This instrument prepared by
SCHULMAN, PRIDE & LE ROY
P. O. BOX 2707
NASHVILLE, TENN. 37219

BOOK 5123 PAGE 134

APPOINTMENT OF SUBSTITUTE TRUSTEE

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WHEREAS, THEODORE H. LIGHTFOOT; L. HALL HARDAWAY, JR.; HENRY L. BLEDSOE; and ROBERT J. Brewington, originally designated as "Trustors-Assignees," purchased all of the beneficial interest under a certain Trust, all as specified in a Trust Agreement of record in Book 4776, Page 872, Register's Office for Davidson County, Tennessee; and

WHEREAS, Henry L. Bledsoe has transferred all of his right, title, and interest to his beneficial interest to Robert J. Baltz, Jr., by instrument labeled "Assignment of Interest of Joint Venture," dated October 18, 1974, so that all of the owners of the beneficial interest under said Trust Agreement are Theodore H. Lightfoot; L. Hall Hardaway, Jr.; Robert J. Brewington; and Robert J. Baltz, Jr.; and

WHEREAS, Paragraph 5 of said Trust Agreement is as follows:

> 5. If the Trustee named herein is unable to serve for any reason, or if for any reason a majority in interest of the Trustors-Assignees elect to remove the Trustee, a majority in interest of the Trustors-Assignees, or if deceased, their successors, assigns, and/or personal representatives, may designate a Successor Trustee or Trustees by reference to this instrument and each Successor Trustee or Trustees shall have the powers and duties as herein set out, and each Successor Trustee will acquire title to all the property described in Exhibit "A" of this instrument or any addendum thereto upon said written appointment being registered in the Register's Office for Davidson County, Tennessee, and the within named Trustee shall be divested of all right, title, and interest in and to the said property.

and

WHEREAS, J. R. Freeman was the original Trustee under said Trust Agreement; and

WHEREAS, it is the desire of the holders of the beneficial interest to name a Substitute Trustee.

NOW, THEREFORE, be it agreed by and between the parties hereto for and in consideration of these premises and other good and valuable consideration, the receipt of all of which is hereby acknowledged, as follows:

Lewis D. Pride, Trustee, is hereby appointed as Trustee in the place and stead of J. R. Freeman, Trustee, in accordance with the terms and provisions of a Trust Agreement of record in Book 4776, Page 872, Register's Office for Davidson County, Tennessee, in regard to the property described in Exhibit "A" attached hereto.

Lewis D. Pride, Trustee, does hereby accept appointment as Trustee of the real property above described by his execution of this instrument.

J. R. Freeman, Trustee, is hereby divested of all right, title, and interest in and to the property described in Exhibit "A" attached hereto.

Executed this 8TH day of MARCH, 1977.

Theodore H. Lightfoot

L. Hall Hardaway, Jr.

Robert J. Brewington

Robert J. Baltz, Jr.

Lewis D. Pride, Trustee
Lewis D. Pride, Trustee

STATE OF TENNESSEE )

COUNTY OF DAVIDSON )

Personally appeared before me, Patricia T. Norton, a Notary Public in and for said County and State, the within-named, Theodore H. Lightfoot, who upon oath acknowledged that he executed the foregoing instrument for the purposes therein contained and that the said statements are true of his own personal knowledge.

Witness my hand and official seal at Nashville, Tennessee, this 8th day of March, 1977.

PATRICIA T. NORTON NOTARY PUBLIC DAVIDSON COUNTY, TENN.

COMMISSION EXPIRES: 9-1-80 NOTARY PUBLIC: Patricia T. Norton

STATE OF TENNESSEE )

COUNTY OF DAVIDSON )

Personally appeared before me, Patricia T. Morton a Notary Public in and for said County and State, the within-named L. Hall Hardaway, Jr., who upon oath acknowledged that he executed the foregoing instrument for the purposes therein contained and that the said statements are true of his own personal knowledge.

Witness my hand and official seal at Nashville, Tennessee, this 8th day of March, 1977.

COMMISSION EXPIRES: 9-1-80 NOTARY PUBLIC: Patricia T. Morton

PATRICIA T. MORTON NOTARY PUBLIC DAVIDSON COUNTY, TENN.

STATE OF TENNESSEE )

COUNTY OF DAVIDSON )

Personally appeared before me, Patricia T. Morton a Notary Public in and for said County and State, the within-named Robert J. Brewington, who upon oath acknowledged that he executed the foregoing instrument for the purposes therein contained and that the said statements are true of his own personal knowledge.

Witness my hand and official seal at Nashville, Tennessee, this 8th day of March, 1977.

COMMISSION EXPIRES: 9-1-80 NOTARY PUBLIC: Patricia T. Morton

PATRICIA T. MORTON NOTARY PUBLIC DAVIDSON COUNTY, TENN.

STATE OF TENNESSEE )

COUNTY OF DAVIDSON )

Personally appeared before me, Patricia T. Morton a Notary Public in and for said County and State, the within-named Robert J. Baltz, Jr., who upon oath acknowledged that he executed the foregoing instrument for the purposes therein contained and that the said statements are true of his own personal knowledge.

Witness my hand and official seal at Nashville, Tennessee, this 9th day of March, 1977.

COMMISSION EXPIRES: 9-1-80 NOTARY PUBLIC: Patricia T. Morton

PATRICIA T. MORTON NOTARY PUBLIC DAVIDSON COUNTY, TENN.

STATE OF TENNESSEE )

COUNTY OF DAVIDSON )

Personally appeared before me, Louise S. Clemmons a Notary Public in and for said County and State, the within-named Lewis D. Pride, Trustee, who upon oath acknowledged that he executed the foregoing instrument for the purposes therein contained and that the said statements are true of his own personal knowledge.

Witness my hand and official seal at Nashville, Tennessee, this 9 day of March, 1977.

COMMISSION EXPIRES: 2/4/1979 NOTARY PUBLIC: Louise S. Clemmons

LOUISE S. CLEMMONS NOTARY PUBLIC DAVIDSON COUNTY, TENN.

EXHIBIT "A"

BOOK4770 PAGE 576

TRACT I:

BOOK5123 PAGE 138

A tract of land located in the 3rd Civil District of Davidson County, Tennessee, described according to a survey made by Alley & Brown, Engineers, dated October 10, 1968, as follows:

BEGINNING at an iron pin in the southerly margin of Elm Hill Pike, said iron pin being the common corner of the Palmore property and the herein described property, running thence with the southerly margin of Elm Hill Pike south 85° 23' east 833.21 feet to an iron pin, said iron pin being the common corner of the Shipp property and the herein described property; thence with Shipp line south 2° 53' west 982.44 feet to the corner post, being Shipps' southwest property corner; thence with Shipps' south property line north 89° 11' east 394.69 feet to a corner post, being Shipps' southeast property corner on White's property line; thence with White's property line, south 2° 42' west 250.93 feet to a corner post in M. B. Jones' north property line; thence with Jones' north line north 85° 48' west 930 feet to an old stone monument, Jones' northwest corner; thence with Jones' west line south 4° 02' west 1972.81 feet to an old corner post at the intersection of the fence; thence north 82° 51' west 165 feet to a point in the centerline of a branch; thence continuing with the said branch north 25° 39' east 165 feet to a point; thence north 66° 06' west 250 feet to a point; thence north 48° 40' west 240 feet to an old corner post on the north bank of the branch, being the southeast corner of the McClanahan property; thence with the east property line of the McClanahan property north 2° 14 east 2230.62 feet to an iron pin; thence leaving the McClanahan property south 85° 20' east 290.58 feet to a corner post, said corner post being Palmore's southeast property corner; thence with Palmore's east line north 2° 50' east 559.17 feet to the point of beginning, containing 51.834 acres. Also being the same property shown on the tax map for Davidson County on Map 95, parcels 37 and 38, Register's Office for said County.

Being the same property conveyed to J. R. Freeman, Trustee, with full power, by deed from Elmer W. Disspayne and wife, as of record in Book 4294, page 636, said Register's Office.

TRACT II - Map 95, Parcel 34:

A tract of land located in the 3rd Civil District of Davidson County, Tennessee, described according to a survey made by Alley & Brown, Consulting Engineers, dated October 10, 1968, as follows:

BEGINNING at a point on the east margin of McGavock Pike at the bridge over Sims Branch; thence with the center of said branch south 51° 12' east, 54.70 feet to a point at the confluence of Sims Branch and a tributary; thence south 3° 48' west, 48.00 feet to a point on the east bank of Sims Branch; thence south 43° 27' east 179.00 feet to a point; thence south 1° 33' west, 100.00 feet to a point; thence south 14° 57' east, 100.00 feet to a point; thence south 20° 27' east, 260.00 feet to a point; thence north 65° 53° east, 259.00 feet to a corner post; thence along a fence south 21° 07' east, 118.18 feet to a corner post; thence continuing with said fence north 37° 30' east, 363.45 feet to a corner post; thence with said fence north 21° 57' east, 372.50 feet to a corner post on the southerly margin of Elm Hill Pike; thence with said margin of Elm Hill Pike south 86° 32' east, 696.75 feet to a corner post; thence with a fence south 2° 14' west, 2782.44 feet to a corner post; thence north 51° 56' west, 48.00 feet to a point in the center of Sims Branch; thence following Sims Branch north 74° 41' west, 52.24 feet to a point; thence leaving said Branch south 4° 54' east, 437.01 feet along a fence to an iron pin; thence along a fence north 85° 10' west 1506.67 feet to an iron pin; thence

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north 20° 14' west, 220.00 feet to an iron pin; thence north 72° 07' west, 40.51 feet to an iron pin in the easterly margin of McGavock Pike; thence with said margin of McGavock Pike north 4° 09' east 58.25 feet to a point; thence continuing with said margin north 6° 30' east, 1338.77 feet to a point; thence with said margin south 83° 30' east, 5.00 feet to a point; thence with said margin north 6° 30' east, 200.00 to a point; thence with said margin north 7° 12' east, 202.12 feet to a point; thence with said margin 499.69 feet along a curve with a radius of 984.95 feet to a point; thence with said margin north 21° 52' west, 64.66 feet to a point; thence with said margin 582.40 feet along a curve with a radius of 686.21 feet to the beginning and containing 106.833 acres.

Being the same property conveyed to J. R. Freeman, Trustee, with full power, by deed from A. E. McClanahan and wife, as of record in Book 4294, page 644, said Register's Office.

Included above, but specifically excluded is the following:

Beginning at a point in the easterly margin of McGavock Pike, said point being 475.0 feet from the Centerline of Interstate 40; thence along the easterly margin of McGavock Pike north 4° 09' east a distance of 58.25 feet to a point; thence north 6° 30' east a distance of 1,338.77 feet to a point; thence south 83° 30' east a distance of 5.00 feet to a point; thence north 6° 30' east a distance of 200.00 feet to a point; thence north 7° 12' east a distance of 202.12 feet to a point; thence along a curve to the left, radius 984.95 feet a distance of 499.69 feet to a point; thence north 21° 52' west a distance of 64.66 feet to a point; thence along a curve to the right, radius 686.21 feet a distance of 110.00 feet to a point; thence in a southeasterly direction leaving the easterly right-of-way of said McGavock Pike and following the meandering of Sims Branch Creek a distance of 2,820 feet more or less to a point; thence south 4° 54' east a distance of 437.01 feet to a point; thence north 85° 10' west a distance of 1,506.67 feet to a point; thence north 20° 14' west a distance of 220.00 feet to a point; thence north 72° 07' west a distance of 40.51 feet to the point of beginning, containing 47.8 acres, more or less. Also being the same property shown on the Tax Map for Davidson County on Map 107, Parcel 11, Register's Office for said County.

TRACT II - Map 107, Parcel 11:

Beginning at a point in the easterly margin of McGavock Pike, said point being 475.0 feet from the Centerline of Interstate 40; thence along the easterly margin of McGavock Pike north 4° 09' east a distance of 58.25 feet to a point; thence north 6° 30' east a distance of 1,338.77 feet to a point; thence south 83° 30' east a distance of 5.00 feet to a point; thence north 6° 30' east a distance of 200.00 feet to a point; thence north 7° 12' east a distance of 202.12 feet to a point; thence along a curve to the left, radius 984.95 feet a distance of 499.69 feet to a point; thence north 21° 52' west a distance of 64.66 feet to a point; thence along a curve to the right, radius 686.21 feet a distance of 110.00 feet to a point; thence in a southeasterly direction leaving the easterly right-of-way of said McGavock Pike and following the meandering of Sims Branch Creek a distance of 2,820 feet more or less to a point; thence south 4° 54' east a distance of 437.01 feet to a point; thence north 85° 10' west a distance of 1,506.67 feet to a point; thence north 20° 14' west a distance of 220.00 feet to a point; thence north 72° 07' west a distance of 40.51 feet to the point of beginning, containing 47.8 acres, more or less. Also being the same property shown on the Tax Map for Davidson County on Map 107, Parcel 11, Register's Office for said County.

Being part of the same property conveyed to J. R. Freeman, Trustee, with full power, by deed from A. E. McClanahan and wife, as of record in Book 4294, page 644, said Register's Office.

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TRACT III:

Land in the 3rd Civil District of Davidson County, Tennessee, being described according to a survey by Ralph H. C. Lambert, dated July 20, 1963, as follows:

BEGINNING at a railroad spike in the Elm Hill Road, at the northwest corner of the McClanahan property; thence south 15° west 260 feet to an iron pipe; thence north 72° 18' west 227 feet to an iron pipe; thence north 15° 12' east 231 feet to a railroad spike in the center of Elm Hill Road; thence south 79° 13' east 227 feet to the point of beginning, and containing 1.28 acres, more or less. Also being the same property shown on the tax map for Davidson County, on Map 95, Parcel 33.1, Register's Office for said County.

Being the same property conveyed to J. R. Freeman, Trustee, with full power, by deed from Harold W. Seymore and wife, as of record in Book 4322, page 481, re-recorded in Book 4326, page 815, said Register's Office.

TRACT IV:

A certain tract or parcel of land in the Third Civil District of Davidson County, Tennessee, described according to a survey dated the 31st day of March, 1969, by Alley & Brown, Consulting Engineers, as follows:

BEGINNING at an old railroad spike in the center of Elm Hill Pike, the northwest corner of the property conveyed to J. R. Freeman, Trustee, by deed of record in Book 4322, page 481, Register's Office for said County; thence with the westerly line of said property south 21° west 231.5 feet to an old iron pin in a fence; thence with the southerly line of said property and said fence south 66° 06' east 226.69 feet to an old iron pin in a fence intersection; thence with a fence and the boundary of the property conveyed to J. R. Freeman, Trustee, by deed of record in Book 4294, page 644, said Register's Office, south 21° 57' west 112.50 feet to a corner post; thence continuing with said fence and boundary south 37° 30' west 363.45 feet to a corner post; thence continuing north 21° 07' west 118.18 feet to another corner post; thence leaving said fence, but continuing with said boundary south 65° 53' west 259 feet to an iron pin; thence with said boundary and crossing said fence north 20° 27' west 260 feet to an iron pin; thence with said boundary north 14° 57' west 100 feet to an iron pin; thence with said boundary north 1° 33' east 100 feet to an iron pin; thence with said boundary and crossing said fence north 43° 27' west 179 feet to an iron pin on the east bank of Sims Branch; thence with said Freeman's boundary north 3° 48' east 48 feet to a point at the confluence of Sims Branch and a tributary; thence with said boundary and the center of said Branch north 51° 12' west 54.7 feet to a point on the east margin of McGavock Pike at the bridge over Sims Branch; thence leaving said boundary line beside a fence along right curve to the northeast with a radius of 686.21 feet, 46.74 feet to a point; thence north 34° 34' east 48 feet to a point in the old abandoned section of Elm Hill Pike; thence with a curve to the right in an easterly direction with a radius of 820.09 feet, 357.81 feet along said abandoned section and outside a fence and crossing the southeasterly corner of the bridge on New Elm Hill pike, over said tributary to Sims Branch, to a point in the center of Old Elm Hill Pike, which point is 100 feet easterly from the center of said bridge; thence with said Elm Hill Pike south 73° 09' east 302 feet to the old railroad spike in the center of Elm Hill Pike at the point of beginning, and containing 9.157 acres, more or less. Also being the same property shown on the tax map for Davidson County, on Map 95, Parcel 33, Register's Office for said County.

Being the same property conveyed to J. R. Freeman, Trustee, with full power, by deed from Mary C. Farris, a widow, as of record in Book 4324, page 50, said Register's Office.

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TRACT V: BOOK 5123 PAGE 141

Land in Davidson County, Tennessee, being situated about 5 1/2 miles from Nashville on the Stones River Pike in Civil District No. 2 and on the waters of Sims Branch, being a part of the original home tract of Horatio Hite, the northeast corner of it bounded as follows:

BEGINNING at the southeast corner in the center of said branch; thence meandering with the center of said branch _____ poles to a ditch leading into said branch; thence with the center of said ditch south 8 1/2 east 26.72 poles to Dr. Chisholm north boundary line; thence south 89 east 24 poles to the beginning, containing 2 1/2 acres, more or less. Also being the same property shown on the tax map for Davidson County, on Map 107, Parcel 12, Register's Office for said County.

Being the same property conveyed to J. R. Freeman, Trustee with full power, by deed from Ella Mai Brown, et al, as of record in Book 4291, page 81, said Register's Office.

TRACT VI:

Land lying and being in the 3rd Civil District of said County and State, being shown on the tax map for Davidson County, on Map 107, Parcel 12.1, Register's Office for said County.

Said parcel of land is bounded on the south by Interstate Highway No. I-40 west by McGavock Pike, north by properties of McClanahan, Beech, Disspayne, Jones and Bernal and on the east by Bernal, and contains 10.02 acres, more or less, and being all of the property owned by the Grantor lying north of Interstate Highway I-40.

Being the same property conveyed to J. R. Freeman, Trustee, with full power, by deed from Elsye Louise Cheshire, as of record in Book 4297, page 969, said Register's Office.

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IDENTIF. REFERENCE

MAR 10 3 35 PM '77

FELIX A. [illegible] JR REGISTER
DAVIDSON COUNTY, TENN.