THIS INSTRUMENT PREPARED BY:
WHITE & REASOR (CBRJR)
3305 WEST END AVENUE
NASHVILLE, TENNESSEE 37203

ADDRESS NEW OWNER:	SEND TAX BILLS TO:	MAP/PARCEL NOS.
Roberta Neblett Andrews, William M. L. Andrews and Dan B. Andrews, Jr. 308 Churchill Court Nashville, TN 37205	SAME	Map: 117-14 Parcel: 132

GENERAL WARRANTY DEED

FOR AND IN CONSIDERATION OF the sum of NINE HUNDRED THIRTY THOUSAND AND NO/100 ($930,000.00) DOLLARS, cash in hand paid, the receipt of which is hereby acknowledged, POWELL SHOPPING CENTER PARTNERSHIP I, L.P., a Tennessee limited partnership ("Grantor"), has this day bargained and sold, and does hereby transfer and convey unto ROBERTA NEBLETT ANDREWS as to an undivided ninety (90%) percent interest, WILLIAM M. L. ANDREWS as to an undivided five (5%) percent interest, and DAN B. ANDREWS, JR. as to an undivided five (5%) percent interest, as tenants in common ("Grantees"), their heirs and assigns, certain real estate in Davidson County, Tennessee, described in Exhibit "A," which is attached hereto and incorporated herein by reference (the "Property").

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $930,000.00.

Roberta Neblett Andrews
AFFIANT

Subscribed and sworn to before me this 12th day of August, 1998.

NOTARY PUBLIC

My Commission Expires:
11-24-01

This is improved property located at 2203 Bandywood Drive, Nashville, Tennessee.

TO HAVE AND TO HOLD, the Property, with the appurtenances, estate, title, and interest thereto belonging to Grantees, their heirs 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 Grantees, their heirs and assigns, against the lawful claims of all persons whomsoever; provided, however, that this conveyance is subject to the following:

1. Metropolitan Nashville and Davidson County, Tennessee, ad valorem real property taxes for the year 1998, not yet due or payable, and taxes for subsequent years;

2. Rights of tenants in possession as tenants only under unrecorded leases;

3. Easement for joint alleyway, as set forth in a Partition Deed and Grant of Easement, as of record in Book 4648, Page 28, Register's Office for Davidson County, Tennessee;

4. Grant of Gas Service Line or Fuel Line Easement, as of record in Book 5723, Page 349, said Register's Office; and

5. All matters shown on the plat of the Resubdivision of Portions of Lots 32 and 33 of the George Waters Subdivision, Part Two, as of record in Book 4595, Page 103, said Register's Office.

IN WITNESS WHEREOF, Grantor has caused this General Warranty Deed to be executed by its duly-authorized general partner on this the 12th day of August, 1998.

GRANTOR:

POWELL SHOPPING CENTER
PARTNERSHIP I, L.P., a
Tennessee limited partnership

BY: SPIVILL MANAGEMENT AND
INVESTMENT COMPANY, a
Tennessee corporation,
general partner

BY: _____
George N. Spiva,
President

STATE OF TENNESSEE
COUNTY OF DAVIDSON

BEFORE ME, Jan Minshall, a Notary Public in and for the County and State aforesaid, personally appeared George N. Spiva, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence) and who upon oath acknowledged himself to be President of SPIVILL Management and Investment Company, a Tennessee corporation, and that he as such President, being authorized so to do, executed the foregoing instrument by signing the name of the corporation by himself as President, in its capacity as General Partner for POWELL SHOPPING CENTER PARTNERSHIP I, L.P., the bargainor, a Tennessee limited partnership, and that the corporation, as such General Partner executed the same for the purposes therein contained, by signing the name of the Corporation by itself as General Partner.

WITNESS MY HAND AND SEAL, at office in Nashville, Tennessee, this the 12th day of August, 1998.

_____
NOTARY PUBLIC

MY COMMISSION EXPIRES:
11-24-01

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RECEIVED FOR REFERENCE

EXHIBIT "A"

LEGAL DESCRIPTION

BEING land in Davidson County, Tennessee, and being Lot 1 on the Resubdivision of Portions of Lots 32 and 33 of the George Waters Subdivision, Part 2, a plat of which is of record in Book 4595, Page 103, Register's Office for Davidson County, Tennessee, more particularly described according to a survey of R. L. Montoya - Land Surveying, Inc. (Job No. 98-03-24), dated August 3, 1998, as follows:

BEGINNING at an iron rod (old) in the southern margin of Bandywood Drive, this being the northeast corner of the herein described property, and continuing along a line between said parcel and the property conveyed to Helen Yates, of record in Book 4252, Page 879, Register's Office for Davidson County, Tennessee, South 2° 00' West, 294.90 feet to an iron rod (new); thence North 87° 30' West 45.00 feet to a p.k. nail; thence along a line between said parcel and the property conveyed to Daniel Burton of record in Book 4628, Page 758, said Register's Office, North 2° 00' East 294.51 feet to an iron rod (old); thence along said margin, South 88° 00' East, 45.00 feet to the point of beginning, containing 13,262 square feet or 0.30 acre, more or less, according to said survey.

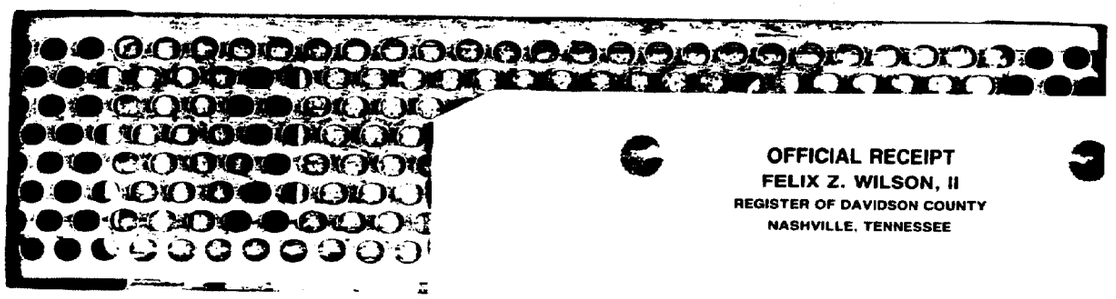
TOGETHER WITH an appurtenant right in a joint alley way created by an instrument of record in Book 4648, Page 28, Register's Office for Davidson County, Tennessee.

BEING the same property conveyed to Powell Shopping Center Partnership I, L.P., a Tennessee limited partnership, by a general warranty deed of record in Book 10883, Page 59, Register's Office for Davidson County, Tennessee.

SCRIVENER'S NOTE:

The above described property is known as Parcel 132 of Property Map 117-14, Tax Assessor's Office for Davidson County, Tennessee, notwithstanding the depiction of the same as Parcel 165 on the Plat of record in Book 4595, Page 103, Register's Office for Davidson County, Tennessee, which is in error with respect to the parcel numbers.

9780 08/13 0101 03CHECK 3456.00



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

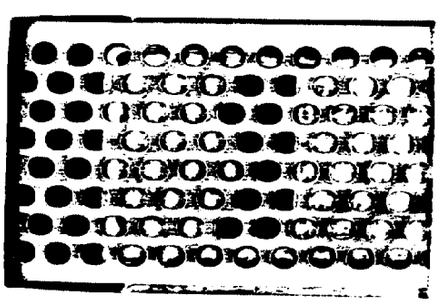
RECEIVED OF _____

FOR _____

BOOK 11065 PAGE 291

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	
				930000.00
			CON TX	3441.00
			PRFEE	1.00
			WDEED	12.00
			CFEE	2.00
			TOTAL	3456.00
			CHECK	3456.00
		06/13/98	01	15:54 0001 6788



RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

98 AUG 13 PM 3:53

0474770

No. 1332329