THIS INSTRUMENT PREPARED BY:
WILLIAM D. CASTLEMAN, ATTY
807 AMERICAN TRUST BLDG.
NASHVILLE, TENNESSEE 37201

BOOK 5277 PAGE 927

APPOINTMENT OF SUBSTITUTE TRUSTEE

WHEREAS, THEODORE H. LIGHTFOOT; L. HALL HARDAWAY, JR.; ROBERT J. BREWINGTON and ROBERT J. BALTZ, JR. appointed LEWIS D. PRIDE, Trustee of certain property by instrument of record in Book 5123, Page 134, Register's Office for Davidson County, Tennessee; and,

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WHEREAS, a vacancy has occurred as the result of the death of LEWIS D. PRIDE; and,

WHEREAS, THEODORE H. LIGHTFOOT; L. HALL HARDAWAY, JR.; ROBERT J. BREWINGTON and ROBERT J. BALTZ, JR. desire to appoint WILLIAM D. CASTLEMAN, Trustee of the property described of record in Book 5123, Page 134, Register's Office for Davidson County, Tennessee, including but excluding certain property which was conveyed by LEWIS D. PRIDE, Trustee, of record in Book 5232, Page 633, Register's Office for Davidson County, Tennessee, and further including but excluding certain easements of record in Book 5219, Page 836; Book 5219, Page 839 and Book 5232, Page 623, Register's Office for Davidson County, Tennessee.

NOW THEREFORE, by agreement of the parties hereto and for and in consideration of these premises and other good and valuable consideration, the receipt of which is hereby acknowledged, WILLIAM D. CASTLEMAN, Trustee, is hereby appointed as Trustee in the place and stead of LEWIS D. PRIDE, Trustee of the property of record in Book 5123, Page 134 and further in accordance with a certain Trust Agreement bearing date of October 18, 1974, between THEODORE H. LIGHTFOOT; L. HALL HARDAWAY, JR.; ROBERT J. BREWINGTON and ROBERT J. BALTZ, JR. and LEWIS D. PRIDE, Trustee.

WILLIAM D. CASTLEMAN, Trustee, does hereby accept appointment as Substitute Trustee of the real property described by instrument of record in Book 5123, Page 134, Register's Office for Davidson County, Tennessee, and further agrees to be bound to the terms and conditions of a certain Trust Agreement bearing date of October 18, 1974.

All right, title and interest to the property described by instrument of record in Book 5123, Page 134, Register's Office for Davidson County, Tennessee, is hereby vested in WILLIAM D. CASTLEMAN, Trustee, with full power to sell, transfer and convey without the necessity of joinder of any the beneficiaries.

EXECUTED this 25th day of April, 1978.

ELM HILL PROPERTIES JOINT VENTURE

BY: _____
Theodore H. Lightfoot

_____
L. Hall Hardaway, Jr.

_____
Robert J. Brewington

_____
Robert J. Baltz, Jr.

_____
William D. Castleman, Trustee

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, 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 25th day of April, 1978.

Dorothy Blevins
Notary Public

My Commission Expires: 5/8/80

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, 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 25th day of April, 1978.

Dorothy Blevins
Notary Public

My Commission Expires: 5/8/80

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, 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 to his own personal knowledge.

WITNESS my hand and official seal at Nashville, Tennessee, this 25th day of April, 1978.

Dorothy Blevins
Notary Public

My Commission Expires: 5/8/80

STATE OF TENNESSEE)

COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, 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 25th day of April, 1978.

Notary Public

My Commission Expires: 5/8/80

STATE OF TENNESSEE)

COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within-named WILLIAM D. CASTLEMAN, 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 18th day of April, 1978.

Notary Public

My Commission Expires: 10-18-81.

E.6.1.95.6

IDENTIF. REFERENCE

APR 26 11 16 AM '78

FELIX Z. WILSON II REGISTER DAVIDSON COUNTY, TENN.