QUIT CLAIM DEED

BOOK 5947 PAGE 272

This instrument prepared by:
Walt, Dyer and James
Attorneys at Law
158 Madison Avenue
Memphis, Tennessee 38103

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

I hereby swear or affirm that to the best of affiant's knowledge, information, and belief, the actual consideration for this transfer is $ - 0 - . Kirk Bell

Subscribed and sworn to before me this 7th day of October, 1982.

Notary Public

My commission expires: 1/30/85

Address New Owner	Send Tax Bills To:	Map and Parcel No.
Westchase, a Joint Venture 149 Monroe Avenue Memphis, Tennessee 38103	Leader Enterprises, Inc. 149 Monroe Avenue Memphis, Tennessee 38103	Map 116-3 Parcels 16, 34, 39, 41, 136, 137

FOR AND IN CONSIDERATION OF THE SUM OF TEN DOLLARS ($10.00), cash in hand paid by the hereinafter named Grantee, and other good and valuable consideration, the receipt of which is hereby acknowledged, LEADER ENTERPRISES, INC., hereinafter called "Grantor," has bargained and sold, and by these presents does transfer and convey unto WESTCHASE, a Joint Venture composed of LEADER ENTERPRISES, INC., a Tennessee corporation, and G.T.S., INC., a Tennessee corporation, hereinafter called "Grantee," its successors and assigns, a certain parcel of land in Davidson County, Tennessee, described as follows: to-wit:

Being a tract of land located in the First Civil District, Davidson County, Tennessee, located between the south side of Woodmont Boulevard, approximately 950.00 feet northwest of the northeast right-of-way intersection of Woodmont Boulevard with Woodmont Circle, and being more particularly described according to a survey made by Southern Consultants, Inc., as follows:

Beginning at a point in the south margin of Woodmont Boulevard, said point being the most northerly corner of the Austin W. Duke and wife property, as of record in Deed Book 4898, Page 911, Register's Office for Davidson County, being parts of Lots 148 and 149, Kenner-Manor Land Co.'s Second Subdivision of the Kenner Tract, as of record in Plat Book 421, Page 100; thence, leaving said Woodmont Boulevard margin and with the western boundary line of the Duke property, south 40 degrees 16 minutes west, 200.00 feet to a point also being a common corner with the said Duke

RECD FOR REC'D 10/07 83 -30.00

property; thence, along Duke's south boundary passing through Duke's southeast corner and along Hattie E. Phillips' south line, as of record in Deed Book 578, Page 300, South 49 degrees 44 minutes east, a total distance of 150.00 feet to a point in the common corner of Woodmont Glen Condominiums as shown on the Revised Resubdivision of Lot 150 of Kenner-Manor, as of record in Plat Book 4955, Page 83, and the Phillips' lot; thence, leaving said Phillips' property and Woodmont Glen Condominiums and with the west boundary line of Sugartree Subdivision Phase II, as of record in Plat Book 4955, Page 84, and the property of William E. Higgins, as of record in Deed Book 5794, Page 184, south 40 degrees 16 minutes west, 374.40 feet to a point; thence, with Higgins' boundary, south 54 degrees 00 minutes east, 99.50 feet to a point; thence, south 83 degrees 56 minutes east, 60.00 feet to a point being a common corner with said Phase II, Sugartree Subdivision; thence, with Sugartree Subdivision and entering into the Belle Meade City limits, south 42 degrees 30 minutes east, 152.10 feet to a point being a common corner with the Susie B. Rodgers property, as of record in Deed Book 1136, Page 40; thence, with said Susie Rodgers' property, south 40 degrees 16 minutes west, 10.10 feet to a point; thence, north 42 degrees 30 minutes west, 21.80 feet to a point; thence, north 58 degrees 40 minutes west, 170.00 feet to a point; thence, north 72 degrees 40 minutes west, 120.00 feet to a point; thence, north 55 degrees 30 minutes west, 103.00 feet to a point; thence, continuing with Susie Rodgers' property line passing through said Susie B. Rodgers' northwest corner, north 61 degrees 00 minutes west, 195.00 feet to a point being the northern boundary line of Susan Rodgers Nelms, as of record in Deed Book 5512, Page 441; thence, continuing with Susan Rodgers Nelms' northern boundary and passing through said Nelms' northwest corner and along with and passing through the property as conveyed to John A. Rodgers, as of record in Deed Book 5512, Page 445, north 47 degrees 00 minutes west, 152.90 feet to a point in the northern boundary line of the Elliot Singer property, as of record in Deed Book 5489, Page 781; thence, with Singer's property and leaving the Belle Meade City limits, north 30 degrees 10 minutes east, 24.90 feet to a point; thence, along Singer's north boundary and passing through Singer's northwest corner, north 52 degrees 45 minutes west, 160.00 feet to a point in the southern boundary of the Presbyterian Church Apartments, Inc., property, as of record in Deed Book 3165, Page 465; thence, with said Presbyterian Church Apartments, Inc., boundary, north 43 degrees 15 minutes east, 210.00 feet to a point; thence, north 40 degrees 16 minutes east, 10.10 feet to a point being the southwest corner of the Auston T. Nelson, Jr., property, as of record in Deed Book 5031, Page 731; thence, leaving said Presbyterian Church Apartments, Inc., boundary and with the Nelson boundary, south 42 degrees 30 minutes east, 121.00 feet to a point; thence, north 40 degrees 16 minutes east, 243.50 feet to a point being the southeast corner of Lot No. 1 of the Bransford Realty Co.'s Subdivision Plan of part of Lots 145, 146, and 147, as of record in Plat Book 421, Page 155, Register's Office for Davidson County; thence, leaving the Nelson property and with the southwestern boundary line of Lots 1 through 5 of said Bransford Realty Plan, south 49 degrees 44 minutes east, 280.00 feet to a point being the most southern corner of Lot No. 5, as conveyed to R. T. Clark

and wife, as of record in Deed Book 692, Page 692; thence, with the southeastern boundary of Lot No. 5, north 40 degrees 16 minutes east, 210.00 feet to a point in the southern margin of Woodmont Boulevard, said point also being the northeast corner of Lot No. 5; thence, leaving said Lot No. 5 and with the Woodmont Boulevard south margin, south 49 degrees 44 minutes east, 50.00 feet to the point of beginning, containing 264,529 square feet, or 6.07 acres, more or less.

Being the same property conveyed to Leader Enterprises, Inc., by Warranty Deed from Thomas C. Scott, Trustee, as recorded in Book 5911, Page 738, of the Register's Office of Davidson County, Tennessee.

This conveyance is subject to the following:

1. 1982 taxes which have been prorated and are assumed by the Grantee.

2. A 20-foot permanent sewer and drainage easement, as of record in Book 3958, Page 150, and Book 3966, Page 144, Register's Office for Davidson County, Tennessee, approximately 200.00 feet from southern margin of Woodmont Boulevard.

3. A 20-foot permanent sewer and drainage easement, as of record in Book 3958, Page 146, and 150, Register's Office for Davidson County, Tennessee, along eastern line.

4. A 20-foot permanent sewer and drainage easement, as of record in Book 3958, Pages 146 and 149, Register's Office for Davidson County, Tennessee, near southeastern line.

5. Sanitary sewer easement of record in Book 3371, Page 270, Register's Office for Davidson County, Tennessee, near southern line.

6. Drainage easement, no specified width, for flow of Sugartree Creek.

7. A survey of the premises made by Barge, Waggoner & Sumner, Engineers, dated April 20, 1966, shows a telephone pole approximately 210.00 feet from the southerly margin of Woodmont Boulevard on the eastern line of said parcel.

8. A survey of the premises made by Barge, Waggoner & Sumner, Engineers, dated April 20, 1966, shows a stone dam running across a portion of said parcel near the southern and eastern lines.

9. A survey of the premises made by Barge, Waggoner & Sumner, Engineers, dated April 20, 1966, shows three manholes lying along the southern portion of said parcel near Sugartree Creek.

10. A 20-foot permanent sewer and drainage easement touching along front line of parcel owned by Management Investors, as of record in Book 3943, Page 948, said Register's Office.

This is unimproved property known as a 6.07 acre tract, Woodmont Boulevard, Nashville, Tennessee 37215.

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said Grantee, its successors and assigns forever.

OFFICIAL RECEIPT

And the Grantor does covenant with the said Grantee that it is lawfully seized and possessed of said land in fee simple, has a good right to convey it, and the same is unencumbered except as set forth above.

And Grantee does hereby convey the title herein conveyed against the lawful claims of all persons claiming the same by, through or under it, but not further or otherwise.

Grantor assigns and conveys its interest in the Permit granted by the Department of Army, Corps of Engineers, which is attached hereto as Exhibit A and made a part hereof.

IN WITNESS WHEREOF, the Grantor has executed this instrument this the 7th day of October, 1982.

LEADER ENTERPRISES, INC.

By: _____
Kirk Bailey, President

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public within and for said State and County, at Nashville, duly commissioned and qualified Kirk Bailey, with whom I am personally acquainted, upon oath, acknowledged himself to be the President of LEADER ENTERPRISES, INC., the within named bargainor; and that he, as such officer, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as such officer.

WITNESS my hand and Notarial Seal at office this the 7th day of October, 1982.

_____
Notary Public

My commission expires:

1/30/85

RUSH

H 11834

IDENTIF. REFERENCE

OCT 7 2 36 PM '82

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

OFFICIAL RECEIPT

EXHIBIT A

DEPARTMENT OF THE ARMY

PERMIT

NASHVILLE DISTRICT, CORPS OF ENGINEERS

BOOK 5947 PAGE 276

ORNOP-F

APPLICATION NO. 44,191

PUBLIC NOTICE NO. ORNOP-F 77-372

NAME OF APPLICANT Mr. Robert B. Rogers

EFFECTIVE DATE 6 March 1978

EXPIRATION DATE 6 March 1981

Referring to written request dated 27 October 1977 *for a permit to:*

( ) *Perform work in or affecting navigable waters of the United States, upon the recommendation of the Chief of Engineers, pursuant to Section 10 of the River and Harbor Act of March 3, 1899 (33 USC 403);*

(X) *Discharge dredged or fill material into waters of the United States upon the issuance of a permit from the Secretary of the Army acting through the Chief of Engineers pursuant to Section 404 of the Federal Water Pollution Control Act (86 Stat. 816, PL 92-500);*

( ) *Perform an activity involving the discharge of dredged or fill material into waters of the United States which has previously been permitted for purposes of Section 404 of the FWPCA under authority of a Nationwide Permit issued by regulations published in Title 33, Code of Federal Regulations, Part 323:*

Mr. Robert B. Rogers
108 Harding Place
Nashville, TN 37205

is hereby authorized by the Secretary of the Army:

to excavate approximately 2,000 cubic yards of earth material to form a 20' x 500' flood relief channel as described in Exhibit A of this permit

OFFICIAL RECEIPT

in at Mile 0.4, left bank, Sugartree Creek, a tributary of Richland Creek at Mile 5.9 (Cumerland River Mile 175.8)

at Belle Meade, Tennessee

in accordance with the plans and drawings attached hereto which are incorporated in and made a part of this permit. Subject to the following conditions:

I. General conditions:

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a. That all activities identified and authorized herein shall be consistent with the terms and conditions of this permit; and that any activities not specifically identified and authorized herein shall constitute a violation of the terms and conditions of this permit which may result in the modification, suspension or revocation of this permit, in whole or in part, as set forth more specifically in General Conditions j or k hereto, and in the institution of such legal proceedings as the United States Government may consider appropriate, whether or not this permit has been previously modified, suspended or revoked in whole or in part.

b. That all activities authorized herein shall, if they involve, during their construction or operation, any discharge of pollutants into waters of the United States or ocean waters, be at all times consistent with applicable water quality standards, effluent limitations and standards of performance, prohibitions, pretreatment standards and management practices established pursuant to the Federal Water Pollution Control Act of 1972 (PL 92-500; 86 Stat. 816), or pursuant to applicable State and local law.

c. That when the activity authorized herein involves a discharge during its construction or operation, of any pollutant (including dredged or fill material), into waters of the United States, the authorized activity shall, if applicable water quality standards are revised or modified during the term of this permit, be modified, if necessary, to conform with such revised or modified water quality standards within 6 months of the effective date of any revision or modification of water quality standards, or as directed by an implementation plan contained in such revised or modified standards, or within such longer period of time as the District Engineer, in consultation with the Regional Administrator of the Environmental Protection Agency, may determine to be reasonable under the circumstances.

d. That the discharge will not destroy a threatened or endangered species as identified under the Endangered Species Act, or endanger the critical habitat of such species.

e. That the permittee agrees to make every reasonable effort to prosecute the construction or operation of the work authorized herein in a manner so as to minimize any adverse impact on fish, wildlife, and natural environmental values.

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f. That the permittee agrees that it will prosecute the construction of work authorized herein in a manner so as to minimize any degradation of water quality.

g. That the permittee shall permit the District Engineer or his authorized representative(s) or designee(s) to make periodic inspections at any time deemed necessary in order to assure that the activity being performed under authority of this permit is in accordance with the terms and conditions prescribed herein.

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h. That the permittee shall maintain the structure or work authorized herein in good condition and in accordance with the plans and drawings attached hereto.

i. That this permit does not convey any property rights, either in real estate or material, or any exclusive privileges; and that it does not authorize any injury to property or invasion of rights or any infringement of Federal, State, or local laws or regulations nor does it obviate the requirement to obtain State or local assent required by law for the activity authorized herein.

j. That this permit may be summarily suspended, in whole or in part, upon a finding by the District Engineer that immediate suspension of the activity authorized herein would be in the general public interest. Such suspension shall be effective upon receipt by the permittee of a written notice thereof which shall indicate (1) the extent of the suspension, (2) the reasons for this action, and (3) any corrective or preventative measures to be taken by the permittee which are deemed necessary by the District Engineer to abate imminent hazards to the general public interest. The permittee shall take immediate action to comply with the provisions of this notice. Within ten days following receipt of this notice of suspension, the permittee may request a hearing in order to present information relevant to a decision as to whether his permit should be reinstated, modified or revoked. If a hearing is requested, it shall be conducted pursuant to procedures prescribed by the Chief of Engineers. After completion of the hearing, or within a reasonable time after issuance of the suspension notice to the permittee if no hearing is requested, the permit will either be reinstated, modified or revoked.

k. That this permit may be either modified, suspended or revoked in whole or in part if the Secretary of the Army or his authorized representative determines that there has been a violation of any of the terms or conditions of this permit or that such action would otherwise be in the public interest. Any such modification, suspension, or revocation shall become effective 30 days after receipt by the permittee of written notice of such action which shall specify the facts or conduct warranting same unless (1) within the 30-day period the permittee is able to satisfactorily demonstrate that (a) the alleged violation of the terms and the conditions of this permit did not, in fact, occur or (b) the alleged violation was accidental, and the permittee has been operating in compliance with the terms and conditions

OFFICIAL RECEIPT

of the permit and is able to provide satisfactory assurances that future operations shall be in full compliance with the terms and conditions of this permit; or (2) within the aforesaid 30-day period, the permittee requests that a public hearing be held to present oral and written evidence concerning the proposed modification, suspension or revocation. The conduct of this hearing and the procedures for making a final decision either to modify, suspend or revoke this permit in whole or in part shall be pursuant to procedures prescribed by the Chief of Engineers.

l. That in issuing this permit, the Government has relied on the information and data which the permittee has provided in connection with his permit application. If, subsequent to the issuance of this permit, such information and data prove to be false, incomplete or inaccurate, this permit may be modified, suspended or revoked, in whole or in part, and/or the Government may, in addition, institute appropriate legal proceedings.

m. That any modification, suspension, or revocation of this permit shall not be the basis for any claim for damages against the United States.

n. That the permittee shall notify the District Engineer at what time the activity authorized herein will be commenced, as far in advance of the time of commencement as the District Engineer may specify, and of any suspension of work, if for a period of more than one week, resumption of work and its completion.

o. That if the activity authorized herein is not started on or before 6th day of March, 1979, (one year from the date of issuance of this permit unless otherwise specified) and is not completed on or before 6th day of March, 1981, (three years from the date of issuance of this permit unless otherwise specified) this permit, if not previously revoked or specifically extended, shall automatically expire.

p. That this permit does not authorize or approve the construction of particular structures, the authorization or approval of which may require authorization by the Congress or other agencies of the Federal Government.

q. That if and when the permittee desires to abandon the activity authorized herein, unless such abandonment is part of a transfer procedure by which the permittee is transferring his interests herein to a third party pursuant to General Condition t. hereof, he must restore the area to a condition satisfactory to the District Engineer.

r. That if the recording of this permit is possible under applicable State or local law, the permittee shall take such action as may be necessary to record this permit with the Register of Deeds or other appropriate official charged with the responsibility for maintaining records of title to and interests in real property.

OFFICIAL RECEIPT

s. *That there shall be no unreasonable interference with navigation by the existence or use of the activity authorized herein.*

t. *That this permit may not be transferred to a third party without prior written notice to the District Engineer, either by the transferee's written agreement to comply with all terms and conditions of this permit or by the transferee subscribing to this permit in the space provided below and thereby agreeing to comply with all terms and conditions of this permit. In addition, if the permittee transfers the interests authorized herein by conveyance of realty, the deed shall reference this permit and the terms and conditions specified herein and this permit shall be recorded, along with the deed, with the Register of Deeds or other appropriate official.*

II. Special Conditions:

a. That the discharge will be carried out in conformity with the goals and objectives of the EPA Guidelines established pursuant to Section 404(b) of the FWPCA and published in 40 CFR 230.

b. That the discharge will consist of suitable material free from toxic pollutants in other than trace quantities.

c. That the fill created by the discharge will be properly maintained to prevent erosion and other non-point sources of pollution.

d. That this permit also authorizes the periodic maintenance dredging of the project herein approved. The permittee must give advance notice to the District Engineer each time maintenance dredging is to be performed. If the permittee desires to continue maintenance dredging beyond 6th March 1988 (10 years from effective date of permit), he must request a revalidation of this permit. The request must be made to the District Engineer six months prior to the expiration date, and include a full description of the proposed methods of dredging and disposal of dredged materials.

e. That the riparian vegetation along the existing stream be left undisturbed.

f. That the floodway be seeded, riprapped or otherwise stabilized to prevent erosion during periods of high flow.

g. That a permanent weir be installed at the upstream end of the new channel to insure that base flows of Sugartree Creek be maintained in the original channel.

h. That all disturbed excavated and fill areas shall be properly sloped, seeded and/or riprapped to prevent erosion or siltation into the waterway.

OFFICIAL RECEIPT

The permit shall become effective on the date of the signature of the District Engineer or his authorized representative.

Permittee hereby accepts and agrees to comply with the terms and conditions of this permit.

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Robert R. Rogers Feb 24, 1978
Signature of Permittee Date

By authority of the Secretary of the Army:

ROBERT K. TENER
Colonel, Corps of Engineers
District Engineer

BY: Howard Boatman 6 Mar 78
HOWARD BOATMAN Date
Chief, Operations Division

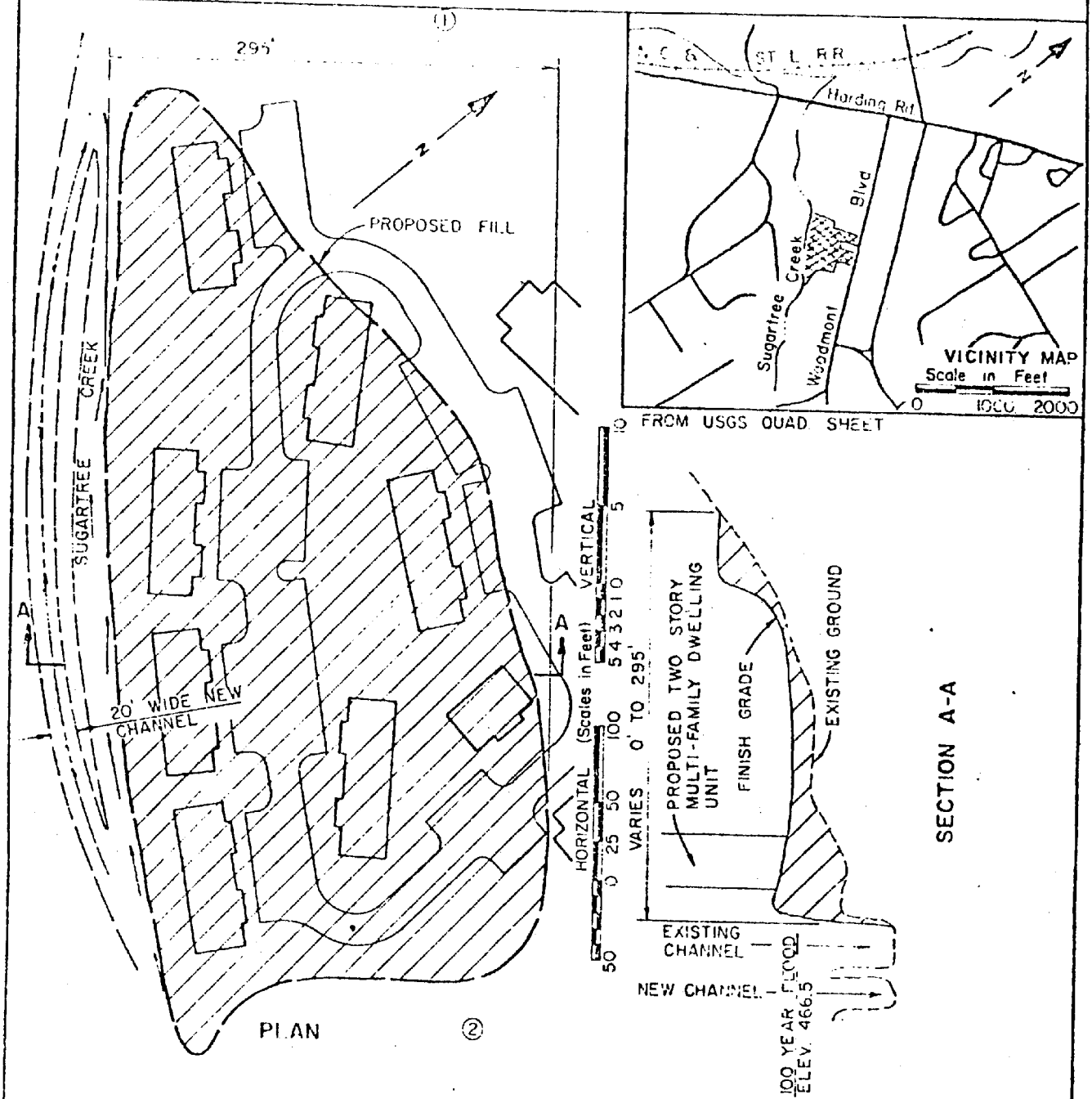
Transferee hereby agrees to comply with the terms and conditions of this permit.

SAB
Signature of Transferee Date

ENG FORM 1721

OFFICIAL RECEIPT

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PURPOSE: PROVIDE NEW CHANNEL AND CONSTRUCT APARTMENT COMPLEX

DATUM MEAN SEA LEVEL

ADJACENT PROPERTY OWNERS:

① PRESBYTERIAN APTS INC.

② HATTIE E PHILLIPS

P/N 77-372
Appl. 44,191

PROPOSED NEW CHANNEL
IN SUGARTREE CREEK
AT NASHVILLE, TN
COUNTY OF DAVIDSON STATE TN.
APPLICATION BY ROBERT B. RODGERS
SHEET 1 OF 1 DATE

OFFICIAL RECEIPT

RECORDER'S MEMO:
Legibility of Writing, Typing or Printing in This Document Unsatisfactory When Received.

OFFICIAL RECEIPT

DESCRIPTION OF WORK

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The work would consist of excavating approximately 2,000 cubic yards of earth material to form a 20' x 500' flood relief channel at Mile 0.4, left bank, Sugartree Creek. The new channel is necessary to provide a sufficient floodway to compensate for fill to be placed in the existing flood plain along the right bank of Sugartree Creek in connection with a proposed condominium-type residential multi-family development. The new channel would be excavated in the dry to a depth of approximately four feet below the existing ground line. The natural berms created by the original bank of Sugartree Creek would then be breached at the upper and lower ends to allow flow through the new channel during periods of high water. The existing channel would be left undisturbed in its present condition to accommodate normal flows of Sugartree Creek. The excavated material from the new channel would be spoiled in the flood plain above ordinary high water of Sugartree Creek in the fill area for the proposed residential development. The material would be handled with conventional earth-moving equipment and would be properly contained to prevent reentry into the creek. The banks of the new channel and all disturbed areas would be properly sloped and protected to prevent erosion.

EXHIBIT A

