Davidson County DEEDWARR
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Fees:23.00 Taxes:3700.00
20030113-0005464

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

ADDRESS NEW OWNER:	SEND TAX BILL TO:	MAP-PARCEL
J.D. Eatherly	Same	Map 26
1700 Hayes Street, Suite 104		Parcel 79 and
Nashville, TN 37203		Part of Parcels 4, 119 and 147

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 **J.D. EATHERLY, individually and doing business as EATHERLY PROPERTIES**, a sole proprietorship (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 as of the 9th day of January, 2003.

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

By: AFPC Equity Investors, Ltd., General Partner

By: 222 Partners, Inc., General Partner

By: Robert E. Lehning, Jr.

Its: Vice President

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public of said county and state, Robert E. Lehning, 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., L.P., a Tennessee limited partnership, which is the general partner of North Creek Associates, Ltd. LCC, L.P., a Tennessee limited partnership, the maker or a constituent of the maker and is authorized by the maker or by its constituent, the constituent being authorized by the maker, to execute this instrument on behalf of the maker.

Witness my hand, at office, this 9th day of January, 2003.

Carole M. Maxson

Notary Public

CAROLE M. MAXSON NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENNESSEE

My Commission Expires:
7-24-04

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $1,000,000.00.

Paige B. Hickerson

Affiant

Subscribed and sworn to before me this 13th day of January, 2003.

Carole M. Maxson

Notary Public

CAROLE M. MAXSON NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENNESSEE

My Commission Expires:
7-24-04

197247.1 / 2388-12

EXHIBIT A

Land in Davidson County, Tennessee, being Lots 1 and 4 as shown on the Final Plat, Northcreek Commons, Section Nine, of record as Instrument No. 20030110-0004472, Register's Office for Davidson County, Tennessee, to which plan reference is hereby made for a more complete and accurate legal description of said lots.

Being part of the same property conveyed to North Creek Associates, Ltd., a Tennessee limited partnership, by deeds of record in Book 6654, page 95, Book 6782, page 335, and Book 6804, page 160, all in the Register's Office for Davidson County, Tennessee. North Creek Associates, Ltd. being now known as North Creek Associates, Ltd. LCC, L.P.

EXHIBIT B

1. Real estate taxes for 2003, a lien, not yet due and payable, which have been prorated between the parties and shall be paid by Grantee.

2. Easement for the flow of the waters of the Mansker Creek and the rights of the public therein.

3. Rights of upper and lower riparian owners to the flow of the waters of Mansker Creek, free from diminution or pollution.

4. Changes in the boundary of the subject property resulting from erosion or accretion caused by the flow of Mansker Creek.

5. Agreement for Dedication of Public Utilities Easement, of record in Book 10079, page 272, Register's Office for Davidson County, Tennessee.

6. 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.

7. All matters shown on the Plan, of record in Book 9700, page 32, said Register's Office.

8. All matters shown on the Final Plat, Northcreek Commons, Section Nine, of record as Instrument No. 20030110-0004472, said Register's Office.

9. All matters shown on the survey, dated October 7, 2002, last revised December 6, 2002, prepared by David A. Johnson, Tennessee No. 1352, Ragan-Smith Associates, 315 Woodland Street, Nashville, Tennessee 37206, Job No. 77-263, Wk. Order 7007, and Surveyor's Report, dated December 19, 2002.