BOOK 5295 PAGE 373

This Instrument Was Prepared By:
W. Dale Young, P.C., Attorney-at-Law
Suite 511, Blount National Bank Building
200 East Broadway
Maryville, Tennessee 37801

Person Responsible For Taxes:
Blount National Bank, Trustee for
Woodlawn Perpetual Trust
Post Office Box 608
Maryville, Tennessee 37801

MAP 118-08
P/O Par 1 Js

CORPORATION WARRANTY DEED

THIS INDENTURE, made on this 22nd day of May, 1978, between WOODLAWN MEMORIAL PARK OF NASHVILLE, INC., a corporation created and existing by virtue of the laws of the State of Tennessee, and doing business in Nashville, Davidson County, Tennessee, party of the first part, and BLOUNT NATIONAL BANK, TRUSTEE FOR WOODLAWN MEMORIAL PARK OF NASHVILLE, INC. PERPETUAL CARE FUND TRUST, of Blount County, State of Tennessee, party of the second part.

WITNESSETH:

THAT THE SAID PARTY of the first part, for and in consideration of the sum of One ($1.00) Dollar to it in hand paid by the party of the second part, the receipt and sufficiency of which is hereby acknowledged, has granted, bargained, sold and conveyed, and does hereby grant, bargain, sell and convey unto the party of the second part the following described premises, to-wit:

SITUATED in the Sixth District of Metroplitan Nashville and Davidson County, Tennessee, more particularly described as follows, to-wit:

TRACT I

BEGINNING at a iron pin in the southeastern most corner of the 2.9 acre, more or less, tract of land presently occupied by the Melrose House Restrauant, a common corner to the remaining lands of Woodlawn Memorial Park of Nashville, Inc.; thence (1) N. 24-53 E. 578.00 feet with a common dividing line between the tract herein conveyed and the property occupied by Melrose House Restrauant to an iron pin, a common corner with the said tract occupied by Melrose House Restrauant, Tract II, described hereinbelow, and Tract III, described hereinbelow; thence (2) S. 79-37 E. 157.00 feet to an iron pin, a common corner to Tract III, described hereinbelow, and Tract IV, described hereinbelow; thence (3) S. 24-53 W. 620.00 feet to an iron pin, a common corner to the remaining lands of Woodlawn Memorial Park of Nashville, Inc.; thence (4) N. 65-07 W. 150.00 feet to the point of BEGINNING containing 1.8 acres, more or less. (See the attached plat, not to scale, made a part of this deed.)

BEING A PART of the same property heretofore conveyed unto Woodlawn Memorial Park of Nashville, Inc. by Louise Smith Warder by Deed dated the 1st day of April, 1950, of record in Deed Book 1812, Page 188 at the Register's Office for Davidson County, Tennessee.

TRACT II

BEGINNING at a iron pin in the northwestern most edge of the tract of land presently occupied by Melrose House Restrauant, said beginning point being S. 24-53 W. approximately 215.00 feet from the southerly most edge of the right-of-way for Interstate Highway I-440; thence (1) N. 84-58 E. 147.00 feet with the common dividing line between the tract herein conveyed and the land occupied by Melrose House Restrauant to an iron pin; thence continuing (2) S. 79-37 E. ast 117.00 feet to an iron pin, a common corner to the tract herein conveyed, Tract III, described hereinbelow, Tract I, described hereinabove, and the tract occupied by Melrose House Restrauant; thence (3) N. 24-53 E. 197.00 feet to an iron pin, a common corner to the right-of-way for I-440, the the tract herein conveyed and Tract III, described hereinbelow; thence (4) N. 80-11 W. 250.00 feet to an iron pin in the southerly most edge of the right-of-way for I-440; thence (5) S. 24-53 W. 215.00 feet to the point of BEGINNING, containing 1.0 acres, more or less. (See the attached plat, not to scale, made a part of this deed.)

BEING A PART of the same property heretofore conveyed unto Woodlawn Memorial Park of Nashville, Inc. by [illegible] by Deed dated the 1st day of April, 1950, of record in Deed Book 1812, Page 188 at the Register's Office for Davidson County, Tennessee.

TRACT III

BEGINNING at an iron pin in the westerly most corner of the tract herein conveyed, a common corner to Tracts I and II, described hereinabove, and the land occupied by Melrose House Restrauant; thence (1) N. 24-53 E. 197.00 feet with the common dividing line between Tract II and III herein, to an iron pin in the southerly most edge of the right-of-way for I-440; thence (2) S. 80-11 E. 158.00 feet with the southerly most edge of the right-of-way for I-440 to an iron pen, a common corner to the tract herein conveyed and Tract IV, described herein; thence (3) S. 24-53 W. 200.00 feet with the common dividing line between Tracts III and IV herein to an iron pin, a common corner to Tracts I, III and IV herein; thence (4) N. 79-37 W. 157.00 feet with the common dividing line between Tracts I and III herein, to the point of BEGINNING containg 0.7 acres, more or less. (See the attached plat, not to scale, made a part of this deed.)

BEING A PART of the same property heretofore conveyed unto Woodlawn Memorial Park of Nashville, Inc. by [illegible] by Deed dated the 1st day of April, 1950, of record in Deed Book 1812, Page 188 at the Register's Office for Davidson County, Tennessee.

TRACT IV

BEGINNING at an iron pin in the southerly most edge of the right-of-way for I-440, a common corner to the westerly most boundary line for Grandview Heights Subdivision; thence (1) in a southerly direction with the westerly boundary line of Grandview Heights Subdivision 983.00 feet to a point 30.00 feet south of the north edge of a paved drive; thence (2) in a westerly direction, parallel with and 30.00 feet southerly of said paved drive, 993.00 feet to an iron pin in the common dividing line between the tract herein conveyed and Tract I, described hereinabove; thence (3) N. 24-53 E. 800.00 feet to an iron pin in the southerly most edge of the right-of-way for I-440, a common corner to Tract III; thence (4) S. 80-11 E. 289.60 feet to an iron pin in the southerly edge of the right-of-way for I-440; thence (5) S. 84-59 E. 453.90 feet to the point of BEGINNING, containing 17.7 acres, more or less. (See the attached plat, not to scale, made a part of this deed.)

BEING A PART of the same property heretofore conveyed unto Woodlawn Memorial Park of Nashville, Inc. by [illegible] by Deed dated the 1st day of April, 1950, of record in Deed Book 1812, Page 188 at the Register's Office for Davidson County, Tennessee.

THIS CONVEYANCE is made pursuant to the authority of Tennessee Code Annotated 46-104 and is based, in part, upon the Board of Directors of the party of the first part having heretofore declared all the land described hereinabove to be land not suitable or needed for cemetery purposes, and which lands have never actually been used by the party of the first part or any other party for cemetery purposes.

TOGETHER WITH the hereditaments and appurtenances thereto appearing.

TO HAVE AND TO HOLD the said premises unto the party of the second part, its successors and assigns forever.

AND THE SAID PARTY of the first part, for itself and for its successors and assigns does hereby covenant with the said party of the second part, its successors and assigns that it is lawfully seized in fee simple of the premises above conveyed and has full power, authority and right to convey the same; that said premises are free and clear from all encumbrances; and that it will forever warrant and defend the said premises and the title thereto against the lawful claims of all persons whomsoever.

THIS DEED is executed pursuant to authority given by the Board of Directors of the party of the first part.

IN WITNESS WHEREOF, the party of the first part hath hereunto caused its corporate seal to be affixed and these presents to be signed and attested by it officers authorized to so do, all on the day and date first above written.

WOODLAWN MEMORIAL PARK OF NASHVILLE, INC.

Attest: Martha H. Finch
Secretary

By: H. Raymond Ligon
H. RAYMOND LIGON, President

JUN-7 78 CONV 20,000.00
JUN-7 78 S'TAX B* 52.00
JUN-7 78 PR'FEE B* .50
JUN-7 78 W'DEED B* 8.00 * 60.50

STATE OF TENNESSEE)
) s.s.
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned Notary Public in and for said County and State, H. RAYMOND LIGON, with whom I am personally acquanited, and who acknowledged upon his oath that he is President of Woodlawn Memorial Park of Nashville, Inc., a corporation, and that he as such officer, being authorized to so do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as President, his signature thereto being duly attested by the Secretary, she being authorized to so do.

WITNESS MY HAND and official seal at office this 31st day of May, 1978.

Ellen L. [illegible]
NOTARY PUBLIC

ELLEN [illegible] NOTARY PUBLIC DAVIDSON COUNTY, TENN.

My Commission Expires: My Commission Expires Feb. 23, 1981

STATE OF TENNESSEE)
) S.S.
COUNTY OF DAVIDSON)

The undersigned, first having been duly sworn according to law, swears or affirms that the actual consideration for the transfer or value of the property transferred, whichever is greater, is $ 20,000.00, which amount is equal to or greater than the amount which the property so transferred would command at a fair, voluntary sale.

H. Raymond Ligon
AFFIANT

Sworn to and subscribed before me this 31st day of May, 1978.

[illegible]
NOTARY PUBLIC

[illegible] COUNTY, TENN.

My Commission Expires: [illegible]

E. 6. 9. 6. 7. 4.

IDENTIF. REFERENCE

JUN 7 12 51 PM '78

FELIX Z. WILSON JR. REGISTER
DAVIDSON COUNTY, TENN.

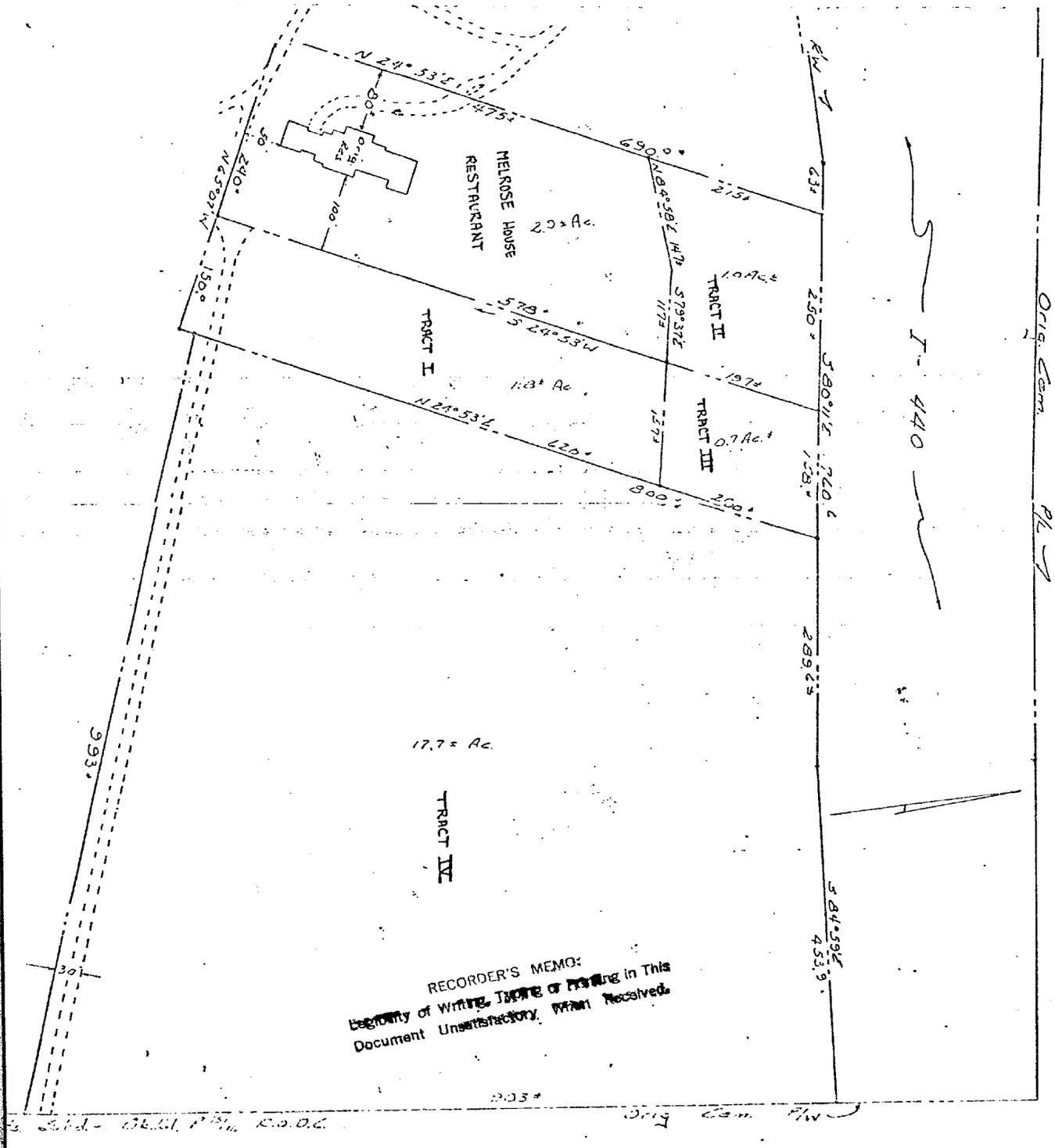


EXHIBIT TO DEED DATED MAY 22, 1978 FROM WOODLAWN MEMORIAL PARK OF NASHVILLE, INC. TO BLOUNT NATIONAL BANK, TRUSTEE FOR WOODLAWN MEMORIAL PARK OF NASHVILLE, INC. PERPETUAL CARE FUND TRUST