parking Easement of record in Book 10798 page 725, Register's Office for Davidson County, Tennessee.

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ENCUMBRANCES

1. Davidson County taxes for 1998, a lien, but not yet due and payable.

2. Chartered right-of-way of Nashville, Chattanooga and St. Louis Railway.

3. Right-of-way of Antioch Pike. (Formerly Mill Creek Valley Road).

4. Easement for overflow as a result of conduits, underpasses and embankments on railroad right-of-way of Nashville, Chattanooga and St. Louis Railway of record in Book 270, Page 151, Register's Office for Davidson County, Tennessee.

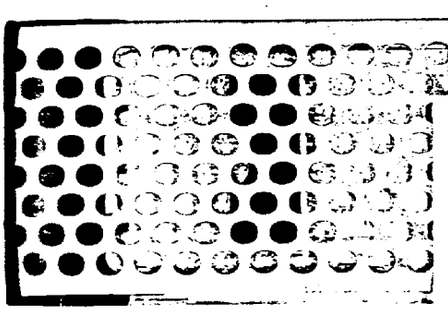
98 FEB 18 PM 2:10

DAVIDSON COUNTY TN

IDENTIF. & REFERENCE

04 01963

96132.1



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

RECEIVED OF _____

FOR _____ BOOK 10798 PG 739

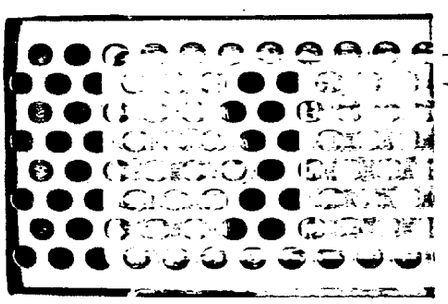
CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO - MORTGAGE	REL - RELEASE	CO TX - STATE TAX CONVEY
WD - WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MO TX - STATE TAX MORT
TD - TRUST DEED		PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID

CAMT
180000.00
CON TX 666.00
PRFEE 1.00
WDEED 12.00
TOTAL 679.00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK 679.00

02/18/98 01 14:09 0001 4770



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FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

0401963
IDENTIF. # REFERENCE

No. 1255273