| Address New Owner: | Send Tax Bills to: | Map-Parcel Numbers |
|---|---|---|
| Murfreesboro Road Office Park, Ltd., a Tennessee Limited Partnership<br>c/o James A. Webb, III<br>Freeman Webb Co.<br>2200 Hillsboro Road<br>Nashville, TN 37212 | Same | Map 106-16<br>Parcels 59, 61<br>46.4 and 47 |

This instrument prepared by: Boult, Cummings, Conners & Berry, 21st Floor, First American Center, Nashville, TN 37238

WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of TEN ($10.00) DOLLARS cash in hand paid, and other good and valuable considerations, the receipt and sufficiency of all of which are hereby acknowledged, Jerome B. Guttman, Mandell L. Cypress and wife, Frances C. Cypress (the "Grantor") has bargained and sold, and by these presents does transfer and convey unto the said Murfreesboro Road Office Park, Ltd., a Tennessee Limited Partnership (the "Grantee"), Grantee's successors and assigns, three certain tracts or parcels of land in Davidson County, State of Tennessee, described in Exhibit A which is attached hereto and incorporated herein by reference together with all improvements located on said real property, and together with all easements benefitting said real property specifically including but not limited to those easements reserved to Frances C. Cypress and Jerome B. Guttman by Final Decree of record in Book 4878, page 906, Register's Office for Davidson County, Tennessee, and that certain easement established and granted to Grantor herein by instrument of record in Book 3898, page 431, said Register's Office (hereinafter collectively referred to as "the Property").

This conveyance of the Property, and all covenants and warranties contained herein, are made expressly subject to the following:

STATE OF TENNESSEE
COUNTY OF DAVIDSON
The actual consideration or value, whichever is greater, for this transfer is $2,300,000.00.

MURFREESBORO ROAD OFFICE PARK, LTD.
BY: Freeman Webb Investments, Inc., General Partner

By: W. H. Fuller Webb
Affiant

Subscribed and sworn to before me this 27th day of October, 1982.

Myra K. Medlock
Notary Public
My commission Expires: 1-6-

1. Real estate taxes for the current year which have been prorated between the parties.

2. Deed of Trust executed by Jerome B. Guttman and wife, Albee P. Guttman and Mandell L. Cypress and wife, Frances C. Cypress, to Raymond L. Davis, Jr., Trustee, of record in Book 3879, page 194, said Register's Office, to secure Third National Bank in Nashville, a note dated April 1, 1965, in the amount of $100,000.00, subject to the terms and conditions contained therein.

The above deed of trust has been amended by instrument dated December 22, 1965, of record in Book 3975, page 609, said Register's Office.

By instrument of record in Book 3977, page 704, said Register's Office, the above deed of trust has been assigned to Berkshire Life Insurance Company, by assignment dated December 22, 1965, executed by Third National Bank. (Tract 1 only).

3. Deed of Trust executed by Jerome B. Guttman and wife, Albee P. Guttman and Mandell L. Cypress and wife, Frances Cypress, to Raymond L. Davis, Jr., Trustee, of record in Book 4028, page 933, said Register's Office, to secure Third National Bank in Nashville, a note dated June 11, 1966, in the amount of $200,000.00, subject to the terms and conditions contained therein.

By instrument of record in Book 4096, page 634, said Register's Office, the above deed of trust has been assigned to Berkshire Life Insurance Company, by assignment dated January 25, 1967, executed by Third National Bank. (Tract 3 only).

4. Assignment of Lease by and between Jerome B. Guttman et ux, et al, and Berkshire Life Insurance Company, dated June 11, 1966, filed for record in Book 4096, page 636, said Register's Office. (Tract 3 only).

5. Financing Statement filed by Jerome B. Guttman et ux, et al, Debtor, to Third National Bank in Nashville, Secured Party, of record in Book 4046, page 616, said Register's Office. (Tract 3 only).

6. Continuation of Financing Statement filed by Jerome B. Guttman et ux, et al, as Debtor, to Berkshire Life Ins. Co., Secured Party, of record in Book 4536, page 966, said Register's Office. (Tract 3 only).

7. Continuation of Financing Statement filed by Jerome B. Guttman et ux, et al, as Debtor, to Berkshire Life Insurance Company, Secured Party, of record in Book 5088, page 486, said Register's Office. (Tract 3 only).

8. Continuation of Financing Statement filed by Jerome B. Guttman et ux, et al, as Debtor, to Berkshire Life Insurance Company, Secured Party, of record in Book 5768, page 880, said Register's Office. (Tract 3 only).

9. Deed of trust executed by Jerome B. Guttman et ux, et al, to J. Robert Cannon, Trustee, of record

in Book 4151, page 988, said Register's Office, to secure Berkshire Life Insurance Company, a note dated June 20, 1967, in the amount of $195,000.00, subject to the terms and conditions contained therein. (Affects tracts 1 and 2).

10. Modification Agreement and Appointment of Substitute Trustee, of record in Book 4151, page 994, said Register's Office. (Which affects Items 2, 3 and 9 above) (Tracts 1, 2, and 3).

11. Financing Statement filed by Jerome B. Guttman et ux, et al, Debtor, to Berkshire Life Insurance Company, Secured Party, of record in Book 4151, page 998, said Register's Office. (Tracts 1 and 2).

12. Continuation of Financing Statement filed by Jerome B. Guttman et ux, et al, Debtor, to Berkshire Life Insurance Co., Secured Party, of record in Book 4618, page 505, said Register's Office.

13. Continuation of Financing Statement filed by Jerome B. Guttman et ux, et al, Debtor, to Berkshire Life Insurance Company, Secured Party, of record in Book 5201, page 566, said Register's Office. (Tracts 1 and 2).

14. Continuation of Financing Statement filed by Jerome B. Guttman et ux, et al, Debtor, to Berkshire Life Insurance Company, Secured Party, of record in Book 5858, page 655, said Register's Office. (Tracts 1 and 2).

15. Second Modification Agreement of record in Book 4186, page 449, said Register's Office. (Affects Item 9 above) (Tracts 1 and 2).

16. Deed of trust executed by Mandell Loveman Cypress and Frances C. Cypress, wife, and Jerome Benjamin Guttman and Albee P. Guttman, wife, to Richard D. Taylor, Trustee, of record in Book 5487, page 532, said Register's Office, to secure Administrator of the Small Business Administration, a note dated August 14, 1979, in the amount of $281,400.00, subject to the terms and conditions contained therein. (Tract 3 only).

17. Deed of trust executed by Jerome Guttman and wife, Albee P. Guttman and Mandell Loveman Cypress and wife, Frances Cromer Cypress, to Richard D. Taylor, Trustee, of record in Book 5487, page 537, said Register's Office, to secure Administrator of the Small Business Administration, a note dated August 14, 1979, in the amount of $30,500.00, subject to the terms and conditions contained therein. (Tract 1 only).

Grantors warrant that they and Pioneer National Title Insurance Company shall affirmatively insure the Grantee herein against any loss or damage or costs associated therewith by the enforcement or attempted enforcement of the encumbrances described above under G#261606. Pioneer National Title Insurance Company has further agreed to issue policies of title insurance to subsequent purchasers of the real property described herein and to subsequent mortgagees of such property with the same affirmative insurance with respect to the items described above.

18. Agreement for Dedication of Easement for Sanitary Sewers and/or Storm Drainage to Metropolitan Government of Nashville and Davidson County, Tennessee, of record in Book 4067, page 841, said Register's Office. (Tract 3).

19. The recorded Plan of record in Plat Book 3700, page 152, said Register's Office, shows an Owner's Certificate and an overhang easement across the southerly front portion of lot. (Tract 3).

20. The recorded Plan of record in Plat Book 3700, page 152, said Register's Office, shows an Owner's Certificate, a 15-foot minimum building setback line from Philfre Court, a 20-foot easement for Public Utility (which locates the sewer easement referenced above) along the southwesterly line of lot, a 2.5 x 25 foot utility anchor easement located on the southeast front corner of lot and located a flood plane area across the northerly portion of said lot. (Tract 3).

21. Party Wall Agreement between Jerome B. Guttman et ux, and Mandell L. Cypress, et ux, and Berkshire Life Insurance Company of record in Book 4192, page 976, said Register's Office. (Tract 1 only).

22. Access to Tract No. 2 described herein is subject to the terms and conditions as set out in Decree of record in Minute Book 206, page 26, Chancery Court of Davidson County, Tennessee, Part I, a certified copy of which is of record in Book 4878, page 906, Register's Office for said County.

23. Easement for the flow of Mill Creek.

24. The survey of William M. Keel dated September 2, 1982, as revised September 13, 1982, shows an overhead aerial billboard encroaches onto the southwesterly portion of the property. (Tract 3).

This is improved property, known as 1005, 1007 and 1040 Murfreesboro Road and 310, 312 and 314 Philfre Court, Nashville, Tennessee, and part of 1001 Murfreesboro Road, Nashville, Tennessee.

TO HAVE AND TO HOLD the said Property, with the appurtenances, estate, title, and interest thereto belonging to the said Grantee, Grantee's successors and assigns, forever.

And Grantor does covenant with the said Grantee that Grantor is lawfully seized and possessed of said Property in

OFFICIAL RECEIPT



fee simple; has a good right to convey it, and the same is unencumbered except as set forth hereinabove.

And Grantor does further covenant and bind themselves, their heirs and representatives, to warrant and forever defend the title to the Property to the said Grantee, its successors and assigns against the lawful claims of all persons whomsoever. Grantor does further warrant that each and every tract of the Property has unencumbered direct access to public roads and right-of-ways for the use and benefit of Grantee, its successors and assigns.

Albee P. Guttman, spouse of Jerome B. Guttman, joins herein for the purpose of conveying any and all right, title and interest she may have in and to the Property. Grantor, Frances C. Cypress, hereby expressly conveys any and all right, title and interest she may have in and to Tract 3 of the Property by virtue of her marital relationship with Mandell L. Cypress.

IN WITNESS WHEREOF, the Grantor has caused this Deed to be executed, AS OF this 1ST day of OCTOBER, 1982, the corporate party, if any, having caused its name to be signed hereto by its duly authorized officers on said day and date.

Jerome B Guttman
Jerome B. Guttman

Albee P. Guttman
Albee P. Guttman

Mandell L Cypress
Mandell L. Cypress

Frances C. Cypress
Frances C. Cypress

OFFICIAL RECEIPT

EXHIBIT "A"



TRACT 1:

Land in the 2nd Civil District of Davidson County, Tennessee, described according to a survey by William M. Keel, Surveyor, dated September 2, 1982, as follows:

BEGINNING at a spike in the southerly margin of Murfreesboro Road, said point being South 50°28' East, 50.0 feet from the southeast corner of the property conveyed to Leland S. Sedberry, Jr., and wife, Carolyn N. Sedberry, by deed from Charles Galbreath and Eddie Pen of record in Book 5180, page 822, of the Register's Office of Davidson County;

THENCE, with the southerly margin of Murfreesboro Road, South 50°28' East 185.30 feet to a spike; Thence, South 39°32' West 160.22 feet to a spike; Thence, North 47°59' West 185.44 feet to a spike; Thence, North 39°32' East 152.17 feet to the point of beginning, containing 0.66 acres, more or less.

BEING the same property conveyed to Jerome B. Guttman and Frances C. Cypress by deed from Eleanor Guttman Lyon of record in Book 3872, page 606, and the same property conveyed to Frances C. Cypress by deed from Mandell L. Cypress of record in Book 3828, page 940, said Register's Office.

TRACT 2:

Land in the 2nd Civil District of Davidson County, Tennessee, described according to a survey by William M. Keel, Surveyor, dated September 2, 1982, as follows:

BEGINNING at a spike at the southwest corner of the property conveyed to Leland S. Sedberry, Jr., and wife, Carolyn N. Sedberry, by deed from Charles Galbreath and Eddie Pen of record in Book 5180, page 822, of the Register's Office of Davidson County, Tennessee.

THENCE, South 39°19' West 320.60 feet to a point in the centerline of Mill Creek; Thence, with the centerline of Mill Creek the following distance and courses, North 30°23' West 47.5 feet to a point; North 20°12' West 50.0 feet to a point; North 2°07' East 50 feet to a point; North 13°57' East 50 feet to a point; North 21°02' East 50 feet to a point; North 22°27' East 153.61 feet to a point; Thence leaving the centerline of Mill Creek South 50°28' East 199.55 feet to the point of beginning; containing 1.03 acres, more or less.

BEING the same property conveyed to Frances C. Cypress and Jerome B. Guttman by deed from the American Oil Company of record in Book 3967, page 79, said Register's Office.

TRACT 3:

Land in the 2nd Civil District of Davidson County, Tennessee, being Lots Nos. 1 and 2 on the Plan of Glenview Commercial Development of record in Plat Book 3700, page 152, Register's Office, Davidson County, Tennessee, described according to a survey by William M. Keel, Surveyor, dated September 2, 1982, as follows:

BEGINNING at a concrete monument in the northerly margin of Murfreesboro Road; said monument being the southwest corner of the property conveyed to Mandell L. Cypress and J. B. Guttman by deed from Gladys Witherspoon Olson and Third National Bank

in Nashville, Co-Trustees under the Will of A. G. Olson, deceased, and Maria Ely Porter, Frances P. Davis, and Betty P. Gaia of record in Book 4572, page 109, of the Register's Office of Davidson County;

THENCE, North 43°40' East 190.0 feet to a spike; thence, North 49°25' West 184.0 feet to a concrete monument in the southerly margin of Mill Creek Road; Thence, with the southerly margin of Mill Creek Road, North 43°40' East 300.0 feet to an iron pin at the northwest corner of the property conveyed to J. H. Brewer and wife, Gertrude Brewer, by deed from D. P. Caldwell and wife, Eva Rowe Caldwell, of record in Book 794, page 266, of the Register's Office of Davidson County; Thence with Brewer's westerly boundary, South 49°25' East 272.5 feet to a concrete monument at Brewer's southwest corner and the northwest corner of the property conveyed to Charles O. Webster by deed from James B. Lee of record in Book 5114, page 402, said Register's Office; Thence, with Webster's westerly boundary, South 17°31' East 49.5 feet to an iron pin in the northerly margin of Philfre Court; Thence, with the northerly margin of Philfre Court along a curve to the left (R = 703.4 feet; I = 29°08') a distance of 280.0 feet to a spike; Thence, continuing with the northerly margin of Philfre Court, South 41°18' West 165.3 feet to a concrete monument; Thence, along a curve to the right, (R = 25.0 feet; I = 89°17') 39.0 feet to a concrete monument in the northerly margin of Murfreesboro Road; Thence, with the northerly margin of Murfreesboro Road, North 49°25' West 73.3 feet to the point of beginning.

BEING part of the same property conveyed to J. B. Guttman and M. L. Cypress by deed from J. L. Cowan and wife, Dorothy C. Cowan, of record in Book 3927, page 521, said Register's Office, and being part of the same property conveyed to J. B. Guttman and M. L. Cypress, by deed from R. L. Freeman, Trustee, of record in Book 3993, page 709, said Register's Office.

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Personally appeared before me, Nell Thomas, a Notary Public in and for said County and State, the within named Jerome B. Guttman, the bargainor, 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 Nashville, Tennessee, this 8th day of October, 1982.

Nell W. Thomas
Notary Public

My Commission Expires: 1/21/84

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Personally appeared before me, Nell Thomas, a Notary Public in and for said County and State, the within named Albee P. Guttman, the bargainor, with whom I am personally acquainted, and who acknowledged that she executed the within instrument for the purposes therein contained.

WITNESS my hand and official seal at Nashville, Tennessee, this 8th day of October, 1982.

Nell W. Thomas
Notary Public

My Commission Expires: 1/21/84

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Personally appeared before me, Myra K. Medlock, a Notary Public in and for said County and State, the within named Mandell L. Cypress, the bargainor, 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 Nashville, Tennessee, this 27th day of October, 1982.

Notary Public

My Commission Expires: 7/27/86

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Personally appeared before me, [illegible], a Notary Public in and for said County and State, the within named Frances C. Cypress, the bargainor, with whom I am personally acquainted, and who acknowledged that she executed the within instrument for the purposes therein contained.

WITNESS my hand and official seal at Nashville, Tennessee, this 27th day of October, 1982.

Notary Public

My Commission Expires: 4/27/86

RUSH

IDENTIF. REFERENCE

OCT 27 4 15 PM '82

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

H 1 4 4 5 6

10/27 1307.00- CHECK

6363

**OFFICIAL RECEIPT**
**FELIX Z. WILSON, II**
**REGISTER OF DAVIDSON COUNTY**
**NASHVILLE, TENNESSEE**

RECEIVED OF _____

FOR _____

BOOK 5955 PAGE 883

| | | |
|---|---|---|
| CO - CONVEYANCE | CC - CERTIFIED COPY | MISC - MISCELLANEOUS |
| MO - MORTGAGE | REL - RELEASE | CO TX - STATE TAX CONVEY |
| WD - WARRANTY DEED | UCC - UNIFORM COMMERCIAL CODE | MO TX - STATE TAX MORT |
| TD - TRUST DEED | | PRFEE - PROBATE FEE |

| DATE | SYMBOL | VALUATION | TAX AND FEES | TOTAL PAID |
|---|---|---|---|---|
| | | | | |

CO 2.300.000.00
5980.00 CO TX
.50 PRFEE
27.00 WDEED
CHECK 6007.50-
6363A10/27/82 BAL .00

**RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK**

H I 4 4 5 6

IDENTIF. REFERENCE

OCT 27 4 15 PM '82

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

**No.** 906952