Prepared by:
and

When Recorded Return to:

COMMO[illegible] TITLE AGENCY
C[illegible]LE, INC.
333 G[illegible]RD. SOUTH
MADISON, TN 37115

STATE OF TENNESSEE:
COUNTY OF DAVIDSON:
The actual consideration or value, whichever is greater, for this transfer, is $550,000.00, this 9th day of April, 1998.

18-B

Affiant

Sworn to and subscribed before me this 9th day of April, 1998.

Notary Public

My commission expires: 5-28-2001

DENISE C. GALLIS NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

SPECIAL WARRANTY DEED

BOOK 10881 PG 126

THIS SPECIAL WARRANTY DEED is made this 2nd day of April, 1998, from SUN NLF LIMITED PARTNERSHIP, a Delaware limited partnership (the "Grantor") whose address is 6001 North 24th Street, Suite A, Phoenix, Arizona 85016 to PINE OAKS PROPERTIES TWO, L. L. P., a Tennessee limited liability partnership (the "Grantee") whose address is 808 Harpeth Trace Place, Nashville, TN 37221.

WITNESSETH:

WHEREAS, Grantor holds legal title to certain real property more particularly described in Exhibit A attached hereto and incorporated (the "Property"); and

WHEREAS, Grantor desires to convey to Grantee in fee simple all of its right, title and interest in and to the Property in consideration of payment by Grantee of the amounts set forth in the Contract for Sale of Real Estate by and between the Grantor and Grantee.

NOW, THEREFORE, for and in consideration of the Purchase Price and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Grantor does hereby grant, sell and convey unto the Grantee all of the Property together with all tenements, hereditaments and appurtenances thereto; subject to all current real property taxes, zoning and other governmental restrictions, and all covenants, conditions, restrictions, easements, rights-of-way and other matters of record.

TO HAVE AND TO HOLD the Property, together with all and singular the rights, appurtenances thereto belonging unto the Grantee, its successors and assigns, forever; and Grantor does hereby bind itself, its successors and assigns, to warrant and forever defend all and singular the Property unto Grantee, its successors and assigns, against every person whomsoever lawfully claiming or to claim the same or any part thereof when such claim is made by, through or under Grantor, but not otherwise.

NAME AND ADDRESS NEW OWNER AND SEND TAX BILLS TO:	MAP AND PARCEL NO:
PINE OAK PROPERTIES, II, LLP 2627 GRANDVIEW AVENUE NASHVILLE, TN 37211	Map 173, Parcel 165

6011swd

BOOK 10881 PG 127

IN WITNESS WHEREOF, Grantor has caused this Special Warranty Deed to be executed by its representatives thereunto duly authorized.

SUN NLF LIMITED PARTNERSHIP,
a Delaware limited partnership
By: Sun Partners,
a California joint venture
By: SunChase Land Fund, Inc.,
an Arizona corporation, venturer

By: Stephen E. Renneckar
Stephen E. Renneckar
Its: Vice President

98 APR -9 PM 2:02
DAVIDSON COUNTY, TN.

0423904
IDENTIFICATION REFERENCE

2340 04/09 0101 03CHECK 2048.00

STATE OF ARIZONA)
)ss
County of Maricopa)

On this 2nd day of April, 1998, before me, the undersigned officer, personally appeared Stephen E. Renneckar, the Vice President of SunChase Land Fund, Inc., an Arizona corporation, the General Partner of Sun Partners, a California general partnership, the General Partner of SUN NLF LIMITED PARTNERSHIP, a Delaware limited partnership, on behalf of said limited partnership.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Amy M Richardson
Notary Public

My Commission Expires:

May 15, 2001

OFFICIAL SEAL
AMY M. RICHARDSON
NOTARY PUBLIC - STATE OF ARIZONA
MARICOPA COUNTY
My Comm. Expires May 15, 2001

EXHIBIT "A"

Being a certain Tract of land located in the Second Civil District of Davidson County, Tennessee and more particularly described by Metes and Bounds as follows:

Beginning at an iron pin (old), said pin being a corner to Anne Shelton Denham of record in Book 1109, page 387, R.O.D.C.T. and in the West right-of-way of Blue Hole Road, also being the Northeast corner of the herein described Tract; Thence along said right-of-way of Blue Hole Road S 31 deg. 15' 44" E, 116.45 feet to an iron pin (new); Thence along said right-of-way S 30 deg. 35' 24" E, 98.51 feet to an iron pin (new); Thence along said right-of-way S 31 deg. 01' 17" E, 589.11 feet to an iron pin (new); Thence along said right-of-way S 32 deg. 59' 26" E, 180.80 feet to an iron pin (new), said pin being a corner to Porter Freeman of record in Book 1538, page 283, R.O.D.C.T.; Thence along the line of Freeman S 51 deg. 34' 10" W, 193.27 feet to an iron pin (new), said pin being a corner to Freeman and in the line of.John Warner Lewis, of record in Book 5595, page 227, R.O.D.C.T.; Thence along the line of Lewis N 86 deg. 44' 01" W, 524.06 feet to an iron pin (new), said pin being a corner to Lewis and James Franklin Gossett, of record in Book 1589, page 423, R.O.D.C.T.; Thence along the line of Gossett N 86 deg. 35' 57" W, 1228.94 feet to an iron pin (new); thence along the line of Gossett N 79 deg. 18' 53" W, 63.48 feet to an iron pin (new); thence along the line of Gossett N 84 deg. 45' 01" W, 346.29 feet to an iron pin (new), said pin being a corner to Gossett and James Gossett, of record in Book 2647, page 497, R.O.D.C.T.; Thence along the line of James Gossett N 85 deg. 45' 52" W, 634.74 feet to an iron pin (new); thence along the line of Gossett N 88 deg. 16' 50" W, 113.70 feet to an iron pin (new); Thence along the line of Gossett N 74 deg. 32' 27" W, 25.28 feet to an iron pin (new), said pin being a corner to Gossett and William Clark, of record in Book 2046, page 194, R.O.D.C.T.; Thence along the line of Clark N 02 deg. 18' 25" E, 646.98 feet to an iron pin (new), said pin being a corner to Clark an Emma Cothron, of record in Book 1558, page 599, R.O.D.C.T.; Thence along the line of Cothron N 03 deg. 26' 09" E, 326.14 feet to an iron pin (new) in ditch, said pin being a corner to Cothron and Annie Shelton Denham, of record in Book 1109, page 387, R.O.D.C.T.; Thence along the line of Denham S 85 deg. 07' 18" E, 2529.27 feet to the point of beginning and containing 62.33 Acres, more or less.

INCLUDED IN THE ABOVE DESCRIPTION BUT EXPRESSLY EXCLUDED FROM THIS CONVEYANCE IS THE FOLLOWING TRACT OR PARCEL OF LAND:

Beginning at an iron pin (old), said pin being a corner to Anne Shelton Denham of record in Book 1109, page 387, R.O.D.C.T. and in the West right-of-way of Blue Hole Road, also being the northeast corner of the herein described excluded area; Thence along said right-of-way of Blue Hole Road S 31 deg. 15' 44" E, 116.45 feet to an iron pin (new); Thence along said right-of-way S 30 deg. 35' 24" E, 98.51 feet to an iron pin (new); Thence along said right-of-way S 31 deg. 01' 17" E, 105.00 feet to a point; thence leaving said right-of-way along a new line S 58 deg. 58' 43" W, 601.70 feet to a point; Thence along a new line N 04 deg. 52' 42" E, 312.15 feet to a point; Thence along a new line N 28 deg. 30' 54", 359.32 feet to a point in the South line of said Anne Shelton Denham; Thence along the line of Denham S 85 deg. 07' 18" E, 497.76 feet to the point of beginning and containing 5.00 acres, more or less.

Being a portion of the same property conveyed to SUN NLF LIMITED PARTNERSHIP, A DELAWARE LIMITED PARTNERSHIP, by Quitclaim Deed from THE NASHVILLE 50 JOINT VENTURE, of record in Deed Book 9333, page 804, 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 10881 PG 129

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 550000.00
CON TX 2035.00
PRFEE 1.00
WDEED 12.00
TOTAL 2048.00
CHECK 2048.00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK 04697?? 07 1-4/55 0001 2340

0423904
IDENTIF. # REFERENCE

98 APR -9 PM 2:02

FELIX Z. WILSON, II REGISTER
DAVIDSON COUNTY, TN.

No. 1278517