BOX #14A
G#15661-2
MAP & PARCELS - SEE BELOW *

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Davidson County DEEDWARR
Recvd: 12/06/02 09:12 5pgs
Fees:28.00 Taxes:4810.00
20021206-0150503

The actual consideration or value, whichever is greater, for this transfer is $ 1,300,000.00 .

Affiant

Subscribed and sworn to before me this the 4th day of December, 2002.

JOHN T. COOK NOTARY PUBLIC AT LARGE WILLIAMSON COUNTY, TN

My Commission Expires: 4/10/05

Notary Public

THIS INSTRUMENT PREPARED BY: JOHN T. COOK, ATTORNEY AT LAW
JOHN T. COOK, P.C., 2927 Berry Hill Drive, Nashville, Tennessee 37204

ADDRESS NEW OWNER(S) AS FOLLOWS:	SEND TAX BILLS TO:
Carl E. Wingo et ux	"New Owner"
(Name)	(Name)
7651 Old Charlotte Pike	
(Street Address)	(Street Address)
Nashville, TN 37209	
(City) (State) (Zip Code)	(City) (State) (Zip Code)

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of Ten Dollars ($10.00), cash in hand paid by the hereinafter named "Grantee", and other good and valuable consideration, the receipt and sufficiency all of which is hereby acknowledged, **General Capital Land Fund, L.P., a Delaware limited partnership**, hereinafter called the "Grantor", has bargained and sold, and by these presents does transfer and convey unto **Carl E. Wingo and Barbara N. Wingo, husband and wife**, hereinafter called the "Grantees", their heirs and/or assigns, a certain tract or parcel of land in Davidson County, Tennessee, described as follows, to-wit:

BEING a parcel of land located in the Second Civil District of Davidson County, Tennessee, located on the northerly right-of-way of Charlotte Pike, and being more particularly described according to a Property Line Survey by Barge, Waggoner, Sumner, and Cannon, Surveyors, dated May 12, 1988, and reinspected and updated August 11, 1999, as follows:

BEGINNING at an existing iron pin located at a fence corner on the southerly right-of-way of Sullivan Hollow Road, said point also being the Northwest corner of property conveyed to Carl E. Wingo, of record in Book 9825, Page 928, Register's Office for Davidson County, Tennessee; thence, leaving said right-of-way of Sullivan Hollow Road with the westerly boundary of Wingo property the following calls: South 26° 52' 51" East, 467.76 feet to a point; South 23° 02' 41" East, 362.24 feet to a point; South 25° 16' 36" East, 682.71 feet to a point in the southerly boundary of Wingo property; thence, with said southerly boundary of Wingo property the following calls: South 88° 18' 46" East, 119.45 feet to a point; South 89° 38' 08" East, 162.18 feet to a point; North 87° 36' 17" East, 61.50 feet to a point; South 83° 05' 31" East, 32.75 feet to a point; South 67° 17' 59" East, 42.79 feet to a point; South 58° 34' 41" East, 151.06 feet to a point; South 64° 55' 19" East, 168.54 feet to a point; South 13° 49' 26"

East, 32.92 feet to a point; North 69° 30' 07" East, 492.93 feet to a point; South 19° 36' 07" East, 245.54 feet to a point in the northerly right-of-way of Charlotte Pike (U.S. Highway 70N); thence, with said northerly right-of-way of Charlotte Pike (U.S. Highway 70N) the following calls: South 81° 29' 26" West, 230.61 feet to a point; South 08° 30' 34" East, 5.00 feet to a point; South 81° 29' 26" West, 177.56 feet to a point; with a curve to the left 235.28 feet to a point, said curve having a central angle of 11° 16' 17", a radius of 1196.00 feet, a tangent 118.2 feet and a chord of South 75° 51' 17" West, 234.90 feet; North 19° 46' 51" West, 20.00 feet to a point; with a curve to the left 275.00 feet to a point, said curve having a central angle of 12° 57' 27", a radius of 1216.00 feet, a tangent of 138.09 feet and a chord of South 63° 44' 25" West, 274.41 feet; South 32° 44' 18" East, 20.00 feet to a point; with a curve to the left 162.39 feet to a point, said curve having a central angle of 07° 46' 47", a radius of 1196.00 feet, a tangent of 81.32 feet and a chord of South 53° 22' 19" West, 162.27 feet; South 43° 18' 35" West, 8.77 feet to an existing monument; South 46° 41' 25" East, 10.00 feet to a point; South 43° 18' 35" West, 130.61 feet to a point in the Southeast corner of property conveyed to Phillip Derryberry, of record in Book 6265, Page 580, Register's Office for Davidson County, Tennessee; thence, leaving said northerly right-of-way of Charlotte Pike with the easterly boundary of Derryberry property the following calls: North 73° 10' 47" West, 84.29 feet to a point; North 17° 23' 47" West, 85.00 feet to a point; North 02° 26' 13" East, 175.00 feet to a point; North 16° 44' 13" East, 369.60 feet to a point in the northeasterly corner of property conveyed to Phillip Derryberry; thence, with said northerly boundary of Derryberry property South 79° 40' 13" West, 770.69 feet to an existing iron pin; thence, leaving said northerly boundary of Derryberry property with the northerly boundary of conveyed to Phillip Derryberry, of record in Book 5077, Page 204, Register's Office for Davidson County, Tennessee, the following calls: North 42° 01' 52" West, 80.35 feet to an existing iron pin; North 43° 29' 24" West, 175.62 feet to an existing iron pin; North 28° 39' 27" West, 242.46 feet to an existing iron pin; North 52° 01' 52" West, 161.96 feet to an existing iron pin; South 79° 13' 49" West, 108.66 feet to an existing iron pin; South 66° 39' 23" West, 136.45 feet to an existing iron pin in the Northeast corner of property conveyed to Harlan A. Travis, of record in Book 3340, Page 329, Register's Office for Davidson County, Tennessee; thence, with said northerly boundary of Harlan property the following calls: South 67° 30' 33" West, 109.75 feet to an existing iron pin; South 57° 40' 09" West, 109.25 feet to an existing iron pin; South 45° 18' 43" West, 162.30 feet to an existing iron pin in the Northeast corner of property conveyed to Ruby J. Rayburn, of record in Book 9386, Page 847, Register's Office for Davidson County, Tennessee; thence, with said Rayburn property South 83° 12' 34" West, 115.03 feet to an existing iron pin; thence, continuing with said Rayburn property South 71° 52' 53" West, 136.44 feet to an existing iron pin in the Northeast corner of property conveyed to James H. Hows, of record in Book 6730, Page 428, Register's Office for Davidson County, Tennessee; thence, with said Hows' northerly boundary South 73° 51' 23" West, 269.41 feet to an existing iron pin in the Northeast corner of property conveyed to Billie Carol Hows, of record in Book 6913, Page 528, Register's Office for Davidson County, Tennessee; thence, with said Hows' northerly boundary South 74° 37' 22" West, 471.95 feet to an existing iron pin in the northerly boundary of J. C. Hows, et ux, property; thence, with said Hows' northerly boundary the following calls: South 77° 20' 22" West, 111.63 feet to an existing iron pin; South 71° 47' 21" West, 117.99 feet to an existing iron pin; South 75° 05' 39" West, 158.13 feet to an existing iron pin; South 70° 11' 47" West, 70.96 feet to a 36" Red Oak; South 65° 05' 15" West, 86.19 feet to an existing iron pin; South 61° 35' 47" West, 204.46 feet to an old stump in the Northeast corner of property conveyed to Jessie W. Robinson, of record in Book 3538, Page 123, Register's Office for Davidson County, Tennessee; thence, with the northerly boundary of Robinson property South 81° 35' 27" West, 211.62 feet to an old stone corner in the Northeast corner of property conveyed to Bessie Ruth Hows, of record in Book 8542, Page 688, Register's Office for Davidson County, Tennessee; thence, with said Hows northerly boundary North 89° 19' 49" West, 239.84 feet to a metal post in the Northeast corner of property conveyed to Malcolm Mimms, of record in Book 5233, Page 683, Register's Office for Davidson County, Tennessee, and the Southeast corner of property conveyed to James J. Madden, Jr., of record in Book 5077, Page 959, said

Register's Office; thence, with said easterly boundary of Madden property North 02° 38' 35" East, 243.29 feet to a 48" Beech Tree in the Southeast corner of property conveyed to Owsley Cheek, of record in Book 9959, Page 835, said Register's Office; thence, with said easterly boundary of Cheek property the following calls: North 23° 29' 45" East, 302.04 feet to a 30" Maple; North 01° 34' 08" East, 152.42 feet to an old fence post; North 04° 50' 51" West, 215.44 feet to a 10" Ash; North 35° 54' 54" West, 259.45 feet to an old fence post; North 47° 45' 45" West, 247.93 feet to a p.i. in a fence; North 68° 03' 22" West, 156.47 feet to a p.i. in a fence; South 76° 47' 48" West, 206.81 feet to a 12" Red Oak; North 85° 39' 12" West, 129.28 feet to a 12" Elm; North 42° 32' 06" West, 286.10 feet to a 36" Red Oak; North 36° 58' 20" West, 103.33 feet to a 36" Red Oak; North 22° 31' 56" West, 93.44 feet to a point; North 42° 24' 55" West, 57.62 feet to an existing iron pin; North 36° 20' 46" West, 28.61 feet to a corner post at the Southeast corner of property conveyed to State of Tennessee, of record in Book 3991, Page 665, and in Book 3029, Page 557, Register's Office for Davidson County, Tennessee; thence, with said easterly boundary of State of Tennessee property the following calls: North 08° 33' 03" East, 611.20 feet to an Oak Tree; North 62° 47' 16" East, 181.62 feet to an existing iron pin; North 16° 46' 15" West, 268.00 feet to a corner post in the southerly boundary of property conveyed to Karin Coble, of record in Book 6525, Page 809, Register's Office for said County; thence, with said southerly boundary of Coble property the following calls: North 74° 14' 50" East, 223.84 feet to a Locust Tree; North 58° 08' 46" East, 402.69 feet to a Hickory Tree; North 66° 51' 19" East, 228.94 feet to an Oak Tree in the southerly boundary of property conveyed to Karin Coble, of record in Book 6405, Page 123, said Register's Office; thence, continuing with said Coble property the following calls: North 86° 14' 38" East, 86.20 feet to an Oak Tree; South 80° 48' 58" East, 321.46 feet to an Oak Tree; North 78° 51' 39" East, 119.15 feet to an Oak Tree at a fence corner; North 54° 49' 31" East, 300.93 feet to an Elm Tree at a fence corner; South 87° 18' 50" East, 176.84 feet to a point in the Southwest corner of property conveyed to James T. Harin, of record in Book 6279, Page 953, Register's Office for Davidson County, Tennessee; thence, with said southerly boundary of Harin property the following calls: South 82° 51' 41" East, 147.90 feet to an Elm Treet; South 62° 24' 08" East, 259.63 feet to an Oak Tree; North 89° 49' 22" East, 34.74 feet to a Cottonwood Tree in the Southwest corner of property conveyed to James T. Harin, of record in Book 6279, Page 960, said Register's Office; thence, with said Harin property the following calls: North 52° 22' 37" East, 172.45 feet to an existing iron pin; North 52° 07' 13" East, 523.66 feet to an existing iron pin; North 77° 34' 39" East, 262.65 feet to an existing iron pin; North 84° 30' 07" East, 134.43 feet to an existing iron pin in the westerly boundary of property conveyed to Carol Ann Edde, of record in Book 4507, Page 877, said Register's Office; thence, with said westerly boundary the following calls: South 20° 55' 33" East, 786.55 feet to an existing iron pin; South 78° 18' 33" East, 272.63 feet to an existing iron pin; South 25° 33' 46" East, 474.21 feet to an existing iron pin in the Northeast corner of property conveyed to Ralph E. Young, of record in Book 7555, Page 404, Register's Office for Davidson County, Tennessee; thence, with the northerly boundary of Young property South 67° 01' 48" West, 252.25 feet to an existing iron pin in the Northwest corner of Young property; thence, with said westerly boundary of Young property South 26° 02' 18" East, 346.15 feet to an existing iron pin in the Southwest corner of Young property; thence, with said southerly boundary of Young property North 67° 01' 48" East, 252.00 feet to a point in the center of Sullivan Hollow Road; thence, South 26° 52' 51" East, 12.66 feet to the point of BEGINNING, containing 10,695,553 square feet or 245.53 acres, more or less.

BEING the same property conveyed to General Capital Land Fund, L.P., a Delaware limited partnership, by Installment Deed from Ralph E. Young and wife, Connie K. Young, of record in Book 7555, Page 404, as to Parcel 029.00; being the same property conveyed to Charlotte Properties, Inc., a Tennessee corporation, by Installment Deed from Hugh Raymond Fisk and wife, Mary Ann Fisk, of record in Book 7555, Page 392, and further conveyed to General Capital Land Fund, L.P., a Delaware limited partnership by Quitclaim Deed from Charlotte Properties, Inc., a Tennessee corporation, of record in Book 7555, Page 400, as to Parcel 078.00; by Warranty Deed from Fernie W.

Rayburn, unmarried, of record in Book 10569, Page 389, and by Quitclaim Deed from Fernie W. Rayburn, of record in Book 10569, Page 392, as to Parcel 079.00; by Warranty Deed from Loftus A. Morrissey, Jr., Jean Morrissey Hunter, Joseph L. Morrissey, and James G. Morrissey, of record in Book 7514, Page 963, as to Parcels 091.00 and 092.00; and, by Warranty Deed from Carson Eugene Hazlewood and wife, Floy Hazlewood, of record in Book 7525, Page 693, and by Quitclaim Deed from Hugh Fisk and wife, Mary Ann Fisk, of record in Book 7525, Page 697, as to Parcel 245.00, all of record in the Register's Office for Davidson County, Tennessee.

THIS conveyance is subject to the following exceptions and matters:

1. County Property Taxes for the current year which have been prorated and paid by the Grantor herein;

2. Title to that portion of subject property embraced within the bounds of roads, highways, easements, and right-of-ways, as pertains to all Parcels;

3. Application for Greenbelt Assessment-Agricultural, of record in Book 8882, Page 348, Register's Office for Davidson County, Tennessee, as pertains to Parcel 029.00;

4. Easement Agreement of record in Book 9825, Page 935, Register's Office for Davidson County, Tennessee, as pertains to Parcels 029.00, 091.00, and 092.00;

5. Rights of ingress and egress to a family graveyard of record in Book 518, Page 366, Register's Office for Davidson County, Tennessee, as pertains to Parcel 078.00;

6. Easement to Tennessee Electric Power Company of record in Book 787, Page 80, said Register's Office, as pertains to Parcel 078.00;

7. Easement for water line of record in Book 3463, Page 111, Register's Office for Davidson County, Tennessee, as pertains to Parcel 078.00;

8. Title to that portion of said property within the bounds of Charlotte Pike or Highway 70, as pertains to Parcel 079.00;

9. Easement for access as set forth in Book 7663, Page 908, Register's Office for Davidson County, Tennessee, as pertains to Parcel 079.00;

10. The description of the property does not disclose any right of ingress or egress thereto, as pertains to Parcels 091.00 and 092.00; and,

11. Application for Greenbelt Assessment-Agricultural, of record in Book 8862, Page 900, Register's Office for Davidson County, Tennessee, as pertains to Parcels 091.00 and 092.00.

* MAP 114, PARCEL 029.00 (Field Book No. 08D-41350);
MAP 114, PARCEL 078.00 (Field Book No. 08D-04800);
MAP 114, PARCEL 079.00 (Field Book No. 09D-10230);
MAP 113, PARCEL 091.00 (Field Book No. 08D-41000);
MAP 113, PARCEL 092.00 (Field Book No. 08D-41400); and,
MAP 114, PARCEL 245.00 (Field Book No. 09D-10234)

THIS is partially improved and unimproved property.

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said Grantees, and the heirs and/or assigns of said Grantees,

forever; and, the Grantor further covenants with the said Grantees that Grantor 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.

Grantor does further covenant and bind itself and its successors and assigns, to warrant and forever defend the title to the said Grantees, their heirs and/or assigns, against the lawful claims of all persons claiming the same by, through, or under the Grantor.

IN WITNESS WHEREOF, the Grantor has caused its name to be affixed hereto, by its duly authorized officer, on this 4th day of December, 2002.

GENERAL CAPITAL LAND FUND, L.P.,
a Delaware limited partnership

BY: General Capital Corporation,
a Tennessee corporation, General Partner

BY: _____
Charles D. Biter
Executive Vice President

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public within and for the State and County aforesaid, personally appeared Charles D. Biter, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon his oath acknowledged himself to be the Executive Vice President of General Capital Corporation, a Tennessee corporation, and who further acknowledged General Capital Corporation to be a General Partner of GENERAL CAPITAL LAND FUND, L.P., the within named bargainor, a Delaware limited partnership, and that he as such Executive Vice President, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing for and in behalf of the limited partnership the name of the corporation by himself as such officer.

Witness my hand and official seal at Nashville, Tennessee, on this the 4th day of December, 2002.

My Commission Expires: 4/10/05

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Notary Public

JOHN T. COOK
NOTARY PUBLIC AT LARGE
WILLIAMSON COUNTY, TN

C:\KG\WINGO.SD