This instrument prepared by:
Alfred E. Abbey
Trabue, Sturdivant & DeWitt
2700 L & C Tower
Nashville, Tennessee 37219

BOOK 6819 PAGE 350

QUITCLAIM DEED

Address of New Owners:	Send Tax Bills:	Map/Parcel Nos.:
Bernard Werthan, Jr., et al., Co-Trustees c/o Werthan Industries, Inc. 1400 8th Avenue, North P. O. Box 1310 Nashville, TN 37202	(Same)	93-12-49 94-09-38

WHEREAS, Clarence Bernstein died on March 29, 1958, while a widower and a resident of Davidson County, Tennessee, and was, at the time of his death, the owner of an undivided one-half (1/2) interest in and to the hereinafter described three (3) tracts or parcels of land; and

WHEREAS, the will of said Clarence Bernstein is of record in Will Book 70, page 370, in the County Court for Davidson County, Tennessee, which will, including two codicils thereto, is hereinafter referred to as the "Will"; and

WHEREAS, under Item III of the Will, the said undivided one-half interest in and to such three tracts or parcels of land passed as part of the residuary estate of Clarence Bernstein, which residuary estate was devised and bequeathed to Clarence Bernstein, Jr., Edith Bernstein Frankel and Leah Rose Bernstein Werthan, as co-trustees, to take and hold the same in four separate trusts, in equal parts, the principal of one such trust to be paid outright to Clarence Bernstein, Jr., and the other three trusts to be held and administered as provided in the Will; and

WHEREAS, Clarence Bernstein, Jr. died on April 23, 1959, and, pursuant to Item III of the Will, Edith Bernstein Frankel and Leah Rose Bernstein Werthan, as the surviving and acting trustees under the Will, appointed Bernard Werthan, Jr. as successor and substitute trustee under the Will in the place and stead of Clarence Bernstein, Jr., by instrument dated

September 28, 1959, of record in Book 2963, page 226, Register's Office for Davidson County, Tennessee, and the said Bernard Werthan, Jr. did accept such appointment in the same instrument; and

WHEREAS, pursuant to Item III of the Will, Edith Bernstein Frankel, Leah Rose Bernstein Werthan and Bernard Werthan, Jr., as the acting trustees under the Will, completed a division of the residuary estate of Clarence Bernstein, and, in such division, assigned the undivided one-half interest in and to the hereinafter described three tracts or parcels of land to trust (4) under Trust B as described in said Item III, being a trust for the use and benefit of the children of Leah Rose Bernstein Werthan, which undivided one-half interest has, at all times since such division, been held and administered by said trustees as part of said trust (4); and

WHEREAS, the acting trustees under the Will desire to evidence and confirm the assignment of the said undivided one-half interest in the hereinafter described three tracts or parcels of land to the said trust (4) under the Will, and to convey the same to the trustees of such trust by deed of record; and

WHEREAS, Edith Bernstein Frankel and Leah Rose Bernstein Werthan are the surviving executors of the Will.

NOW, THEREFORE, for and in consideration of the premises and the sum of One Dollar ($1.00), cash in hand paid, and other good and valuable considerations, the receipt and sufficiency of all of which is hereby acknowledged, Edith Bernstein Frankel, Leah Rose Bernstein Werthan and Bernard Werthan, Jr., as the acting trustees under the Will of Clarence Bernstein, deceased, as Grantors, do hereby quitclaim, transfer and convey unto Edith Bernstein Frankel, Leah Rose Bernstein Werthan and Bernard Werthan, Jr., as trustees of trust (4) under Trust B under the Will, being a trust for the use and benefit of the children of Leah Rose Bernstein Werthan, their successors in trust and assigns, an undivided one-half (1/2) interest in

and to the following described tracts or parcels of land situated in Davidson County, Tennessee, to-wit:

Part of Lots 21 and 28 and all of Lot 27 on the Plan of Pageots Fairfield Village, of record in Book 21, page 82, Register's Office for Davidson County, Tennessee, which tracts or parcels of land are more particularly described as follows:

TRACT NO. 1: Part of Lot No. 21 on said Plan, which part has its point of beginning in the northern margin of Hermitage Avenue (formerly Fillmore Street) at the southeast corner of Lot No. 20 in said Plan, and running easterly with said street, 33 1/3 feet; thence, northwardly parallel with the east line of said Lot No. 21, 170 feet (182 feet per deed), more or less, to an alley; thence, westwardly with said alley, 33 1/3 feet to the northeast corner of said Lot No. 20; thence, with the dividing line of Lots No. 20 and 21, southwardly 170 feet (182 feet per deed), more or less, to the beginning corner.

TRACT NO. 2: The west half of Lot No. 28 on said Plan, which west half fronts 25 feet on the north side of Hermitage Avenue (formerly Fillmore Street), and runs back between parallel lines, and with the eastern margin of Lot No. 27 on said Plan, 170 feet (185 feet per deed), more or less, to an alley.

TRACT NO. 3: Being all of Lot No. 27 on said Plan, which lot fronts 50 feet on the north side of Hermitage Avenue (formerly Fillmore Street), and runs back 170 feet, more or less, to an alley.

Being part of the property conveyed to Phillip Bernstein and wife, Carrie Bernstein, by deed from Moses Green and wife, Harriette Green, of record in Book 186, page 396, Register's Office for Davidson County, Tennessee; and also being part of the residuary estate passing under the Will of Carrie Bernstein, deceased, of record in Will Book 51, page 8, in the County Court for Davidson County, Tennessee; and also being part of the property mentioned and described in a quitclaim deed from Kathleen L. Bernstein, et al., to Clarence Bernstein, of record in Book 2342, page 523, Register's Office for Davidson County, Tennessee.

This is unimproved property known as 282 Hermitage Avenue and 292-298 Hermitage Avenue, Nashville, Tennessee.

AND Edith Bernstein Frankel and Leah Rose Bernstein Werthan, in their capacity as the surviving executors of the estate of Clarence Bernstein, have joined in the execution of this deed for the purpose of confirming all the recitals and other terms and provisions hereof, and in order to quitclaim, transfer and convey to the trustees of trust (4) under Trust B under the Will, being a trust for the use and benefit of the children of Leah Rose Bernstein Werthan, whatever right, title and interest, if any, that they may have, as such executors,

in and to the undivided one-half interest in the within-described three tracts or parcels of land.

IN WITNESS WHEREOF, the undersigned parties have executed this instrument, this 21st day of March, 1986.

Edith Bernstein Frankel
Edith Bernstein Frankel,
Trustee and Executor of the
Estate of Clarence Bernstein

Leah Rose Werthan
Leah Rose Werthan, Trustee
and Executor of the Estate of
Clarence Bernstein

Bernard Werthan Jr.
Bernard Werthan, Jr., Trustee of
the Estate of Clarence Bernstein

STATE OF Kentucky)
)
COUNTY OF Fayette)

Before me, the undersigned, a Notary Public in and for the State and County aforesaid, personally appeared Edith Bernstein Frankel, trustee and executor of the estate of Clarence Bernstein, deceased, the within named bargainor, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that she, as such trustee and executor, executed the within instrument for the purposes therein contained.

Witness my hand and seal at Lexington, KY, this 24th day of MARCH, 1986.

Clayton A. Cox
Notary Public, Fayette Co., KY

My Commission Expires: August 14, 1989

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public in and for the State and County aforesaid, personally appeared Leah Rose Werthan, trustee and executor of the estate of Clarence Bernstein, deceased, the within named bargainor, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that she, as such trustee and executor, executed the within instrument for the purposes therein contained.

Witness my hand and seal at Nashville, Tennessee, this 21st day of March, 1986.

Ellen Queens
Notary Public

My Commission Expires: My Commission Expires July 27, 1988

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public in and for the State and County aforesaid, personally appeared Bernard Werthan, Jr., trustee of the estate of Clarence Bernstein, deceased, the within named bargainor, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that he, as such trustee, executed the within instrument for the purposes therein contained.

Witness my hand and seal at Nashville, Tennessee, this 21st day of March, 1986.

Ellen Queens
Notary Public

My Commission Expires: My Commission Expires July 27, 1988

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

The actual consideration for this transfer of property is $1.00 and no other monetary consideration.

Sworn to and subscribed before me, this 2nd day of April, 1986.

Barbara Pellarin
Notary Public

My Commission Expires: 7-27-86

APR 2 11 52 AM '86
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

IDENTIFICATION REFERENCE

8811.8