This instrument prepared by:
The Nathanson Group PLLC
One Union Square
600 University Street, Suite 2000
Seattle, WA 98101

BILL GARRETT, Davidson County
Trans:T20090021043 DEEDWARR
Recvd: 03/31/09 11:52 5 pgs
Fees:28.00 Taxes:20350.00
20090331-0028807

SPECIAL WARRANTY DEED

ADDRESS NEW OWNER AS FOLLOWS:	SEND TAX BILLS TO:	MAP PARCEL NUMBERS
Goodhope, LLC, a Nevada limited liability company	Goodhope, LLC, a Nevada limited liability company	163-291.00
2368 Torrance Boulevard, Suite 200	2368 Torrance Boulevard, Suite 200	
Torrance, California 90501	Torrance, California 90501	

FOR AND IN CONSIDERATION of the sum of Ten and no/100 Dollars ($10.00), cash in hand paid by the Grantee and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, TRI-STATE ASSOCIATES, a California limited partnership, Grantor, has this day bargained and sold, and does hereby transfer and convey unto GOODHOPE, LLC, a Nevada limited liability company, as Grantee, and Grantee's successors and assigns, certain real estate in Davidson County, State of Tennessee, described in Exhibit A attached hereto and incorporated herein by this reference. This conveyance, and all covenants and warranties contained herein, are expressly made subject to the matters described in Exhibit B attached hereto and incorporated herein by this reference.

This is **improved property** and is located at 500 Hickory Hollow Terrace, Antioch, TN 37013.

TO HAVE AND TO HOLD said real estate, with the appurtenances, estate, title and interest thereto belonging, to the said Grantee and Grantee's successors, heirs and assigns forever. Grantor covenants with Grantee that the said real estate is free from all encumbrances made or suffered by Grantor except as shown on Exhibit B hereto.

Grantor does further covenant and bind itself, its successors and representatives, to warrant and forever defend the title to said real estate to the said Grantee, its successors and assigns, against the lawful claims of all persons, claiming by, through or under Grantor.

Whenever 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 Deed to be executed effective as of March 30, 2009.

TRI-STATE ASSOCIATES,
a California limited partnership

By: Gary S. Kading Trust of 1994,
dated May 7, 1994, as amended
Its: General Partner

By: _____
Gary S. Kading, Trustee

ACKNOWLEDGMENT

STATE OF CALIFORNIA)
) ss.
County of Riverside)

On Feb 13 09, 2009 before me, Chris Tesey, a Notary Public in and for said County and State, personally appeared Gary S. Kading, Trustee of the Gary S. Kading Trust of 1994, dated May 7, 1994, as amended, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

Witness my hand and Official Seal. (Seal)

_____
Notary Signature

NOTARY
CHRIS TESEO
Comm. #1800567
Notary Public-California
Riverside County
My Commission Expire
June 6, 2012

ACKNOWLEDGMENT

STATE OF CA)
) ss.
COUNTY OF Los Angeles)

THE ACTUAL CONSIDERATION OR VALUE, WHICHEVER IS GREATER, FOR THIS TRANSFER IS $ 5,500,000.00 .

C D Valdomar
Affiant name: CELIA D. VALDOMAR

SUBSCRIBED AND SWORN TO BEFORE ME THIS THE 24th DAY OF March, 2009.

Ted Vaughn
Notary Public

My commission expires: 6/19/2009

TED VAUGHN
COMM. #1581053
NOTARY PUBLIC • CALIFORNIA
LOS ANGELES COUNTY
My Comm. Expires Jun. 19, 2009

After Recording Return To:
Goodhope, LLC
2368 Torrance Blvd.
Suite 200
Torrance, CA 90501

EXHIBIT "A"

LEGAL DESCRIPTION

BEING Lot J-4 on Plan of Section One, Hickory Hollow Terrace, of record in Plat Book 5200, page 546, Register's Office for Davidson County, Tennessee, and described as follows:

BEGINNING at a concrete monument in the northeasterly margin of Hickory Hollow Terrace, said point being the common dividing line between Lot J-4 and J-5 (reserve Parcel), thence with the margin of Hickory Hollow Terrace along a curve to the left having a radius of 1,225.00 feet, northwesterly a distance of 49.89 feet, to a concrete monument; thence leaving said Hickory Hollow Terrace along a curve to the left having a radius of 1,225.00 feet northwesterly a distance of 55.23 feet to a concrete monument; thence North 62 deg. 18' West 488.76 feet to a concrete monument; thence North 34 deg. 18' East 90.00 feet to a concrete monument; thence North 34 deg. 18' East 100.38 feet to a concrete monument; thence North 33 deg. 58' East 149.50 feet to a concrete monument; thence South 62 deg. 18' East a total distance of 538.35 feet to a concrete monument; thence South 24 deg. 49' West 342.67 feet to the point of beginning.

BEING the same property conveyed to Tri-State Associates, a California limited partnership, by Special Warranty Deed from the Hillhaven Corporation, a Tennessee corporation, of record in Book 6966, Page 242, Register's Office for Davidson County, Tennessee.

EXHIBIT "B"
PERMITTED EXCEPTIONS

1. Any rights, interests or claims of parties in possession of the land not shown by the public records.

2. Any rights, interest or claims affecting the land which a correct survey would disclose and which are not shown by the public records.

3. Any lien for services, labor, or materials in connection with improvements, repairs or renovations provided before, on, or after the date hereof, not shown by the public records.

4. Taxes and assessments for the year **2009** and subsequent years, which are not yet due and payable including taxes assessed by correction pursuant to the provisions of TCA 67-5-603, et seq.

5. Any discrepancies or conflicts in boundary lines, any shortages in area, or any encroachment or overlapping of improvements.

6. Easements, liens or encumbrances or claims thereof, which are not shown by the public record.

7. All matters as shown on the plat of record in Plat Book 5200, page 546, Register's Office for Davidson County, Tennessee.

8. Easements contained in Agreed Final Order of record in Instrument No. 20050916-0111516, Register's Office for Davidson County, Tennessee.

9. Agreement for Dedication of Easement for Sanitary Sewer and/or Storm Drainage of record in Book 6518, page 728 in the Register's Office, Davidson County, Tennessee.

10. Storm Water Detention Agreement of record in Book 6142, page 226, Register's Office for Davidson County, Tennessee.

11. Declaration of Restrictive Covenants of record in Book 6966, page 242, in said Register's Office.

12. Unrecorded Lease Agreement by and between Tri-State Associates and Ebenezer Home of Tennessee, Inc.

13. Rights of tenants under unrecorded leases.