THIS INSTRUMENT PREPARED BY:	*	RESPONSIBLE TAXPAYER
Dennis B. Ragsdale, Esquire	*	Name: Rivergate Properties,
Kennerly, Montgomery & Finley	*	Ltd.
P. O. Box 442	*	Address: 238 Peters Road
Knoxville, Tennessee 37901	*	Suite 303
Phone: 546-7311	*	Knoxville, TN 37923

o o O o o map 26 Par 15

I, or we, hereby swear or affirm that the actual consideration for this transfer or value of the property transferred, whichever is greater, is $2,200,000.00, which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

Dennis B. Ragsdale
Affiant

Subscribed and sworn to before me this 8th day of March, 1985.

Dorothy Jackson
Notary Public

My commission expires: April 19, 1987

NOTARY PUBLIC

o o O o o

WARRANTY DEED
(TENNESSEE)

THIS INDENTURE, made this 8th day of March, 1985, between MRS. FRANCES WOOD, as to a seven-fifteenth (7/15) undivided interest and CLARENCE EUGENE WOOD as to an eight-fifteenth (8/15) undivided interest, Grantors, and RIVERGATE PROPERTIES, LTD., a Tennessee limited partnership, Grantee.

W I T N E S S E T H:

That Grantors, for and in consideration of the sum of Ten and no/100 Dollars ($10.00) and for other good and valuable consideration in hand paid by Grantee, the receipt of which is hereby acknowledged, have granted, bargained, sold and conveyed, and do hereby grant, bargain, sell and convey unto Grantee the following described premises, with the hereditaments and appurtenances thereto appertaining, to-wit: Situate in the 2nd Civil District of Metropolitan Nashville-Davidson County, Tennessee, and being more particularly described on Exhibit A attached hereto.

TO HAVE AND TO HOLD the said premises to the said Grantee, its successors and assigns forever.

And Grantors, for themselves, their representatives, successors and assigns do hereby covenant with Grantee, its representatives, successors and assigns, that Grantors are lawfully seized in fee simple of the premises herein conveyed; have full power, authority and right to convey the same; that Grantors will forever warrant and defend the title thereto

against the lawful claims of all persons whomsoever; and that such premises are free from all encumbrances except for the lien of current ad valorem real property taxes and those encumbrances set forth on Exhibit B attached hereto.

THE PREPARER OF THIS DEED MAKES NO REPRESENTATION AS TO THE STATUS OF TITLE TO THE PROPERTY DESCRIBED ON EXHIBIT A HERETO. THIS DEED HAS BEEN PREPARED SOLELY FROM INFORMATION FURNISHED TO THE PREPARER WHO MAKES NO REPRESENTATION WHATSOEVER OTHER THAN IT HAS BEEN ACCURATELY TRANSCRIBED FROM THE INFORMATION PROVIDED.

IN WITNESS WHEREOF, the Grantors have caused this instrument to be executed this the date first above written.

Mrs. Frances Wood
Mrs. Frances Wood

Clarence Eugene Wood
Clarence Eugene Wood

STATE OF TENNESSEE)
: ss
COUNTY OF Davidson)

Personally appeared before me, Dorothy Jackson, of said county, MRS. FRANCES WOOD, as to a seven-fifteenth (7/15) undivided interest and CLARENCE EUGENE WOOD as to an eight-fifteenth (8/15) undivided interest, the within named bargainors, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that they executed the within instrument for the purposes therein contained.

WITNESS my hand, at office, this 8th day of March, 1985.

Dorothy Jackson
Notary Public

My commission expires: April 19, 1987

DBRjb
0022H

EXHIBIT A

BOOK 6506 PAGE 952

A tract of land in the 2nd Civil District Metropolitan Nashville-Davidson County, Tennessee being parts of Lots 5 and 6 on the plan of A. L. Moore's Subdivision of Biltmore plan recorded in Book 421, page 6, Register's Office for Davidson County, Tennessee and being parcel 15 on Tax Map 26 for Metro Nashville-Davidson County, Tennessee, being more particularly described according to Survey made by Ragan-Smith-Murphy & Associates, Inc., dated February 26, 1985, and revised March 7, 1985 as follows:

Beginning at an iron pin set on the northerly right-of-way line of Gallatin Pike, U.S. 31-E, St. Rt. #6 at the common corner of the herein described tract and the southeasterly corner of Reserved Parcel 6 on the plan entitled Rivergate East Section One as of record in Book 5200, page 243, Register's Office for Davidson County, Tennessee, which at present is owned by Rivergate Associates by deed recorded in Book 5580, page 953, Register's Office for Davidson County, Tennessee and also being the southerly end of the easterly return curve of Conference Drive and Gallatin Pike and also being in the common line between Lots 4 and 5 of the above noted A. L. Moore's Subdivision of Biltmore; thence,

1) With the common line between the herein described tract and reserved parcel 6 Rivergate East and with the common line between Lots 4 and 5 North 25 deg. 51' 03" W, 1486.86' ft. to an existing concrete monument at the northeasterly corner of Reserved Parcel 6 and being in the southerly line of Rivergate Limited property as of record in Deed book 5580, page 953, Register's Office for Davidson County, Tennessee; thence,

2) Continuing with the common line of the herein described tract and Rivergate Limited North 25 deg. 51' 45" W, 190.49' ft. to an existing iron pin; thence

3) Continuing with Rivergate Limited's line North 8 deg. 08' 06" E, 429.16' ft. to an existing iron pin; thence,

4) North 57 deg. 51' 10" E, 55.89' ft. to an existing iron pin; thence

5) North 1 deg. 58' 13" W, 39.55' ft. to an iron pin set in the center of an original 40' ft. street (unimproved); thence,

6) With the center line of original 40' ft. street North 58 deg. 46' 46" E, 185.68' ft. to an iron pin set at the common northerly corner of Lots 6 and 7 on the above noted A. L. Moore's Subdivision and being the northwesterly corner of Arthur C. Davis et ux Estelle Davis as of record in Deed Book 929, page 146, Register's Office for Davidson County, Tennessee; thence,

7) With the common line between 6 and 7 and with the westerly line of Davis South 26 deg. 24' 15" E, 986.10' ft. to an existing iron pin, common corner of Davis and James E. Freeman recorded Deed Book 6323, page 742, Register's Office for Davidson County, Tennessee; thence

8) Continuing with the common line between Lots 6 and 7 A. L. Moore's Subdivision and with the westerly line of Freeman South 26 deg. 10' 10" E, 976.10' ft. to an existing concrete highway monument on the northerly right-of-way line of Gallatin Pike; thence,

9) With the northerly right-of-way line of Gallatin Pike North 39 deg. 37' 11" W, 3.89' ft. to an existing concrete highway monument; thence,

10) Continuing with the northerly right-of-way of Gallatin Pike South 49 deg. 23' 06" W, 527.74' ft. to the point of beginning and containing 960,520 sq. ft. or 22.051 acres.

Being the same property conveyed to Mrs. Francis Wood, her heirs and assigns by deed from R. K. Floyd and wife, Hattie

Wilkerson Floyd of record in Book 1148, page 400, Register's Office for Davidson County, Tennessee.

By Quitclaim Deed of record in Book 4878, page 544, Register's Office of Davidson County, Tennessee, R. H. Wood and wife, Frances Mae Evans Wood conveyed a one-third undivided interest to Clarence Eugene Wood. By Quitclaim Deed of record in Book 4945, page 407, Register's Office for Davidson County, Tennessee, R. H. Wood and wife, Frances Mae Evans Wood conveyed a one-fifth undivided interest to Clarence Eugene Wood.

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EXHIBIT B

1. Grant of Transmission Line Easement to the United States of America, of record in Book 2436, page 28, Register's Office for Davidson County.

2. Easement for 20 feet of an unnamed avenue across the rear line of the premises.

0022H/4

RUSH
IDENTIF. REFERENCE
MAR 0 2 15 PM '05
DAVIDSON COUNTY, TN
I 8 7 9 2 0
7127 3735.50- CHECK

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

RECEIVED OF _____

FOR _____ BOOK 6506 PAGE 955

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	2-200-000-00	5720.00 CSTAX .50 PRFEE 15.00 WDEED CHECK 5735.50- 71 27A03A08/85 BAL .00	

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

I 8 7 9 2 0

IDENTIF. REFERENCE T

MAR 8 2 15 PM 85

FELIX Z. WILSON, REGISTER
DAVIDSON COUNTY, TN

No. 114358