This instrument prepared by Ervin M. Entrekin, Attorney, 26th Floor, First American Center, Nashville, Tennessee 37238

ADDRESS NEW OWNER(S) AS FOLLOWS:	SEND TAX BILLS TO: BOOK 4808 PAGE 909	MAP PARCEL NOS.
WILLIAM F. BURTON, JR.	SAME	26-13
NAME	NAME	
14th Floor, Parkway Towers		43
STREET ADDRESS OR ROUTE NO.	STREET ADDRESS	
Nashville, Tennessee 37219		15-17
(CITY) (STATE)	(CITY) (STATE) (ZIP)	
		PW

APR 24 MISC A* 8.00 * 8.00

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value whichever is greater for this transfer is none.

Subscribed and sworn to before me, this the 24th day of April, 19 74.

Patty J. Welch
NOTARY PUBLIC

Jean Burton
AFFIANT

MY COMMISSION EXPIRES: 1-29-78
(AFFIX SEAL)

NOTARY PUBLIC PATTY J. WELCH DAVIDSON COUNTY, TENN.

EXCHANGE AGREEMENT

FOR THE PURPOSE of evidencing a sale and transfer of their interest in a Joint Venture Syndicate known as Rivergate Motel and for the reason that they no longer have any ownership interest in the property comprising the Rivergate Motel and only hold a security interest in same,

We, JACK DRIVER & SONS, INC. and WALTER REED CAPPS, do by these presents transfer, quitclaim and convey unto William F. Burton, Jr., all our right, title and interest in and to the property described in Exhibit "A" attached hereto and incorporated herein by reference.

Being the same real property conveyed as also shown in said Exhibit "A" attached hereto and incorporated by reference.

And WILLIAM F. BURTON, JR. for and in consideration of the exchange by Walter Reed Capps of his 1/3 partnership interest in Rivergate Motel as partially evidenced by this instrument, does hereby transfer, quitclaim and convey unto the said Walter Reed Capps, his heirs, representatives and assigns, all my right title and interest in and to the property described in Exhibit "B" attached hereto.

IN WITNESS WHEREOF, the parties have executed this Exchange Agreement at Nashville, Tennessee this 23rd day of April, 1974.

JACK DRIVER & SONS, INC.

BY: Carson C. Driver Pres.
CARSON C. DRIVER, PRESIDENT

Walter Reed Capps
WALTER REED CAPPS

William F. Burton Jr.
WILLIAM F. BURTON, JR.

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public of the State and County aforesaid, personally appeared CARSON C. DRIVER, with whom I am personally acquainted, and who, upon oath, acknowledged himself to be President of JACK DRIVER & SONS, INC., the within named bargainor, a corporation, and that he as such President, being authorized so to do executed the foregoing instrument for the purpose therein contained, by signing the name of the corporation by himself as President.

WITNESS my hand and seal, at office in Nashville, Tennessee, this 23rd day of April, 1974.

NOTARY PUBLIC

COMMISSION EXPIRES: 2-11-76.

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public in and for the County and STate aforesaid, the within named WALTER REED CAPPS, with whom I am personally acquainted and who acknowledged that he executed the within instrument for the purposes therein contained.

WITNESS my hand and official seal at office in Nashville, Tennessee this 23rd day of April, 1974.

NOTARY PUBLIC

COMMISSION EXPIRES: 2-11-76.

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public in and for the County and State aforesaid, the within named WILLIAM F. BURTON, JR., with whom I am personally acquainted and who acknowledged that he executed the within instrument for the purposes therein contained.

WITNESS my hand and official seal at office in Nashville, Tennessee this 23rd day of April, 1974.

NOTARY PUBLIC

COMMISSION EXPIRES: 2-11-76.

EXHIBIT "A"

A tract or parcel of land in Davidson County, Tennessee, being Lot No. 1 on the Plan of the Resubdivision of Lots 37, 50, 51, 3, 4, 5, 6 & 36 of the revised plan of Terra-View Subdivision, of record in Book 4660, page 15, Register's Office for said County, and more particularly described according to said Plan and according to a survey, dated July 7, 1972, revised September 6, 1973, made by Barge Waggoner Sumner & Cannon, Engineers-Planners, Nashville, Tennessee, as follows:

Beginning at a concrete monument at the intersection of the northerly margin of Wade Circle (South) and the easterly right-of-way line of Two Mile Parkway, as now located, and being the southwestern most corner of the tract herein described; thence, with the easterly right-of-way line of Two Mile Parkway and with an access control fence of the easterly right-of-way line of the ramp to Interstate Highway No. I-65, North 15° 27' 55" West 201.49 feet to a concrete monument; thence, continuing with an access control fence of the easterly right-of-way line of said ramp, North 04° 53' 14" West 209.99 feet to a point; thence, with the southerly margin of the right-of-way line of a cul-de-sac, North 67° 45' 22" East 103.82 feet to a point; thence, North 21° 24' 53" West 104.08 feet to a point in the southerly margin of Wade Circle (North); thence, easterly with Wade Circle (North), North 68° 31' 01" East 10.23 feet to a point, the beginning of a curve to the right having a radius of 450.00 feet and a delta of 22° 17' 13"; thence, continuing with Wade Circle (North) and around said curve, an arc distance of 175.04 feet to a point on the west line of Lot 49 on the Plan of Terra-View (Revised) Subdivision of record in Book 1424, page 4, Register's Office for said County; thence, with said west line, South 07° 29' 01" East 234.00 feet to a point, being the southwest corner of said Lot 49; thence, with the southerly line of said Lot 49, North 72° 45' 34" East 69.80 feet to a point; thence, South 14° 54' 03" East 236.31 feet to a point in the northerly margin of Wade Circle (South); thence, westerly with Wade Circle (South) and around a curve to the left having a radius of 550.00 feet and a delta of 1° 40' 01", an arc distance of 16.00 feet to a point; thence, continuing with Wade Circle (South), South 67° 25' 24" West 335.90 feet to the point of beginning, containing 3.30 acres, more or less.

Being the same property conveyed to William F. Burton, Jr., Walter Reed Capps and Jack Driver & Sons, Inc. by three deeds, respectively of record in Book 4562, page 113, Book 4663, page 172, and Book 4664, page 630, Register's Office for Davidson County, Tennessee.

EXHIBIT "B"

TRACT I: A tract of land in the 10th Civil District of Davidson County, Tennessee, described as follows:

BEGINNING at an iron stake at the westerly corner of Lots 4 and 5 G. T. Moore's Subdivision, as of record in Book 547, page 184, Register's Office for said County, said point being the southwest corner of Tract "A" as shown by an unrecorded survey prepared by Parrish Ragan, Incorporated, under date of July 2, 1969, and being South 68° 24' 20" West 167.80 feet from the new westerly margin of Two Mile Pike; thence with the line between Lots 4 and 5 extended South 68° 24' 20" West 100 feet to an iron stake; thence North 18° 35' 40" West 200 feet to an iron stake; thence North 24° 54' 30" East 145.07 feet to an iron stake at the westerly corner of Lots 1 and 2 G. T. Moore's Subdivision; thence with the rear line of G. T. Moore's Subdivision (Lots 2, 3 and 4), South 18° 35' 40" East 300 feet to the point of beginning and contining 0.573 acres.

Being the same property conveyed to William F. Burton, Jr. and Hardaway Construction Company, a partnership, consisting of L. H. Hardaway, Sr. and L. H. Hardaway, Jr., by deed from Chevron Oil Company, as of record in Book 4730, page 219, said Register's Office.

TRACT II: A tract of land in the 10th Civil District of Davidson County, Tennessee, comprised of portions of property shown on the Map of G. T. Moore Subdivision, as of record in Book 547, page 184, Register's Office, Davidson County, and more particularly described according to a survey by Turner Engineering Co., Inc., dated November 21, 1969, as follows:

BEGINNING at an iron pin set in the west right-of-way of Two Mile Pike, as widened (1969) said pin being the southeast corner of Lot 6 of said Subdivision, and proceeding as follows: South 19° 7' 00" East a distance of 50.0 feet to a point; thence leaving said right-of-way South 67° 38' 39" West a distance of 685.48 feet to a point; thence, south 19° 14' 02" East a distance of 522.98 feet to a point; thence, South 67° 09' 46" West a distance of 388.54 feet to an iron pin set in the east right-of-way of the Louisville & Nashville Railroad, as marked by a wire fence (said fence 50 feet from and parallel to the center line of existing railroad track); thence north 6° 38' 54" east a distance of 1,006.57 feet to a concrete monument set in the south right-of-way of interstate highway I-65; thence north 35° 26' 57" east a distance of 182.75 feet to a concrete monument; thence north 37° 27' 05" east a distance of 363.411 feet to a point; thence south 19° 13' 10" east a distance of 93.58 feet to an iron pin set in the northwest corner of Lot 2 of said subdivision; thence, south 24° 13' 49" west a distance of 145.07 feet to an iron pin; thence south 19° 11' 38" East a distance of 200.00 feet to an iron pin; thence north 67° 48' 39" east a distance of 100.00 feet to an iron pin set at the southwest corner of Lot 4 of said subdivision; thence south 19° 24' 24" east a distance of 199.68 feet to an iron pin set at the common west corner of Lots 6 and 7 of said subdivision; thence north 67° 41' 44" East a distance of 167.29 feet to the beginning and containing 8.79 acres, more or less.

Being property conveyed to William F. Burton, Jr., by deed from M. J. Jones and wife, as of record in Book 3973, page 308,

IDENTIF. REFERENCE
APR 24 2 23 PM '74
FELIX A. W... REGISTER
DAVIDSON COUNTY, TENN.
C 5 1 4 5 1.