THIS INSTRUMENT PREPARED BY:

WAYNE B. GLASGOW, JR.
ATTORNEY AT LAW
403 Church Street
Franklin, TN 37064

MAP NO. 171 PARCEL NO. 4

ADDRESS OF NEW OWNER:

Boardwalk Shopping Centers of America
c/o Elliot Jones
One Nashville Place
Box 88, 150 4th Avenue N.
Nashville, TN 37219-2416

SEND TAX STATEMENTS TO:

Boardwalk Shopping Centers of America
c/o Elliot Jones
One Nashville Place
Box 88, 150 4th Avenue North
Nashville, TN 37219-2416

WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of ONE HUNDRED SIXTY-NINE THOUSAND, SIX HUNDRED ($169,600.00) DOLLARS, cash in hand paid, the receipt and sufficiency of which is hereby acknowledged, I, CHARLES W. WITHERSPOON, unmarried, as Grantor, have this day bargained and sold and by these presents do hereby transfer and convey unto BOARDWALK SHOPPING CENTERS OF AMERICA, INC., a Tennessee corporation, as Grantee, the following described real property in Davidson County, Tennessee, to-wit:

Land in the Sixth Civil District of Davidson County, Tennessee.

Beginning at an iron pin located at the Northeast corner of Franklin Pike Circle (Wilson Pike) and Brooks Chapel; thence with the easterly margin of Franklin Pike Circle northerly with a curve concave to the East having a radius of 1310.00 feet, a distance of 134.23 feet (L. C. N 1° 02' E 134.17') to an iron pin; thence leaving Franklin Pike Circle as follows:

S 83° 15' E a distance of 192.47 feet to an iron pin; S 3° 06' W a distance of 83.56 feet to an iron pin located in the northerly margin of Brooks Chapel; thence with the northerly margin of Brooks Chapel S 81° 35' W, a distance of 191.65 feet to the point of beginning containing 0.478 acres more or less.

Being a portion of the same property vested in Margaret Holt, Lewis H. Holt, Rose Holt, William T. Holt, Kate Holt Witherspoon, and John P. Holt by the Chancery Court for Davidson County, Tennessee of record in Minute Book 114, page 344.

William T. Holt conveyed his interest to John P. Holt, Lewis H. Holt, and C.W. Witherspoon of record in Book 716, page 583, Davidson County Register's Office.

Lewis H. Holt died and his Will probated February 1, 1934 of record in Will Book 50, page 381, Davidson County Clerk's Office devised his interest to John P. Holt.

Margaret Holt died and her Will was probated in 1939 of record in Will Book 29, page 57, Williamson County Clerk's Office (now Chancery Court) devised her interest to John P. Holt a life estate, and remainder in fee simple to Rose Holt and Kate Holt Witherspoon.

Rose Holt died and here Will was probated in 1940 and is of record in Will Book 31, page 137, Williamson County Clerk's Office (now Chancery Court). She devised her interest to John P. Holt, a life estate and remainder in fee simple to Kate Holt Witherspoon and Charles Witherspoon, Jr. Kate Holt Witherspoon died intestate survived by her husband, C.W. Witherspoon and here son, Charles W. Witherspoon, Jr. Her interest was vested in C.W. Witherspoon a life estate and remainder in fee simple to Charles W. Witherspoon (assuming she died prior to April 1, 1977).

C. W. Witherspoon died and his Will was probated in 1960 of record in Will Book 33, Page 48, Williamson County Clerk's Office (now Chancery Court). He devised his interest to his wife, Ethel Mai Witherspoon and his son, Charles W. Witherspoon, Jr. in Fee Simple.

Ethel Mai (Witherspoon) Van Buren has died and her Will was probated in 1972 of record in Will Book 103, Page 442, Davidson County Probate Clerk's Office. She devised her interest to William Paul Stubbs and Third National Bank of Nashville, Trustee for Barbara Stubbs, William O. Glove Stubbs and David Stubbs.

William P. Stubbs conveyed his interest to Third National Bank in Nashville, Trustee by Deed of record in Book 4947, page 489, Register's Office of Davidson County Tennessee.

By quitclaim deed of record in Book 7303, page 258, Register's Office of Davidson County, Tennessee, Barbara Stubbs Given, William Stubbs, David Stubbs and Paul Stubbs, conveyed any interest they might have in said property to Charles W. Witherspoon, Jr.

John P. Holt has died and his Will is of record in Will Book 48, page 66 of the Williamson County Clerk's Office (now Chancery Court) of record in Book 6506, page 315, rerecorded in Book 6571, page 347, Register's Office of Davidson County, Tennessee. He devised his interest to Charles W. Witherspoon, Jr.

TO HAVE AND TO HOLD the said lands, with the improvements and appurtenances thereunto belonging to the said BOARDWALK SHOPPING CENTERS OF AMERICA, INC., its successors and assigns forever.

AND I COVENANT with the said BOARDWALK SHOPPING CENTERS OF AMERICA, INC. that I am lawfully seized and possessed of said land, in fee simple, have a good right to convey it and that it is unencumbered except as follows:

1. 1987 Taxes payable to Metropolitan Davidson County are

being prorated with Grantor paying his prorata share to Grantee who shall be responsible for payment in full of said obligation when due.

2. All visible easements lying on or across the property.

3. Applicable zoning ordinances and building regulations.

AND I FURTHER COVENANT and bind myself, my heirs and assigns, to warrant and forever defend the title to the said lands, to the said BOARDWALK SHOPPING CENTERS OF AMERICA, INC., its successors and assigns, against the lawful claims of all persons, whomsoever.

IN WITNESS WHEREOF, as Grantor herein, I have hereunto set my hand to the Warranty Deed on this the 29th day of July, 1987.

Charles W. Witherspoon
CHARLES W. WITHERSPOON

STATE OF TENNESSEE
COUNTY OF WILLIAMSON

Personally appeared before me, the undersigned, a Notary Public, in and for the aforesaid State and County, came CHARLES W. WITHERSPOON, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), acknowledged that he executed the foregoing instrument for the purposes contained therein.

WITNESS my hand and official seal at Franklin, Tennessee, on this the 29th day of July, 1987.

(SEAL)

Robert J. Nunes
NOTARY PUBLIC

NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

My Commission Expires:

9 Oct 1990

MAIL EXP.

STATE OF TENNESSEE
COUNTY OF WILLIAMSON

The actual value or consideration for this transfer whichever is greater is $ 169,600.00.

Affiant

Sworn to and subscribed to before me on this the 31st day of July, 1987.

(SEAL)

Mona Inman
Notary Public

My Commission Expires:

9-17-88

NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

WARRANTY DEED
L11

FILED & RECORDED IN REGISTER DAVIDSON COUNTY
AUG 3 2 23 PM '87

IDENTIFICATION REFERENCE

52114

7314

OFFICIAL RECEIPT

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

RECEIVED OF _____

FOR _____

BOOK 7314 PAGE 651

CO - CONVEYANCE		CC - CERTIFIED COPY		MISC - MISCELLANEOUS	
MO - MORTGAGE		REL - RELEASE		CO TAX - STATE TAX CONVEY	
WD - WARRANTY DEED		UCC - UNIFORM COMMERCIAL CODE		MO TAX - STATE TAX MORT	
TD - TRUST DEED				PRFEE - PROBATE FEE	
DATE	SYMBOL	VALUATION	TAX AND FEES		TOTAL

169600.00- CAMT.
474.00 CSTAX
.50 PRFEE
9.00 WDEED
CHECK 484.38-
7262A08/03/87 BAL .00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

52114

IDENTIFICATION REFERENCE

AUG 3 2 23 PM '87

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 01276