This Instrument Prepared By:
Sandra L. Nunn, Esq.
FROST & JACOBS LLP
201 East Fifth Street
2500 PNC Center
Cincinnati, Ohio 45202
(513) 651-6800

SPECIAL WARRANTY DEED

THIS DEED is made this 4th day of March, 1999, between **FIRST CINCINNATI LAND LLC**, an Ohio limited liability company ("Grantor"), and **ZARING HOMES, INC.**, an Ohio corporation ("Grantee") whose tax mailing address is 11300 Cornell Park Drive, Suite 300, Cincinnati, OH 45242.

WITNESSETH: That Grantor for and in consideration of Five Hundred Ninety Thousand Nine Hundred Thirty-Nine and 10/100 Dollars ($590,939.10) and other good and valuable consideration to it in hand paid by Grantee, the receipt of which is hereby acknowledged, hereby sells and conveys unto Grantee, its successors and assigns forever, the certain tract of land situated and being in the County of Davidson, State of Tennessee and more particularly described on the attached Exhibit A (the "Property").

To have and to hold the Property with all and singular the hereditaments and appurtenances of and to the same belonging or in any way appertaining to Grantee, its successors and assigns forever; and Grantor, for its successors and assigns, does covenant and agree to and with Grantee, its successors and assigns, that it is are lawfully seized in fee of the Property, that the same is free of all encumbrances, except: (i) covenants, conditions, restrictions and reservations of record; and (ii) taxes and assessments not yet due and payable. All warranties of Grantor herein contained are expressly limited to those persons or parties claiming by, through or under Grantor.

The Property is part of the same property conveyed to Grantor by General Warranty Deed dated July 10, 1998, recorded July 31, 1998 in Book 11045, Page 243 and by Quitclaim Deed dated September 1, 1998, recorded February 4, 1999 in Book 11326, Page 513 of the Davidson County, Tennessee records.

IN WITNESS WHEREOF, Grantor has executed this instrument on the day and year first above written.

FIRST CINCINNATI LAND LLC, an Ohio limited liability company

By: _____

Allen G. Zaring III, Member and Manager

STATE OF OHIO)
) ss:
COUNTY OF HAMILTON)

Before me, a notary public in and for said County and State, duly commissioned and qualified, personally appeared Allen G. Zaring III, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged that he is the managing member of FIRST CINCINNATI LAND LLC, an Ohio limited liability company, the Grantor in the foregoing instrument, and that as such managing member executed the foregoing instrument for the purposes therein contained by subscribing the name of the limited liability company, by himself as such managing member.

Witness my hand and notarial seal this 4th day of March, 1999.

NOTARIAL SEAL * STATE OF OHIO *

Theresa J. Peard
Notary Public
My Commission Expires: THERESA J. PEARD Notary Public, State of Ohio My Commission Expires Sept. 13, 2000

STATE OF OHIO)
) ss:
COUNTY OF HAMILTON)

I hereby swear or affirm that, to the best of my knowledge, information and belief, the actual consideration for this transfer or the value of the property transferred, whichever is greater, is $590,939.10.

Allen G. Zaring III

NOTARIAL SEAL * STATE OF OHIO *

Sworn to and subscribed before me this 4th day of March, 1999.

Theresa J. Peard
Notary Public
My Commission Expires: THERESA J. PEARD Notary Public, State of Ohio My Commission Expires Sept. 13, 2000

Address of Owner: ZARING HOMES, INC.
11300 Cornell Park Drive, Suite 300
Cincinnati, OH 45242

Send Tax Bills to: Same

Address of Property: Oakley Drive and Cochran Drive
Nashville, Tennessee

Map-Parcel Nos.: Map 161, Parcels 2 and 240

616711.01

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EXHIBIT A

SURVEYOR'S DESCRIPTION
OF
PHASE TWO
ABERDEEN WOODS

A tract of land located in the thirty-second councilmanic district of Davidson County, Tennessee near Edmondson Pike and being more particularly described as follows:

Beginning at an iron rod int he northerly right-of-way of Cochran Drive at the southeasterly corner of Lot 87, Aberdeen Woods, Phase One, Section Three, of Record in Plat Book 9700, Page 739, R.O.D.C.;

Thence with the easterly boundary of said Section Three North 13° 34' 10" East, 292.79 feet to an iron rod in the southerly boundary of Lot 7, West Fork, of Record in Plat Book 6250, Page 769, R.O.D.C.;

Thence with said southerly boundary as follows:

South 77° 41' 38" East, 325.18 feet to a concrete monument;
South 86° 06' 17" East, 220.00 feet to the westerly boundary of West Fork, Section II, of Record in Plat Book 6250, Page 985, R.O.D.C. (Players Club Apartments);

Thence with the boundary of said West Fork, Section II, as follows:

South 16° 33' 53" West, 140.00 feet;
South 26° 59' 28" West, 203.16 feet;
South 56° 42' 28" West, 900.16 feet;
North 83° 05' 12" West, 373.35 feet;

Thence North 31° 51' 18" East, 226.43 feet;

Thence North 48° 34' 38" East, 84.86 feet;

Thence North 09° 07' 32" West, 175.02 feet;

Thence North 49° 02' 42' West, 57.80 feet;

Thence North 41° 30' 38" East, 108.26 feet to a concrete monument;

Thence northwesterly with a curve to the left 48.56 feet, said curve having a radius of 275.00 feet, a central angle of 10° 07' 00" and a chord of 48.49 feet at North 63° 46' 40" West;

Thence North 31° 23' 38" East, 154.88 feet;

Thence North 12° 53' 15" West, 46.63 feet to an iron rod at the southeast corner of Lot 16 of the aforementioned Phase One, Section Three;

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Thence with the boundary of said Phase One, Section Three as follows:

North 38° 39' 20" East, 31.31 feet to an iron rod;
South 61° 11' 30" East, 121.85 feet to an iron rod;
South 56° 51' 24" East, 50.14 feet to an iron rod;
South 61° 11' 30" East, 107.23 feet to an iron rod;
North 73° 25' 08" East, 25.49 feet to an iron rod;
South 76° 25' 50" East, 153.79 feet to an iron rod;
South 13° 34' 10" West, 20.48 feet to an iron rod;
Southeasterly with a curve to the left 149.13 feet to an iron rod, said curve having a radius of 170.00 feet, a central angle of 50° 15' 40" and a chord of 144.39 feet at South 11° 33' 40" East;
South 36° 41' 30" East, 21.00 feet to an iron rod;
North 55° 12' 11" East, 153.04 feet to an iron rod;
North 16° 09' 38" East, 161.99 feet to an iron rod;
Northwesterly with a curve to the left 14.47 feet to an iron rod, said curve having a radius of 320.00 feet, a central angle of 2° 35' 28" and a chord of 14.47 feet at North 85°21'54" West;
North 76° 25' 50"West, 115.04 feet to the beginning;

Containing 13.669 acres, more or less, and being part of property conveyed to Zaring Homes, Inc. by Deed from Dorothy Anne Aldred, et al, of Record in Book 10420, Page 653, R.O.D.C.

The above described property is subject to the following:

1. Such facts as an accurate title search may disclose.

2. All conditions and restrictions shown on the Final Plat of Phase Two Aberdeen Woods, not of record, prepared by Gresham, Smith and Partners, dated December 10, 1998.

055230
IDENTIFICATION REFERENCE

99 MAR 10 PM 1:54

MAIL ENV.

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03/10 0101 03CH 2209-47

OFFICIAL RECEIPT

BILL GARRETT
REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK **11378** PG. **52**

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	CFEE - COMPUTER FEE	PRFEE - PROBATE FEE

CAMT	
	590939.10
CON TX	2186.47
PRFEE	1.00
WDEED	20.00
CFEE	2.00
TOTAL	2209.47
CHECK	2209.47

03/10/99 01 13:53 0001 6637

0559230

IDENTIFICATION REFERENCE

99 MAR 10 PM 1:54

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

No. 1435784