Davidson County DEEDWARR
Recvd: 08/05/08 16:15 7 pg:
Fees:38.00 Taxes:25160.00

20080805-0080813

STATE OF GEORGIA)
COUNTY OF FULTON)

The actual consideration or value, whichever is greater, for this transfer is ~~$6,759,000~~ $6,800,000.00

Affiant:
Brookside Healthcare Investors, L.P.
By: HP Acquirors, Inc., its general partner

By: _____
Douglas K. Mittleider, President

Subscribed and sworn to before me on this 4th day of June, 2008.

Katherine M. McKean
Notary Public
My Commission Expires: 5/15/09

KATHERINE M. McKEAN NOTARY PUBLIC FORSYTH COUNTY GEORGIA EXPIRES MAY 15, 2009

New Owner's Address:	Send Tax Bills To:	Map Parcel No.:
7201 Shallowford Road, Suite 200 Chattanooga, Tennessee 37421	[same]	Map 49, Parcel 313.00

SPECIAL WARRANTY DEED

IN CONSIDERATION of One Dollar ($1.00) cash in hand paid and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, BROOKSIDE HEALTHCARE INVESTORS, L.P., a Georgia limited partnership ("**Grantor**"), does hereby sell, transfer and convey unto WHITES CREEK PROPERTY INVESTMENT, LLC, a Tennessee limited liability company, certain improved real property located in the City of Whites Creek, Davidson County, Tennessee, more particularly described on Exhibit A attached hereto and made a part hereof. This conveyance is subject to the matters set forth on Exhibit B attached hereto and made a part hereof.

Source of Grantor's interest is a deed recorded in Book 8309, Page 854, Register's Office of Davidson County, Tennessee.

TO HAVE AND TO HOLD said property unto WHITES CREEK PROPERTY INVESTMENT, LLC, its successors and assigns, forever in fee simple.

Grantor covenants that it is lawfully seized and possessed of said property; that it has full power and lawful authority to sell and convey same; and the Grantor will forever warrant and defend the title to have property herein conveyed against all persons claiming the same from, through or under it, but not otherwise.

IN WITNESS WHEREOF, Grantor has executed this conveyance as of this 29 day of July, 2008.

BROOKSIDE HEALTHCARE INVESTORS, L.P.

By: HP/Acquirors, Inc., its sole general partner

By: _____
Name: Douglas K. Mittleider
Title: President

(Corporate)

STATE OF GEORGIA)
)
COUNTY OF FULTON)

Personally appeared before me, Marc Rosen, a Notary Public in and for said State and County duly commissioned and qualified, Douglas K. Mittleider, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the President of HP/Acquirors, Inc.(the "**Constituent**"), the sole general partner of Brookside Healthcare Investors, L.P., a limited partnership (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 and seal at office in Alpharetta, Georgia, this 29 day of ~~June~~ July, 2008.

_____
Notary Public

MARC ROSEN
Notary Public, Fulton County, Georgia
My Commission Expires April 11, 2009

My commission expires: _____

THIS INSTRUMENT PREPARED BY:

BAKER, DONELSON, BEARMAN,
CALDWELL & BERKOWITZ, PC
1800 Republic Centre
633 Chestnut Street
Chattanooga, TN 37450

C PBW 431269 V3
2904735-000016

EXHIBIT A

A TRACT OF LAND IN THE SECOND CIVIL DISTRICT OF METROPOLITAN NASHVILLE, DAVIDSON COUNTY, TENNESSEE AND BEING PARCEL NO. 313 ON TAX MAP 49 AND ALSO BEING LOT NO. 1 ON THE AMENDED FINAL PLAT OF BROOKSIDE MANOR SUBDIVISION AS OF RECORD IN BOOK 6900, PAGE 842, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS ACCORDING TO AN ALTA/ACSM LAND TITLE SURVEY BY RAGAN-SMITH-MURPHY AND ASSOCIATES, INC., DATED MARCH 12, 1991, JOB NO. 83-005, W.O NO. 3627:

BEGINNING AT AN EXISTING IRON PIN SET IN CONCRETE ON THE EASTERLY RIGHT-OF-WAY LINE OF KNIGHT DRIVE AT A COMMON CORNER OF THE HEREIN-DESCRIBED LOT NO. 1 AND PARCEL 259 ON TAX MAP 49 OWNED BY CHARLES H. JERNIGAN BY DEED RECORDED IN BOOK 5127, PAGE 628, R.O.D.C, TENNESSEE, SAID BEGINNING POINT ALSO BEING 880 FEET, MORE OR LESS, NORTHEASTERLY FROM THE CENTER OF GREEN LANE AS MEASURED ALONG THE EASTERLY RIGHT-OF-WAY LINE OF KNIGHT ROAD; THENCE,

WITH THE EASTERLY RIGHT-OF-WAY LINE OF KNIGHT ROAD WITH A CURVE TO THE LEFT (RADIUS 2889.85) NORTHEASTWARDLY A DISTANCE OF 124.83 FEET TO AN EXISTING CONCRETE MONUMENT AT THE BEGINNING OF A CURVE AND HAVING A CHORD BEARING AND DISTANCE OF NORTH 09 DEGREES 19 MINUTES 55 SECONDS EAST, 124.82 FEET; THENCE,

WITH A CURVE TO THE RIGHT (RADIUS 25.0 FEET) NORTHEASTWARDLY A DISTANCE OF 37.55 FEET TO AN IRON PIN SET ON THE SOUTHERLY RIGHT-OF-WAY LINE OF BROOK MANOR DRIVE AND HAVING A CHORD BEARING AND DISTANCE OF NORTH 51 DEGREES 07 MINUTES 25 SECONDS EAST, 34.12 FEET; THENCE,

WITH THE SOUTHERLY RIGHT-OF-WAY LINE OF BROOK MANOR DRIVE SOUTH 85 DEGREES 51 MINUTES 01 SECONDS EAST, 124.78 FEET TO AN EXISTING CONCRETE MONUMENT; THENCE,

CONTINUING WITH THE SOUTHERLY RIGHT-OF-WAY LINE OF BROOK MANOR DRIVE WITH A CURVE TO THE LEFT (RADIUS 1051.00 FEET) NORTHEASTWARDLY A DISTANCE OF 146.74 FEET TO AN IRON PIN SET IN CONCRETE AND HAVING A CHORD BEARING AND DISTANCE OF 89 DEGREES 51 MINUTES 01 SECONDS EAST, 146.62 FEET; THENCE,

CONTINUING WITH THE SOUTHERLY RIGHT-OF-WAY LINE OF BROOK MANOR DRIVE NORTH 86 DEGREES 08 MINUTES 25 SECONDS EAST, 140.06 FEET TO AN IRON PIN SET; THENCE,
CONTINUING WITH THE SOUTHERLY RIGHT-OF-WAY LINE OF BROOK MANOR DRIVE WITH A CURVE TO THE RIGHT(RADIUS 100.0 FEET) SOUTHEASTWARDLY A

DISTANCE OF 58.85 FEET TO AN IRON PIN SET AND HAVING A CHORD BEARING AND DISTANCE OF SOUTH 77 DEGREES 04 MINUTES 08 SECONDS EAST, 57.74 FEET; THENCE,

WITH A CURVE TO THE LEFT (RADIUS 50.0 FEET) SOUTHEASTWARDLY A DISTANCE OF 14.88 FEET TO AN IRON PIN SET AT THE COMMON CORNER OF HEREIN-DESCRIBED LOT NO. 1 AND THE WESTERLY LINE OF WILLOW TRACE SUBDIVISION PHASE TWO AS OF RECORD IN BOOK 7900, PAGE 46, R.O.D.C., TENNESSEE AND HAVING A CHORD BEARING AND DISTANCE OF SOUTH 68 DEGREES 46 MINUTES 05 SECONDS EAST, 14.83 FEET; THENCE,

WITH THE COMMON LINE BETWEEN THE HEREIN-DESCRIBED LOT NO. 1 AND THE ABOVE-NOTED WILLOW TRACE PHASE TWO SOUTH 12 DEGREES 40 MINUTES 04 SECONDS WEST, 603.87 FEET TO AN IRON PIN SET IN THE NORTH LINE OF PARCEL 166 ON TAX MAP 59 OWNED BY CHARLES A. WHEELER, JR. AS OF RECORD IN BOOK 5670, PAGE 331, R.O.D.C., TENNESSEE; THENCE

WITH THE NORTH LINE OF WHEELER SOUTH 55 DEGREE 38 MINUTES 20 SECONDS WEST, 145.00 FEET TO AN EXISTING IRON PIPE COMMON CORNER OF HEREIN-DESCRIBED LOT NO. 1 AND PARCEL 259 ON TAX MAP 49 OWNED BY CHARLES H. JERNIGAN AS OF RECORD IN BOOK 5127, PAGE 628, R.O.D.C., TENNESSEE, THENCE,

WITH THE EAST LINE OF JERNIGAN NORTH 39 DEGREES 25 MINUTES 22 SECONDS WEST, 119.62 FEET TO AN EXISTING CONCRETE MONUMENT; THENCE,

CONTINUING WITH JERNIGAN NORTH 38 DEGREES 24 MINUTES 56 SECONDS WEST, 258.88 FEET TO AN EXISTING CONCRETE MONUMENT; THENCE,

CONTINUING WITH JERNIGAN NORTH 02 DEGREES 52 MINUTES 09 SECONDS WEST, 245.80 FEET TO AN IRON PIN SET; THENCE,

CONTINUING WITH JERNIGAN NORTH 81 DEGREES 29 MINUTES 19 SECONDS WEST, 26.78 FEET TO THE POINT OF BEGINNING AND CONTAINING 249,703 SQUARE FEET OR 5.732 ACRES.

BEING ALSO THE SAME PROPERTY DESCRIBED AS FOLLOWS ACCORDING TO ALTA LAND SURVEY DATED FEBRUARY 20, 2008 AND LAST REVISED ON JUNE 26, 2008, BY DAVID A. JOHNSON, RLS NO. 1352, RAGAN-SMITH-ASSOCIATES, INC.

BEING A CERTAIN TRACT OF LAND IN THE 11TH COUNCILMANIC DISTRICT OF METROPOLITAN NASHVILLE, DAVIDSON COUNTY, TN, BEING BOUNDED ON THE NORTH BY BROOK MANOR DRIVE, ON THE EAST BY WILLOW TRACE SUBDIVISION, PHASE 2 OF RECORD IN PLAT BOOK 7900, PAGE 46, REGISTER'S OFFICE, DAVIDSON COUNTY, TN. ON THE SOUTH BY ROADWAY EXPRESS, INC., OF RECORD IN BOOK 9614, PAGE 233, REGISTER'S OFFICE, DAVIDSON COUNTY, TN, ON THE WEST BY RODERCIK C. CLAYBROOKS AND WIFE SHARON E.

CLAYBROOKS OF RECORD IN BOOK10860, PAGE 19 REGISTER'S OFFICE, DAVIDSON COUNTY, TN AND BY KNIGHT DRIVE, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A PUNCH HOLE IN THE SOUTHERLY RIGHT-OF-WAY (R.O.W.) OF SAID BROOK MANOR DRIVE AND BEING A NORTHWESTERLY CORNER OF THE HEREIN DESCRIBED TRACT; THENCE,

WITH THE SOUTHERLY (R.O.W.) OF SAID BROOK MANOR DRIVE FOR THE NEXT FIVE (5) CALLS:

1. SOUTH 85 DEGREES 47 MINUTES 34 SECONDS EAST, 124.75 FEET TO A CONCRETE MONUMENT (OLD),

2. ALONG A CURVE TO THE LEFT WITH AN INTERIOR ANGLE OF 8 DEGREES 00 MINUTES 02 SECONDS, A RADIUS OF 1051.05 FEET, AN ARC LENGTH OF 146.76 FEET, AND A CHORD BEARING AND DISTANCE OF SOUTH 89 DEGREES 54 MINUTES 33 SECONDS EAST, 146.65 FEET TO A BENT 0.5" IRON ROD(OLD),

3. NORTH 86 DEGREES 15 MINUTES 44 SECONDS EAST, 140.01 FEET TO A PUNCH HOLE IN A CONCRETE MONUMENT(OLD),

4. ALONG A CURVE TO THE RIGHT WITH AN INTERIOR ANGLE OF 33 DEGREES 30 MINUTES 56 SECONDS, A RADIUS OF 100.00 FEET, AN ARC LENGTH OF 58.50 FEET, AND A CHORD BEARING AND DISTANCE OF SOUTH 76 DEGREES 48 MINUTES 25 SECONDS EAST, 57.67 FEET, TO A BROKEN CONCRETE MONUMENT(OLD),

5. ALONG A CURVE TO THE LEFT WITH AN INTERIOR ANGLE OF 17 DEGREES 12 MINUTES 10 SECONDS, A RADIUS OF 50.00 FEET, AN ARC LENGTH OF 15.01 FEET, AND A CHORD BEARING AND DISTANCE OF SOUTH 70 DEGREES 55 MINUTES 26 SECONDS EAST, 14.96 FEET, TO A 3/8" IRON ROD(OLD) BEING A CORNER OF SAID WILLOW TRACE SUBDIVISION, PHASE 2 AND THE NORTHEAST CORNER OF THE SUBJECT TRACT; THENCE,

WITH THE WESTERLY LINE OF SAID WILLOW TRACE SUBDIVISION, PHASE 2, SOUTH 12 DEGREES 40 MINUTES 24 SECONDS WEST, 603.74 FEET TO A 5/8" IRON ROD (OLD) IN THE NORTHERLY LINE OF SAID ROADWAY EXPRESS INC, PROPERTY; THENCE,

WITH THE NORTHERLY LINE OF SAID ROADWAY EXPRESS INC PROPERTY, SOUTH 55 DEGREES 43 MINUTES 19 SECONDS WEST, 144.99 FEET TO A 1" IRON PIPE (OLD) AND BEING THE SOUTHEAST CORNER OF SAID RODERICK C. CLAYBROOKS AND WIFE, SHARON E. CLAYBROOKS PROPERTY; THENCE,

WITH THE EASTERLY LINE OF SAID RODERICK C. CLAYBROOKS AND WIFE, SHARON E. CLAYBROOKS PROPERTY FOR THE NEXT FOUR (4) CALLS:

1. NORTH 39 DEGREES 28 MINUTES 46 SECONDS WEST, 119.38 FEET TO A PUNCH HOLE,

2. NORTH 38 DEGREES 24 MINUTES 08 SECONDS WEST, 258.88 FEET TO A CONCRETE MONUMENT (OLD),

3. NORTH 02 DEGREES 54 MINUTES 43 SECONDS WEST, 245.95 FEET TO A 2" IRON ROD (OLD),

4. NORTH 81 DEGREES 28 MINUTES 21 SECONDS WEST, 26.79 FEET TO AN IRON ROD (NEW) IN THE EASTERLY (R.O.W.) OF SAID KNIGHT DRIVE; THENCE,

WITH THE WESTERLY (R.O.W.) OF SAID KNIGHT DRIVE FOR THE NEXT TWO (2) CALLS:

1. ALONG A CURVE TO THE LEFT WITH AN INTERIOR ANGLE OF 2 DEGREES 28 MINUTES 21 SECONDS, A RADIUS OF 2889.85 FEET, AN ARC LENGTH OF 124.71 FEET, AND A CHORD BEARING AND DISTANCE OF NORTH 09 DEGREES 33 MINUTES 24 SECONDS EAST, 124.70 FEET, TO A PUNCH HOLE,

2. ALONG A CURVE TO THE RIGHT WITH AN INTERIOR ANGLE OF 85 DEGREES 09 MINUTES 33 SECONDS, A RADIUS OF 25.00 FEET, AN ARC LENGTH OF 37.16 FEET, AND A CHORD BEARING AND DISTANCE OF NORTH 50 DEGREES 45 MINUTES 36 SECONDS EAST, 33.83 FEET, TO THE POINT OF BEGINNING, HAVING AN AREA OF 249,615 SQUARE FEET OR 5.730 ACRES, MORE OR LESS.

EXHIBIT B

1. Taxes and assessments for the year 2008 that are a lien but not yet due and payable.

2. Sewer Easement as granted to the Metropolitan Government of Nashville and Davidson County of record in Book 5055, Page 368, Register's Office for Davidson County, Tennessee.

3. All matters shown on Final Plat of Brookside Manor Subdivision of record I Plat Book 6900, Page 842, Register's Office for Davidson County, Tennessee.

4. Any facts, rights, interests, or claims that may exist or arise by reason of the following matters disclosed by a survey by David A. Johnson, RLS No. 1352, Ragan-Smith Associates, Inc., dated February 20, 2008, Job No. 83-005, and last revised on June 26, 2008:

- 30 foot minimum building setback line along the western boundary of the land;
- a portion of the land is located in a flood zone; and
- a fence meanders outside the land's boundary to the north;
- Curbing enters right-of-way of Brock Manor Drive.