THIS INSTRUMENT PREPARED BY:
Douglas A. Brace, Reg. #3485
ORTALE, KELLEY, HERBERT & CRAWFORD
200 Fourth Avenue North, Third Floor
P.O. Box 198985
Nashville, TN 37219-8985
(615) 256-9999

STATE OF TENNESSEE]
COUNTY OF WILLIAMSON]

The actual consideration or value, whichever is greater, for this transfer is $25,675.00.

Affiant

Notary Public

My commission expires:

Name and Address of New Owner:

Classic Homes Bos, L.P.
501 Lake Forest Drive
LaVergne, TN 37086

Davidson County DEEDWARR
Recvd: 01/28/02 16:13 3pgs
Fees:18.00 Taxes:95.00
20020128-0011800

Send Tax Bills To:

New Owner

Street Address of Subject Property:

7029 Hickory Pass Lane
Antioch, TN

Map and Parcel:

176-01-0-A-094.00-CO

WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of Ten and No/100 Dollars ($10.00), cash in hand paid by the hereinafter named Grantee, and other good and valuable considerations, the receipt and sufficiency of which are hereby acknowledged, **SOUTHFORK DEVELOPMENT, LTD.,** a Texas limited partnership, hereinafter called "**GRANTOR,**" has bargained and sold, and by these presents does transfer and convey unto **CLASSIC HOMES BOS, L.P.,** a Tennessee limited partnership, hereinafter called "**GRANTEE,**" its successors and assigns, a certain tract or parcel of land in Davidson County, Tennessee, described as follows:

Land in Davidson County, Tennessee, being Lot No. 94 on the Final Plat of The Estates of Hickory Woods, as of record in Instrument No. 20010412-0036163, Register's Office for Davidson County, Tennessee, to which plan reference is hereby made for a more complete and accurate legal description.

Being the same property conveyed to Southfork Development, Ltd, a Texas limited partnership, by Special Warranty Deed from T & T Partners I, a Texas general partnership, of record in Book 11194, page 664, Register's Office for Davidson County, Tennessee.

The conveyance of the above described parcel of land is subject to the following:

1. Metropolitan Nashville/Davidson County taxes for the year 2002 which have been prorated and assumed by Grantee.

2. Matters shown on plan of record in Instrument No. 20010412-0036163, Register's Office for Davidson County, Tennessee.

3. Restrictive Covenants contained in instrument of record in Instrument No. 20010814-0087812, and By-Laws of record in Book 7932, page 648, Register's Office for Davidson County, Tennessee.

4. Storm Water Detention Agreement of record in Instrument No. 20010208-0012477, Register's Office for Davidson County, Tennessee.

5. Deed of conveyance for water and sewer mains of record in Book 8169, pages 571 and 579, Register's Office for Davidson County, Tennessee.

6. Charter of The Estates of Hickory Woods Homeowner's Association, Inc. of record in Instrument No. 20010809-0085970, Register's Office for Davidson County, Tennessee.

7. Conveyance of Common Areas to Homeowner's Association of record in Instrument No. 20010814-0087811 and recorded in Instrument No. 20011023-00115250, Register's Office for Davidson County, Tennessee.

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, its successors and assigns, forever; and Grantor does covenant with the said Grantee that it is lawfully seized and possessed of said land in fee simple, has a good right to convey it, and the same is unencumbered, unless otherwise herein set out; and further covenants and binds itself, its successors and assigns, to warrant and forever defend the title to the said Grantee, its successors and assigns, against the lawful claims of all persons whomsoever. 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.

WITNESS my hand this 24th day of January, 2002.

SOUTHFORK DEVELOPMENT, LTD.,
A Texas Limited Partnership

BY: HOLLY MANAGEMENT, L.L.C.,
A Texas Limited Liability Company, its General Partner

BY: _____
Robert L. Adair, III, Authorized Signatory

STATE OF TEXAS |
|
COUNTY OF |

Before me, the undersigned, a Notary Public in and for said State and County aforesaid, personally appeared Robert L. Adair, III, with whom I am personally acquainted and who, upon oath, acknowledged himself to be an Authorized Signatory of HOLLY MANAGEMENT, L.L.C., a Texas limited liability company, the General Partner of **SOUTHFORK DEVELOPMENT, LTD.**, a Texas limited partnership, and that he as such Authorized Signatory, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the limited partnership as said Authorized Signatory.

WITNESS my hand and seal at office the day and year first above written.

NOTARY PUBLIC

My commission expires:_____

F:\RUBYE\wd lp to lp southfork to classic.doc

DONA M. GARRETT
Notary Public, State of Texas
My Commission Expires
August 14, 2005