24-1-438

Register Return to:
Land Title South, Inc.
501 Corporate Centre Dr.
Suite 360
Franklin, TN 37067

THIS INSTRUMENT PREPARED BY:
John A. Gupton, III, Esq.
Baker, Donelson, Bearman, Caldwell & Berkowitz, P.C.
211 Commerce Street, Suite 1000
Nashville, TN 37201

SPECIAL WARRANTY DEED

STATE OF TENNESSEE §

§ KNOW ALL MEN BY THESE PRESENTS:

COUNTY OF DAVIDSON §

THAT **Starwood Properties Five, Limited Partnership**, a Tennessee limited partnership (also known as Starwood Properties Five, L.P.) ("Grantor"), for and in consideration of the sum of Ten Dollars ($10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, has GRANTED, BARGAINED, SOLD and CONVEYED and by these presents does GRANT, BARGAIN, SELL and CONVEY Lots 212, 214, 217, 218, 223, 224, 225, 226 and 227, as shown on the Final Plat of Phase Two, Canyon Ridge Subdivision, of record in Plat Book 9700, page 805, Register's Office for Davidson County, Tennessee, as amended by Instrument No. 20031124-0170362, said Register's Office, to **William H. Dorris and Robert B. Huffine** ("Grantees"), being land in Davidson County, Tennessee more particularly described on said Final Plats incorporated herein by this reference and all improvements located thereon (such land and improvements are hereinafter collectively referred to as the "Property"). Being part of the same property conveyed to Grantor by deeds of record in Book 9142, Page 254, and Book 9142, Page 257, Register's Office for Davidson County, Tennessee.

This Special Warranty Deed and the conveyance hereinabove set forth is executed by Grantor and accepted by Grantees subject to the matters described in **Exhibit A** attached hereto and incorporated herein by this reference, to the extent the same are validly existing and applicable to the Property (hereinafter referred to collectively as the "Permitted Encumbrances").

TO HAVE AND TO HOLD the Property, together with all and singular the rights and appurtenances thereunto in anywise belonging, unto Grantees and their heirs and assigns forever, and Grantor does hereby bind itself and its successors and assigns, to WARRANT AND FOREVER DEFEND all and singular the title to the Property unto Grantees and their heirs and assigns against every person whomsoever lawfully claiming or to claim the same or any part thereof by, through, or under Grantor, but not otherwise, subject to the Permitted Encumbrances.

Grantees' Address is:

William H. Dorris
P.O. Box 153
Goodlettsville 37070

Robert B. Huffine
P.O. Box 153
Goodlettsville 37070

Davidson County DEEDWARR
Recvd: 11/30/04 08:11 4pgs
Fees:23.00 Taxes:865.80
20041130-0141769

N MBH 476622 v1
2825435-000007 10/20/04

STATE OF TENNESSEE)

COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $234,000.00.

AFFIANT

Subscribed and sworn to before me, this 5 day of November, 2004.

NOTARY PUBLIC

My Commission Expires: MY COMMISSION EXPIRES AUGUST 22, 2005

CARRIE E. HUGHES NOTARY PUBLIC AT LARGE MAURY COUNTY, TENNESSEE

Map & Parcel Nos. : 149.07-B-42, 149.07-B-44, 149.07-B-47, 149.07-B-48
149.07-B-53, 149.07-B-54, 149.07-B-55, 149.07-B-56, 149.07-B-057

Send tax bills to William H. Dorris & Robert B. Huffine
P.O. BOx 153
Goodlettsville, TN 37070

N MBH 476622 v1
2825435-000007 10/20/04

EXECUTED as of the 22nd day of October, 2004.

Starwood Properties Five, Limited Partnership

By: Emanuel Schatten Testamentary Trust, General Partner

By: _____
Calvin L. Tate, Co-Trustee

STATE OF TENNESSEE §

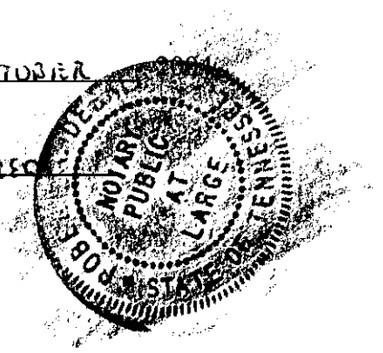
COUNTY OF DAVIDSON §

Before me, the undersigned, a Notary Public in and for said State and County aforesaid, duly commissioned and qualified, personally appeared **Calvin L. Tate**, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be a Co-Trustee of the Emanuel Schatten Testamentary Trust, the General Partner of Starwood Properties Five, Limited Partnership, the within-named bargainor, a Tennessee limited partnership, and that he, as such Co-Trustee of the General Partner, being duly authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the Limited Partnership by himself as such Co-Trustee of the General Partner.

WITNESS my hand and seal at office on this the 22nd day of October, 2004.

_____
Notary Public

My Commission Expires:
07/29/06



N MBH 476622 v1
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EXHIBIT A

Permitted Encumbrances

1. Metropolitan Government and Davidson County taxes for the year 2005 and subsequent years.

2. Subject to "Roll-back" taxes for the statutory period if the land is converted to a use other than those stipulated in the provisions of TCA 67-5-1001 through 67-5-1010, et seq.

3. All matters shown on Plat recorded in Book 9700, page 805, as amended as Instrument No. 20031124-0170362 , Register's Office for Davidson County, Tennessee.

4. Covenants, conditions, restrictions, reservations, easements, liens for assessments, options, powers of attorney, and limitations on title set forth in restrictions recorded in Instrument No. 20031002-0145846, as amended in Instruments No. 20031218-0180508 and 20041008-0121636, and in any allied instrument(s) referred to in said restrictions.

5. Deed of Conveyance to The Metropolitan Government of Nashville and Davidson County, Department of Water and Sewerage Services for water and/or sewer distribution system of record in Book 7097, page 193, Register's Office for Davidson County, Tennessee.

6. Storm Water Detention Agreement Easement of record in Instrument No. 20030115-006324, Register's Office for Davidson County, Tennessee.

7. All easements, restrictions and other matters of record in said Register's Office.