BOOK 10863 PG 141

Box 36

THIS INSTRUMENT PREPARED BY:
Edward R. Christian, Esq.
Burr & Forman LLP
P.O. Box 830719
Birmingham, AL 35283-0719

ADDRESS OF NEW OWNER:	SEND TAX BILLS TO:	MAP-PARCEL NOS.:
Armed Services Mutual Benefit Association 1000 North Chase Drive Suite 300 Goodlettsville, TN 37072	Same as Owner	26-106 26-110 26-114

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION OF the sum of ONE MILLION SIX HUNDRED FORTY-FIVE THOUSAND and no/100 Dollars ($1,645,000.00), cash in hand paid, the receipt of which is hereby acknowledged, **SC REALTY, INC.**, a Delaware corporation ("Grantor"), has this day bargained and sold, and does hereby transfer and convey unto **ARMED SERVICES MUTUAL BENEFIT ASSOCIATION**, an unincorporated Fraternal Benefit Association ("Grantee"), its successors and assigns, certain real estate in Davidson County, Tennessee, described in Exhibit "A," which is attached hereto and incorporated herein by reference (the "Property").

3282 03/31 0101 030MEEK 6103.50

STATE OF ALABAMA
COUNTY OF JEFFERSON

The actual consideration or value, whichever is greater, for this transfer is $1,645,000.00.

AFFIANT:
SC REALTY, INC.

By: _____
Its: PRESIDENT

Subscribed and sworn to before me this 27th day of March, 1998.

[SEAL]

Notary Public
My Commission Expires: 3-12-2000

This is unimproved property.

TO HAVE AND TO HOLD, the Property, with the appurtenances, estate, title, and interest thereto belonging to Grantee, its successors and assigns, forever.

Grantor further covenants and binds itself and its successors and assigns, to warrant and forever defend the title to the Property to Grantee, its successors and assigns, against the lawful claims of all persons claiming by, through, or under Grantor; provided, however, that this conveyance is subject to the following:

1. Taxes and assessments for 1998 and subsequent years, a lien, but not yet due and payable.

2. Easement to Madison Suburban Utility District of record in Book 4377, page 92, Register's Office for Davidson County, Tennessee.

98 MAR 31 PM 3:26
RECEIVED AND RECORDED IN OFFICE
DAVIDSON COUNTY, TN.

04 19 179
IDENTIF. & REFERENCE

523267.1

3. Easement granted the City of Goodlettsville of record in Book 6117, page 287, Register's Office for Davidson County, Tennessee.

4. Easement to American Telephone & Telegraph Company of record in Book 6753, page 772, Register's Office for Davidson County, Tennessee.

IN WITNESS WHEREOF, Grantor has caused this Special Warranty Deed to be executed by its duly authorized officer on this the 27th day of March, 1998.

GRANTOR:

SC REALTY, INC.

By: _____

Its: President

STATE OF ALABAMA
COUNTY OF JEFFERSON

PERSONALLY APPEARED BEFORE ME, Sondra M. Colter, a Notary Public, Wayne Durlacher with whom I am personally acquainted, who acknowledged that he executed the foregoing instrument for the purposes therein contained and who further acknowledged that he is President of SC Realty, Inc., a Delaware corporation, being authorized to execute the foregoing instrument on behalf of the corporation.

WITNESS MY HAND, at office this 27th day of March, 1998.

[SEAL]

Sondra M. Colter
NOTARY PUBLIC
My Commission Expires: 3-12-2000

523267.1

BOOK 10863 PG 143

EXHIBIT "A"

Land in the Second Civil District of Davidson County, Tennessee, more particularly described as follows:

Tract 1

Beginning at an existing iron pin on the westerly right-of-way line of Conference Drive, a 60-foot right-of-way as recorded by the Final Subdivision Plat of Conference Drive in Book 5200, page 485, R.O.D.C., Tennessee at the southeasterly property corner of the Roy C. Flowers property as recorded in Deed Book 6590, page 667, R.O.D.C., Tennessee and proceeding as follows:

1. With the westerly right-of-way line of Conference Drive S 26° 17' 18" E, 66.02 feet to an existing iron pin; thence,

2. Continuing with said right-of-way line with a 1654.62-foot radius curve to the right a distance of 640.14 feet to an existing iron pin, said curve has a chord bearing and distance of S 15° 12' 18" E, 636.16 feet; thence,

3. S. 04° 07' 18" E, 790.00 feet to an iron pin (set) at the northeasterly property corner of the Smiley Atchison Investments property as recorded in Deed Book 7039, page 953, R.O.D.C., Tennessee; thence,

4. Leaving said right-of-way line with the northerly line of the Smiley Atchison Investment property S 85° 48' 49" W, 540.32 feet to an iron pin (reset) on the easterly right-of-way line of Interstate 65; thence,

5. With the easterly right-of-way line of Interstate 65 N 19° 00' 18" E, 178.39 feet to an existing concrete monument; thence,

6. N 03° 44' 27" E, 324.80 feet to an existing iron pin; thence,

7. N 08° 20' 36" W, 274.26 feet to an existing concrete monument; thence,

8. With a 2871.43-foot radius curve to the left a distance of 585.57 feet to an iron pin (reset), said curve has a chord bearing and distance of N 06° 36' 33" W, 584.57 feet; thence,

9. Leaving the right-of-way line of Interstate 65 with the southerly property line of the Flowers property N 63° 36' 55" E, 350.29 feet to an existing iron pin being the point of beginning.

This tract contains 615,931 square feet or 14.14 acres, more or less.

RECORDERS MEMO
EGIBILITY OF WRITING, TYPING OR
PRINTING IN THIS DOCUMENT
UNSATISFACTORY WHEN RECEIVED

Exhibit "A" (continued)

Tract 2

Beginning at an iron pin (reset) on the easterly right-of-way line of Conference Drive, a 60-foot right-of-way as recorded by the Final Subdivision Plat of Conference Drive in Book 5200, page 485, R.O.D.C., Tennessee, said pin being at the southerly end of the southerly return curve at the intersection of Conference Drive and Windsor Green Boulevard, a 100-foot right-of-way as recorded by the Final Subdivision Plat of Picadilly Apartments in Book 5200, page 592, R.O.D.C., Tennessee (formerly Bowen-Campbell Drive) and proceeding as follows:

1. With a 25-foot radius curve to the right, a distance of 39.27 feet to an iron pin (reset), said curve has a chord bearing and distance of N 40° 52' 42" E, 35.36 feet; thence,

2. With the southerly right-of-way line of Windsor Green Boulevard N 85° 52' 42" E, 375.00 feet to an existing iron pin, said pin being at the northwesterly property corner of Picadilly Apartments as recorded in Deed Book 6552, page 128, R.O.D.C., Tennessee; thence,

3. Leaving the right-of-way line of Windsor Green Boulevard with the westerly property line of Picadilly Apartments S 04° 07' 18" E, 726.38 feet to an existing iron pin; thence,

4. S 67° 20' 18" E, 521.89 feet to the common property corner of Tract L, Picadilly Apartments and Smiley-Atchison Investments, recorded in Deed Book 7039, page 953, R.O.D.C., Tennessee; thence,

5. With the northerly property line of the Smiley-Atchison Investments property S 38° 19' 27" W, 439.41 feet to an existing iron pin on the easterly right-of-way line of Conference Drive; thence,

6. With said right-of-way line with a 621.88-foot radius curve to the left a distance of 170.00 feet to an existing iron pin, said curve has a chord bearing and distance of N 59° 30' 25" W, 169.47 feet; thence,

7. Continuing with said right-of-way line N 67° 20' 18" W, 200.00 feet to an existing iron pin; thence,

8. With a 457.48-foot radius curve to the right a distance of 504.75 feet to an iron pin (set), said curve has a chord bearing and distance of N 35° 43' 48" W, 479.54 feet; thence,

9. N 04° 07' 18" W, 666.00 feet to an existing iron pin and the point of beginning.

This tract contains 563,226 square feet or 12.93 acres, more or less.

Being part of the same property conveyed to S.C. Realty, Inc., a Delaware corporation, by Trustee's Deed from Barrett B. Sutton, Jr., Successor Trustee, of record in Book 8436, page 513, Register's Office for Davidson County, Tennessee.

RECORDERS MEMO
LEGIBILITY OF WRITING, TYPING OR PRINTING IN THIS DOCUMENT UNSATISFACTORY WHEN RECEIVED

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

RECEIVED OF _____

FOR _____

BOOK 10863 PG 145

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 1645000.00	
			CON TX 6086.50	
			PRFEE 1.00	
			MTGEE 16.00	
			TOTAL 6103.50	
			CHECK 6103.50	
03/31/98	01		15:28 0001 3282	

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0419179
IDENTIF. & REFERENCE
98 MAR 31 PM 3:26
FELIX Z. WILSON, REGISTER
DAVIDSON COUNTY, TN.

No. 1273549