This instrument prepared by:
George E. Copple, Jr.
WALLER LANSDEN DORTCH & DAVIS
2100 One Commerce Place
Nashville, Tennessee 37239

WARRANTY DEED

BOOK 6328 PAGE 610

THIS INDENTURE, made as of the 29th day of June, 1984, between Charles D. Whorley, as Trustee under Trust Agreement dated July 3, 1968, and as amended by Agreement dated October 10, 1968, with full power to sell, transfer, and convey without the joinder of any beneficiary as Grantor, and The Priest Lake Group, LTD., a Tennessee Limited Partnership, as Grantee.

WITNESSETH:

Grantor, for and in consideration of the sum of $1,000,000 to Grantor paid in cash by Grantee and a promissory note (the "Note") in the principal amount of $2,000,000 from Grantee payable to Grantor, the receipt of which is hereby acknowledged, has granted, bargained, sold and released, and by these presents does grant, bargain, sell and release unto said Grantee, its successors and assigns forever, all that piece, parcel, or tract of land more particularly described in Schedule A which is attached to and incorporated herein by reference, (hereinafter referred to as the "Property"), the Property being in the County of Davidson, State of Tennessee, and the conveyance of the Property being subject to certain previous liens and encumbrances which are set forth in Schedule B which is attached hereto and incorporated herein by reference, which includes an Agreement for Consolidation and Modification of two (2) previous deeds of trust, shown on Schedule B, securing an original principal indebtedness of $620,000, which indebtedness the Note wraps around and includes, together with all the rights, hereditaments and appurtenances to the premises belonging.

TO HAVE AND TO HOLD all and singular the premises before mentioned, unto Grantee, its successors and assigns forever.

TO HAVE AND TO HOLD said real estate, with the appurtenances, estate, title, and interest belonging to the said Charles D. Whorley, Trustee, his successors, heirs and assigns forever. I covenant that I am lawfully seized and possessed of said real estate in fee simple, have a good right to convey it, and that the same is unencumbered, except as shown in Schedule B. I further covenant and bind myself, my heirs and

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representatives, to warrant and forever defend the title to said real estate to The Priest Lake Group, LTD., its successors, heirs and assigns, against the lawful claims of all persons.

IN WITNESS WHEREOF, Grantor has executed this Warranty Deed the day and year above written.

Charles D. Whorley, Trustee

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Personally appeared, before me, a Notary Public of said County, Charles D. Whorley, Trustee, the within named bargainor, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained.

Witness my hand, at office, this 29th day of June, 1984.

Notary Public

My Commission Expires:
10/20/85

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for the transfer is $3,000,000.

Affiant

Subscribed and sworn to before me this the 29th day of June, 1984.

Notary Public

My Commission Expires:
10/20/85

NEW OWNER
The Priest Lake Group
c/o Capital Management, Inc.
608 Gallatin Road, North
Madison, Tennessee 37115

SEND TAX BILLS TO:
SAME

MAP & PARCEL
Map 149
Parcel 86
Map 149-4
Parcel 165

MORTGAGEE:
Charles D. Whorley
205 Sailboat Drive
Nashville, Tennessee 37217

SCHEDULE A

Land lying in the Second Civil District of Davidson County, Tennessee, and being more fully described according to a survey made by Charles B. Moseley, Jr., dated June 21, 1984, as follows:

Beginning at an iron pin on the northerly margin of Murfreesboro Pike, approximately 622 feet northwest of the intersection of the northerly margin of Murfreesboro Pike with the northerly margin of Rural Hill Road; thence, with Murfreesboro Pike, a curve to the left having a central angle of 04 degrees 52 minutes 09 seconds, radius of 1939.86 feet, 164.86 feet to an iron pin. the beginning of an offset in the right-of-way of Murfreesboro Pike; thence, with said offset, North 50 degrees 42 minutes 32 seconds East, 11.86 feet to an iron pin; thence, continuing with Murfreesboro Pike, a curve to the left having a central angle of 06 degrees 58 minutes 08 seconds, radius of 1959.86 feet, 238.38 feet to an iron pin; thence, North 50 degrees 52 minutes 24 seconds West, 31.17 feet to an iron pin; thence, leaving Murfreesboro Pike, North 44 degrees 51 minutes 22 seconds East, 330.80 feet to an iron pin; thence, North 50 degrees 52 minutes 24 seconds West, 82.23 feet to an iron pin; thence, North 45 degrees 20 minutes 39 seconds East, 837.97 feet to an iron pin; thence, South 41 degrees 40 minutes 39 seconds East, 73.07 feet to an iron pin; thence, North 70 degrees 20 minutes 50 seconds East, 53.38 feet to an iron pin; thence, South 28 degrees 52 minutes 52 seconds East, 77.21 feet to an iron pin; thence, South 35 degrees 04 minutes 38 seconds West, 33.27 feet to a concrete monument; thence, South 38 degrees 04 minutes 41 seconds West, 513.26 feet to a concrete monument; thence, South 50 degrees 32 minutes 58 seconds East, 199.95 feet to an iron pin in concrete; thence, South 38 degrees 39 minutes 02 seconds West, 665.90 feet to the point of beginning, and containing 8.9506 acres, more or less.

Being the same property conveyed to Charles D. Whorley, Trustee, by deed from Charles D. Whorley et ux. of record in Book 4260, page 971, Register's Office of said County; and being the same property conveyed to Charles D. Whorley, Trustee, by deed from Charles D. Whorley of record in Book 6328, page 584, Register's Office of said County; and being the same property conveyed to Charles D. Whorley, Trustee, by deed from Charles D. Whorley et ux. of record in Book 6328, page 590, Register's Office of said County.

SCHEDULE B

1. Deed of Trust from Charles D. Whorley, Trustee, to P. E. Davis, Trustee, of record in Book 4266, page 568, R.O.D.C.

2. Deed of Trust from Charles D. Whorley, Trustee, to P. E. Davis, Trustee, of record in Book 4406, page 460, R.O.D.C.

3. Agreement for Consolidation and Modification, of record in Book 4406, page 469, R.O.D.C.

4. Assignment of Deeds of Trust, of record in Book 4406, page 488, R.O.D.C.

5. Modification Agreement, of record in Book 4406, page 991, R.O.D.C.

6. Financing Statement, of record in Book 4406, page 647, R.O.D.C.

7. Agreement for Dedication of Easement for Sanitary Sewers and/or Storm Drainage, of record in Book 5377, page 640, R.O.D.C.

8. Restrictive covenants, of record in Book 1533, page 235, R.O.D.C.

9. Agreement for Dedication of Easement for Sanitary Sewer and/or Storm Drainage, of record in Book 5377, page 637, R.O.D.C.

10. Davidson County taxes for 1984, a lien but not yet due and payable.

11. Restrictions contained in Warranty Deed, of record in Book 4401, page 627, R.O.D.C.

12. Easements, Owner's Certificate and Notes contained in Plan of record in Book 5190, page 461, R.O.D.C.

13. Fence encroachment and easements shown on survey of Charles B. Moseley, Jr., dated June 21, 1984.

14. Rights or claims of parties in possession.

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IDENTIF. REFERENCE

JUN 29 4 30 PM '84

FELIX [illegible] REGISTER
DAVIDSON COUNTY, TN

OFFICIAL RECEIPT

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

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RECEIVED OF _____

FOR _____

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

con.

3,000,000.00 RECORD
7800.00 CSTAX
.50 PRFEE
12.00 WDEED
CHECK 7812.50-
9826A06/29/84 BAL .00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

I 3 3 2 0 3

IDENTIF. REFERENC

JUN 29 4 50 PM '84

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 0049003