Davidson County DEEDWARR
Recvd: 12/12/05 14:56 5 pgs
Fees:28.00 Taxes:13320.00
20051212-0149172

THIS INSTRUMENT PREPARED BY:
BASS, BERRY & SIMS PLC (JSS)
315 Deaderick Street, Suite 2700
Nashville, Tennessee 37238

# SPECIAL WARRANTY DEED

| Address New Owner: | Send Tax Bills To: | Map/Parcel Number: |
|---|---|---|
| ASF of Green Hills, LLC<br>Attention: Christopher Coates<br>205 Powell Place<br>Brentwood, Tennessee 37027 | Same | 131-6-A / 26<br>131-6-A / 33<br>131-6-A / 34 |

FOR AND IN CONSIDERATION OF the sum of TEN AND NO/100 DOLLARS ($10.00) cash in hand paid and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, AMERICAN RETIREMENT CORPORATION, a Tennessee corporation (the "Grantor"), has bargained and sold, and hereby transfers and conveys, to ASF OF GREEN HILLS, LLC, a Tennessee non-profit limited liability company and its successors and assigns (the "Grantee"), certain real property in Davidson County, Tennessee, more particularly described on Exhibit A attached hereto.

TO HAVE AND TO HOLD said property, together with the appurtenances, hereditaments, estate, title and interest thereto belonging, to Grantee, forever.

This is unimproved property.

Said property is conveyed subject to the matters described in Exhibit B attached hereto.

Grantor covenants and binds itself and its successors to warrant specially and defend to Grantee forever the title to said property against the lawful claims of all persons claiming through or under Grantor (excluding claims arising out of the matters set forth on Exhibit B attached hereto), but no further or otherwise.

[*Signature Page Follows*]

IN WITNESS WHEREOF, the undersigned Grantor has executed this instrument or has caused same to be executed this 12th day of December, 2005.

AMERICAN RETIREMENT CORPORATION

By: _____
Name: George T. Hicks
Title: EVP

STATE OF TENNESSEE )

COUNTY OF DAVIDSON )

Personally appeared before me, the undersigned, a Notary Public having authority within the State and County aforesaid, George T. Hicks, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the/a(n) Executive Vice President of American Retirement Corporation, a Tennessee corporation, and is authorized by the corporation to execute this instrument on behalf of the corporation.

WITNESS my hand, at office, this 12th day of December, 2005.

_____
Notary Public

My Commission Expires:

5/23/09

JOHN S. SEEHORN
STATE OF TENNESSEE
NOTARY PUBLIC
MY COMM. EXP. MAY 23, 2009
DAVIDSON COUNTY

STATE OF TENNESSEE )

COUNTY OF DAVIDSON )

The actual consideration for this transfer or value of property transferred (whichever is greater) is $3,600,000.00.

ASF of Green Hills, LLC
By: American Seniors Foundation, Inc., Sole Member
By: _____
President/ Affiant

Sworn to and subscribed before me this 12th day of December, 2005.

_____
Notary Public

JOHN S. SEEHORN
STATE OF TENNESSEE
NOTARY PUBLIC
MY COMM. EXP. MAY 23, 2009
DAVIDSON COUNTY

My Commission Expires:

5/23/09

## EXHIBIT A

Being a tract of land lying in Nashville, Davidson County, Tennessee, also being Lot Two and Lot Two Open Space on the Plan of Covenant Presbyterian Church, as shown on the plat of record in Plat Book 9700, page 875, Register's Office for Davidson County, Tennessee (Metro Tax Parcel Nos. 131-6A-26, 131-6A-33 and 131-6A-34), and being more particularly described as follows:

Beginning at an existing iron rod at a corner common with Lot One on said final plat of Covenant Presbyterian Church and the westerly right-of-way line of Burton Hills Boulevard, 92 feet in width;

Thence with the westerly right-of-way line of Burton Hills Boulevard along a curve to the right, with an arc length of 135.87 feet, the radius of which is 877.00 feet, the central angle of which is 08 Deg 52 Min 35 Sec, the chord of which is South 44 Deg 00 Min 21 Sec East, 135.73 feet to an existing iron rod;

Thence along a curve to the right, with an arc length of 305.65 feet, the radius of which is 691.00 feet, the central angle of which is 25 Deg 20 Min 37 Sec, the chord of which is South 26 Deg 53 Min 45 Sec East, 303.16 feet to an existing iron rod;

Thence along a curve to the left, with an arc length of 269.68 feet, the radius of which is 645.16 feet, the central angle of which is 23 Deg 57 Min 00 Sec, the chord of which is South 26 Deg 12 Min 03 Sec East, 267.72 feet to an existing iron rod at a corner common with said Lot One of the Plan of Covenant Presbyterian Church;

Thence leaving the westerly right-of-way line of Burton Hills Boulevard with the easterly property line of Lot One South 49 Deg 25 Min 02 Sec West, 291.29 feet to an existing iron rod;

Thence North 66 Deg 20 Min 52 Sec West, 292.19 feet to an existing iron rod;

Thence North 36 Deg 08 Min 36 Sec East, 127.56 feet to an existing iron rod;

Thence along a curve to the left, with an arc length of 292.23 feet, the radius of which is 220.00 feet, the central angle of which is 76 Deg 06 Min 26 Sec, the chord of which is North 01 Deg 54 Min 38 Sec West, 271.22 feet to an existing iron rod;

Thence North 39 Deg 57 Min 52 Sec West, 86.14 feet to an existing iron rod;

Thence North 47 Deg 28 Min 17 Sec East, 176.76 feet to an existing iron rod;

Thence North 45 Deg 33 Min 30 Sec West, 85.10 feet to an existing iron rod;

Thence North 43 Deg 49 Min 33 Sec East, 85.00 feet to the point of beginning, containing 203,588 square feet (4.674 acres more or less).

BEING THE SAME property conveyed to Grantor by deeds from Series I-A Business Trust, a Delaware business trust, of record as Instrument Nos. 20001013-0102087 and 20051205-0146232, Register's Office for Davidson County, Tennessee.

**EXHIBIT B**

1. Taxes for the year 2005, a lien, which are not yet due and payable. Tax Parcel Nos. 131-6-A / 26, 131-6-A / 33, and 131-6-A / 34.

2. Covenants and agreements set forth in the instrument of record in Book 11416, page 495 in the Register's Office for Davidson County, Tennessee (the "Register's Office").

3. Declaration of Use Agreements and Restrictions as of record in Book 11416, page 502 in the Register's Office.

4. Restrictive Covenants and Agreements Regarding Platting and Use of Tract 11 of Burton Hills (Redbud Hill Tract) as of record in book 11407, page 927 in the Register's Office.

5. Access Easement as of record in Book 11416, page 460 in the Register's Office.

6. All matters shown on Plat recorded in book 9700, page 875 in the Register's Office.

7. Storm Water Detention and Quality Agreement of record as Instrument No. 20050517-0055592 in the Register's Office.