This Instrument prepared by:
Stokes & Bartholomew, P.A. (DRH)
424 Church Street, Suite 2800
Nashville, Tennessee 37219

Instr:20000420039822 Page: 1 OF 4
REC'D FOR REC 04/20/2000 4:17:34PM
RECORD FEE: $19.00
M. TAX: $0.00 T. TAX: $847.30

ADDRESS NEW OWNER:	SEND TAX BILL TO:	MAP-PARCEL
David G. Chandler	Same	Map 26,
908 Broadway		Parcel 153
Bowling Green, KY 42101		

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of TEN AND NO/100 ($10.00) DOLLARS cash in hand paid, and other good and valuable consideration, the receipt and sufficiency of all of which are hereby acknowledged, **NORTH CREEK ASSOCIATES, LTD. LCC, L.P.**, a Tennessee limited partnership (the "Grantor"), has bargained and sold, and by these presents does transfer and convey unto **DAVID G. CHANDLER** (the "Grantee"), his heirs and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described as follows:

See Exhibit A attached hereto and incorporated herein by this reference.

This conveyance of the property herein, and all covenants and warranties of Grantor contained herein, are made expressly subject to those matters set forth on Exhibit B attached hereto and incorporated herein by this reference.

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, and Grantee's heirs and assigns forever.

Grantor covenants and binds itself, and its successors and assigns, to warrant specially and forever defend the title to the property to the said Grantee, Grantee's heirs and assigns, against the lawful claims of all parties claiming by, through or under the Grantor, but not further or otherwise.

Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

IN WITNESS WHEREOF, the Grantor has caused this Special Warranty Deed to be executed this 20th day of April, 2000.

NORTH CREEK ASSOCIATES, LTD. LCC, L.P.

By: AFPC Equity Investors, Ltd., General Partner

By: 222 Partners, Inc., General Partner

By: Robert E. Lehmy Jr

Its: Vice President

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public of said county and state, personally appeared Robert E. Lehmy, Jr., with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the Vice President of 222 Partners, Inc., a Tennessee corporation, the general partner of AFPC Equity Investors, Ltd., the general partner of Grantor, and is authorized by 222 Partners, Inc., as general partner of the general partner of Grantor, to execute this instrument on behalf of the Grantor.

Witness my hand, at office, this 20th day of April, 2000.

Carole M. Maxson

Notary Public

CAROLE M. MAXSON NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

My Commission Expires:
9-23-2000

STATE OF ~~TENNESSEE~~ KENTUCKY)
COUNTY OF ~~DAVIDSON~~ WARREN)

The actual consideration or value, whichever is greater, for this transfer is $229,000.00.

Affiant

Subscribed and sworn to before me this 20th day of April, 2000.

STEPHANIE HOFFMAN NOTARY PUBLIC STATE AT LARGE

Notary Public

My Commission Expires:
1-6-2001

130102.1 / 2388-4

EXHIBIT A

Land in Davidson County, Tennessee, being Lot 12 as shown on the Final Plat - Section Eight, Northcreek Commons, of record in Book 8250, page 550, Register's Office for Davidson County, Tennessee (the "Plat"), to which Plat reference is hereby made for a more complete and accurate legal description of said lot.

Being part of the same property conveyed to North Creek Associates, Ltd., a Tennessee limited partnership, by deed from Ervin M. Entrekin, Trustee, of record in Book 6654, page 95, and by deed from Roy C. Flowers, of record in Book 6782, page 335, Register's Office for Davidson County, Tennessee. North Creek Associates, Ltd. being now known as North Creek Associates, Ltd. LCC, L.P.

TOGETHER WITH that certain non-exclusive appurtenant ingress/egress easement (the "Reserved Easement") being located on a tract of land in the 2nd Civil District of Metropolitan Nashville, Davidson County, Tennessee, also in the City of Goodlettsville, Tennessee, being the 17.5' x 70' portion of the "35' x 70' Ingress/Egress and P.U. & Drainage Esm't" on Lot 11 as depicted on the Plat, and as reserved by Grantor in the Deed (the "Deed") from Grantor to AMBE Co., LLC, of record in Book 10006, page 91, Register's Office for Davidson County, Tennessee.

Grantee shall indemnify and hold Grantor harmless from and against any damages, claim, loss, liability or expense (including attorneys' fees) incurred by Grantor in connection with the use and enjoyment of such Reserved Easement by Grantee, its invitees, agents, employees, guests and other parties or in connection with the failure by Grantee to comply with the covenants applicable to the owner of Lot 12 contained in the Deed. Grantee agrees to the covenants applicable to the owner of Lot 12 contained in the Deed by acceptance of this deed and further agrees that the same shall constitute covenants running with the land which are binding upon and inure to the benefit of Grantor and Grantee and their respective successors and assigns. The prevailing party in any action to enforce the covenants contained in this paragraph and the covenants applicable to the owner of Lot 12 contained in the Deed shall be entitled to recover from the other expenses incurred in such enforcement action, including, but not limited to, reasonable attorneys' fees.

EXHIBIT B

1. Real estate taxes for 2000, a lien, but not yet due and payable, which have been prorated between the parties and shall be paid by Grantee.

2. All matters shown on the Plan, of record in Book 8250, page 550, Register's Office for Davidson County, Tennessee.

3. Non-exclusive ingress/egress easement, and terms, conditions and provisions contained in instrument of record in Book 10006, page 91, said Register's Office.

4. Declaration of Protective Covenants and Owners Association for Northcreek Commons, Goodlettsville, Davidson County, Tennessee, including, but not limited to, easements, assessments, special assessments, charges and liens, of record in Book 7118, page 938, as amended by instruments, of record in Book 7245, page 958, Book 8195, page 337, and Book 9780, page 183, said Register's Office.

5. Rights of others in and to the common areas.