Davidson County DEEDWARR
Recvd: 12/07/07 08:42 5 pgs
Fees:28.00 Taxes:6438.00
20071207-0141534

This Instrument Prepared By and Return To:

Susan L. Bond, Esquire
Pedcor Investments, A Limited Liability Company
P. O. Box 574
Carmel, IN 46082-0574

Property Address:
201 Kathe Way
Antioch, TN 37013

Tax Parcel No.:
#149/189

Name and address of New Owner:

Fidelity Federal Bancorp
Attn: Donald R. Neel
18 N.W. Fourth Street
Evansville, IN 47708

Send Tax Bills to:

Pedcor Investments-2006-XCII, L.P.
P. O. Box 574
Carmel, IN 46082-0574

32030

SPECIAL WARRANTY DEED

THIS INDENTURE made and entered into this 29th day of November, 2007, by and between ***Pedcor Investments-2006-XCII, L.P.***, *an Indiana limited partnership*, party of the first part, and ***Fidelity Federal Bancorp***, *an Indiana corporation*, party of the second part,

WITNESSETH: That for and in consideration of Ten Dollars ($10.00) cash in hand paid, and other good and valuable consideration, the receipt of all of which is hereby acknowledged, the said party of the first part has bargained and sold and hereby transfers and conveys unto the said party of the second part the following described real estate situated and being in Davidson County, Tennessee:

That certain real property described on Exhibit "A" attached hereto and incorporated herein by reference as if set forth verbatim.

TO HAVE AND TO HOLD the aforesaid real estate, together with all the appurtenances **(with respect to easements only)** and hereditaments thereto belonging or in any way appertaining unto the said party of the second part, its heirs, successors and assigns in fee simple forever; **provided, however, the party of the first part hereby reserves and retains any and all rights to any betterments and/or improvements thereon or thereto, which betterments and/or improvements shall remain the sole and exclusive property of the party of the first part.**

And the said party of the first part does hereby covenant with the said party of the second part that the title and quiet possession thereto it warrants only against the lawful claims of all persons claiming by, through or under it, but not further or otherwise.

This conveyance and the Property is subject to the lien of all current, non-delinquent real estate taxes and assessments and all covenants, conditions, easements and other restrictions of record.

The word "party" as used herein shall mean "parties" if more than one person or entity be referred to, and pronouns shall be construed according to their proper gender and number according to the context hereof.

WITNESS the signature of said party of the first part the day and year first above written.

PEDCOR INVESTMENTS-2006-XCII, L.P.

By: Forest View Housing Company, LLC
Its General Partner

By: Pedcor Investments, A Limited
Liability Company, Its Manager

By: _____
Phillip J. Stoffregen
Executive Vice President

STATE OF INDIANA)
) SS:
COUNTY OF HAMILTON)

Before me, a Notary Public of the state and county aforesaid, personally appeared Phillip J. Stoffregen, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the Executive Vice President of Pedcor Investments, A Limited Liability Company, the manager of Forest View Housing Company, LLC, the general partner of Pedcor Investments-2006-XCII, L.P., the within named bargainor, and that he in such capacity, executed the forgoing instrument for the purpose therein contained, by signing his name by himself as Executive Vice President for and on behalf of said partnership.

WITNESS my hand and seal this 29th day of November, 2007.

KENDRA DIANE MALONE
Marion County
My Commission Expires
March 20, 2011

Kendra D. Malone
Notary Public

My Commission Expires:

March 20, 2011

I, or we, hereby swear or affirm that, to the best of affiant's knowledge, information and belief, the actual consideration for this transfer or value of the property transferred, whichever is greater, is $1,740,000.00 which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

Affiant

Subscribed and sworn to before me this 6th day of December, 2007.

Notary Public

My Commission Expires:

03-22-08

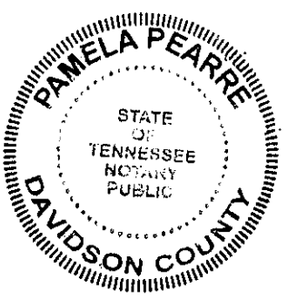


EXHIBIT A
Phase I
PROPERTY DESCRIPTION

Parcel 1

BEGINNING AT AN IRON PIN SET IN THE SOUTHERLY MARGIN OF ANDERSON ROAD, SAID PIN BEING LOCATED AT THE NORTHEAST CORNER OF THE PROPERTY CONVEYED TO D.H. PEPPERS, ET AL, BY DEED OF RECORD IN BOOK 11430; PAGE 540 IN THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE;

THENCE, WITH THE SOUTHERLY MARGIN OF ANDERSON ROAD, SOUTH 87°37'56" EAST 80.80 FEET TO A SET IRON PIN, SAID PIN BEING THE EASTERLY BOUNDARY OF THE 100 FOOT TVA EASEMENT OF RECORD IN BOOK 437; PAGE 21 IN THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE;

THENCE, LEAVING THE RIGHT OF WAY OF ANDERSON ROAD AND ALONG THE EASTERLY BOUNDARY OF THE SAID EASEMENT, SOUTH 41°48'22" EAST 441.88 FEET TO AN IRON PIN, SAID PIN BEING THE SOUTHWESTERLY TERMINUS OF FOREST TRACE DRIVE, SAID PIN BEING THE SOUTHEASTERLY CORNER OF THE PROPERTY CONVEYED TO JIMMY W., JR. & SHAMICA C. JAMISON BY DEED OF RECORD IN INSTRUMENT NO. 20021209-0151384, R.O.D.C.TN., BEING LOT 64 OF FOREST COVE PHASE 1, SAID PLAT OF RECORD IN PLAT BOOK 9700, PAGE 755, R.O.D.C.TN., SAID POINT BEING THE NORTHWESTERLY CORNER OF LOT 2 OF THE WEATHERLY RIDGE APARTMENTS;

THENCE, LEAVING THE SOUTHEASTERLY CORNER OF SAID LOT 64 AND WITH THE BOUNDARY OF LOT 2, THE FOLLOWING COURSES:

SOUTH 48°11'38" WEST 50.00 FEET TO A SET IRON PIN;
SOUTH 41°48'22" EAST 396.83 FEET TO A SET IRON PIN;
SOUTH 48°08'05" WEST 157.90 FEET TO A SET IRON PIN;
SOUTH 41°51'54" EAST 213.27 FEET TO A SET IRON PIN;
NORTH 48°08'05" EAST 167.68 FEET TO A SET IRON PIN;
SOUTH 41°48'22" EAST 48.07 FEET TO A SET IRON PIN;
SOUTH 24°42'40" WEST 311.28 FEET TO A SET IRON PIN;
SOUTH 35°29'19" WEST 30.79 FEET TO A SET IRON PIN;
SOUTH 16°47'25" WEST 200.77 FEET TO A SET IRON PIN;
SOUTH 27°28'23" EAST 220.03 FEET TO A SET IRON PIN;
SOUTH 16°47'25" WEST 419.08 FEET TO A SET IRON PIN;
SOUTH 44°55'13" EAST 107.57 FEET TO AN IRON PIN LOCATED IN THE WESTERLY BOUNDARY OF FOREST VIEW PARK, SECTION ONE, SAID PIN BEING THE WESTERLY CORNER OF THE PROPERTY CONVEYED TO ANGEL A. GUZMAN-CONCUA BY DEED OF RECORD IN INSTRUMENT NO. 20041001-0118802, R.O.D.C.TN., BEING LOT 220 OF FOREST VIEW PARK, SECTION ONE, SAID PLAT OF RECORD IN PLAT BOOK 3700, PAGE 110, R.O.D.C.TN.,

THENCE, CONTINUING ALONG THE WESTERLY BOUNDARY OF FOREST VIEW PARK SECTION ONE, SOUTH 45°28'07" WEST 50.00 FEET TO A SET IRON PIN, SAID PIN BEING THE SOUTHWEST CORNER OF FOREST VIEW PARK SECTION ONE;

THENCE, SOUTH 44°55'13" EAST 85.00 FEET TO A SET IRON PIN LOCATED ALONG THE SOUTHERLY BOUNDARY OF FOREST VIEW PARK SECTION ONE;

THENCE, WITH A CURVE TO THE RIGHT (Δ = 93°20'38"; R = 25.0 FEET) A DISTANCE OF 40.73 FEET TO AN IRON PIN IN THE WESTERLY MARGIN OF FOREST VIEW DRIVE;

THENCE, ALONG THE WESTERLY MARGIN OF FOREST VIEW DRIVE, SOUTH 45°26'06" WEST 59.39 FEET TO A SET IRON PIN, SAID PIN BEING LOCATED AT THE NORTHEAST CORNER OF THE PROPERTY CONVEYED TO JOHN E. CAIN III BY DEED OF RECORD IN BOOK 11661; PAGE 284 IN THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, TAX MAP 149; PARCEL 373;

THENCE, LEAVING THE RIGHT OF WAY OF FOREST VIEW DRIVE AND ALONG THE NORTHEASTERLY BOUNDARY OF JOHN E. CAIN III PROPERTY THE FOLLOWING COURSES:

NORTH 45°14'05" WEST 189.44 FEET TO A SET IRON PIN;
NORTH 16°41'03" EAST 511.08 FEET TO A SET IRON PIN;

NORTH 47°05'53" WEST 920.60 FEET TO A SET IRON PIN, SAID PIN BEING LOCATED ALONG THE EASTERLY BOUNDARY OF THE PROPERTY CONVEYED TO D.H. PEPPERS, ET AL, BY DEED OF RECORD IN BOOK 11430; PAGE 540, R.O.D.C.TN.;

THENCE, ALONG THE EASTERLY BOUNDARY OF THE PEPPERS' PROPERTY, NORTH 02°49'29" EAST 325.90 FEET TO A SET IRON PIN;

THENCE, CONTINUING ALONG THE EASTERLY BOUNDARY OF THE PEPPERS' PROPERTY, NORTH 02°37'21" EAST 621.40 FEET TO THE POINT OF BEGINNING, CONTAINING 676,490 SQUARE FEET, 15.54 ACRES, MORE OR LESS;

SAID PROPERTY BEING PART OF PARCEL 189 ON TAX MAP 149 AND A PORTION OF THE PROPERTY CONVEYED TO JOHN E. CAIN III, TRUSTEE, OF RECORD IN BOOK 11661, PAGE 284, R.O.D.C.TN;

Parcel 2

TOGETHER WITH THOSE APPURTENANT EASEMENTS FOR ACCESS, UTILITIES AND SHARED RECREATIONAL FACILIITES AS CREATED IN THAT CERTAIN CROSS EASEMENT AGREEMENT BETWEEN PEDCOR INVESTMENTS-2006-XCII, L.P. AND PEDCOR INVESTMENTS, A LIMITED LIABILITY COMPANY, DATED DECEMBER 5 2006, RECORDED DECEMBER 11, 2006 AS INSTRUMENT NO. 20061211-0152753

PARCEL 189; TAX MAP 149
WEATHERLY RIDGE APARTMENTS - PHASE I
NASHVILLE, DAVIDSON COUNTY, TENNESSEE

Being the same property conveyed to Pedcor Investments-2006-XCII,, L.P. by Warranty Deed recorded as Instrument No. 200061211-0152750 and by Quitclaim Deed recorded simultaneously herewith.