THIS INSTRUMENT PREPARED BY:
HEISKELL, DONELSON, BEARMAN,
ADAMS, WILLIAMS & KIRSCH
Attorneys at Law
Suite 600, 511 Union Street
Nashville, Tennessee 37219

FROM: William H. Freeman, Trustee ("GRANTOR")

TO: John A. Gupton College ("GRANTEE")

ADDRESS NEW OWNER:
John A. Gupton College
2507 West End Avenue
Nashville, Tennessee 37203

SEND TAX BILLS:

SAME

DEC 13 3 37 PM '91

IDENTIFICATION REFERENCE

6.9.5 2 2.

MAP AND PARCEL NUMBERS:

92-12-223 92-12-224
92-12-225 92-12-313

WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of Ten and No/100 Dollars ($10.00) cash in hand paid by GRANTEE, and other good and valuable consideration, including the assumption of a promissory note in the original principal amount of $125,000.00 secured by the lien of a Deed of Trust from Raymond B. Hurd, Trustee to Jack W. Robinson, Sr., Trustee, of record in Book 7068, page 883 and amended in Book 8165, page 284, Register's Office for Davidson County, Tennessee, the receipt and sufficiency of all which is hereby acknowledged, William H. Freeman, Trustee, with full power to transfer, sell, mortgage and convey without joinder of any beneficiary, has bargained and sold, and by these presents does transfer and convey unto John A. Gupton College, its successors and assigns, all of his interest in and to certain tracts or parcels of land in Davidson County, Tennessee, described as follows, to-wit:

Tract "A":

A tract of land in the First Civil District of Metropolitan Nashville, Davidson County, Tennessee being Lots 344 and 345 on the Plan of the Boyd Home Tract as of record in Book 21, Page 39, R.O.D.C., Tennessee and also being Parcel 313 on Tax Map 92-12 and being more particularly described as follows:

Beginning at a railroad spike set on the northerly right-of-way line of Church Street at the common corners of Lots 343 and 344 on the above-noted Plan of Boyd Home Tract; said railroad spike being 350± feet east from the easterly right-of-way line of 17th Avenue North as measured along the northerly right-of-way line of Church Street; thence.

1. With the common line between Lots 343 and 344 N 32° 18' 30" W, 164.53 feet to an existing spike on the southerly right-of-way line of a 16-foot alley; thence;

2. With the southerly right-of-way line of said alley N 57° 43' 07" E, 100.0 feet to an existing iron pin at the common corners of Lots 345 and 346; thence,

3. With the common line between Lots 345 and 346 S 32° 18' 30" E, 164.53 feet to an existing spike on the northerly right-of-way line of Church Street; thence,

4. With the northerly right-of-way line of Church Street S 57° 43' 07" W, 100.0 feet to the point of beginning and containing 16,453 square feet or 0.378 acres, more or less.

Being Tract No. I and part of Tract No. II in deed to William H. Freeman, Trustee, by deed recorded in Book 8248, Pagd 2, R.O.D.C., Tennessee.

Tract "B"

Being Lots 328 and 329 on the Plan of Boyd Home Tract as of record in Book 21, Page 39, R.O.D.C., Tennessee and also being Parcels 223, 224 and 225 on Tax Map 92-12 and being more particularly described as follows:

Beginning at an existing iron pin on the southerly right-of-way line of State Street at the common corner of Lots 329 and 330 on the above-noted Plan of Boyd Home Tract, said iron pin being 350± feet east of the easterly right-of-way line of 17th Avenue North as measured along the southerly right-of-way line of State Street; thence,

1. With the southerly right-of-way line of State Street S 57° 35' 34" E, 100.0 feet to an existing spike of the common corner of Lots 327 and 328; thence

2. With the common line between Lots 327 and 328 S 32° 18' 30" E, 172.12 feet to an existing spike on the northerly right-of-way of a 16-foot alley, said point being N 32° 18' 30" W, 16.0 feet from the northeasterly corner of above-described Tract "A" (This Survey); thence,

3. With the northerly right-of-way line of said alley S 57° 43' 07" W, 100.0 feet to a railroad spike set at the common corner of Lots 329 and 330; thence,

4. With the common line between Lots 329 and 330 N 32° 18' 30" W, 171.90 feet to the point of beginning and containing 17,201 square feet or 0.395 acres, more or less.

Being a part of Tract II and all of Tracts III and IV in deed to William H. Freeman, Trustee by deed recorded in Book 8248, Page 2, R.O.D.C., Tennessee.

The above description is according to the survey of Ragan-Smith-Murphy & Associates, Inc., license number 727, 315 Woodland Street, Nashville, Tennessee 37206.

This is improved property known as 1611 and 1616 Church Street and 1615 and 1617 State Street, Nashville, Tennessee.

TO HAVE AND TO HOLD the said tracts or parcels of land, with the appurtenances, estate, title and interest thereto belonging to the said GRANTEE, its successors and assigns, forever.

And GRANTOR does covenant with the said GRANTEE that he is lawfully seized and possessed of said land in fee simple; has a good right to convey it, and the same is unencumbered, except for 1991 real property taxes, which have been prorated between the parties and which shall be paid before delinquent.

And GRANTOR does further covenant and bind himself, his successors and assigns, to warrant and forever defend the title to

the said land to the said GRANTEE, its successors and assigns, against the lawful claims of all persons claiming by or through GRANTOR.

WITNESS my hand this 13th day of December, 1991.

William H. Freeman, Trustee

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, Ruth Anne Carruthers a Notary Public in and for said County and State, the within named, William H. Freeman, Trustee with full power to transfer, sell, mortgage and convey without joinder of any beneficiary, the within named bargainor, with whom I am personally acquainted, or who proved to me on the basis of satisfactory evidence, and who acknowledged that he executed the within instrument for the purposes therein contained.

WITNESS my hand and official seal at Nashville, Tennessee, this 13th day of December, 1991.

RUTH ANNE CARRUTHERS NOTARY PUBLIC AT LARGE DAVIDSON COUNTY TENNESSEE

Ruth Anne Carruthers
NOTARY PUBLIC

My Commission Expires: 1-22-95

2564 12/13 0101 03CHECK 2230.00

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $ 600,000.00.

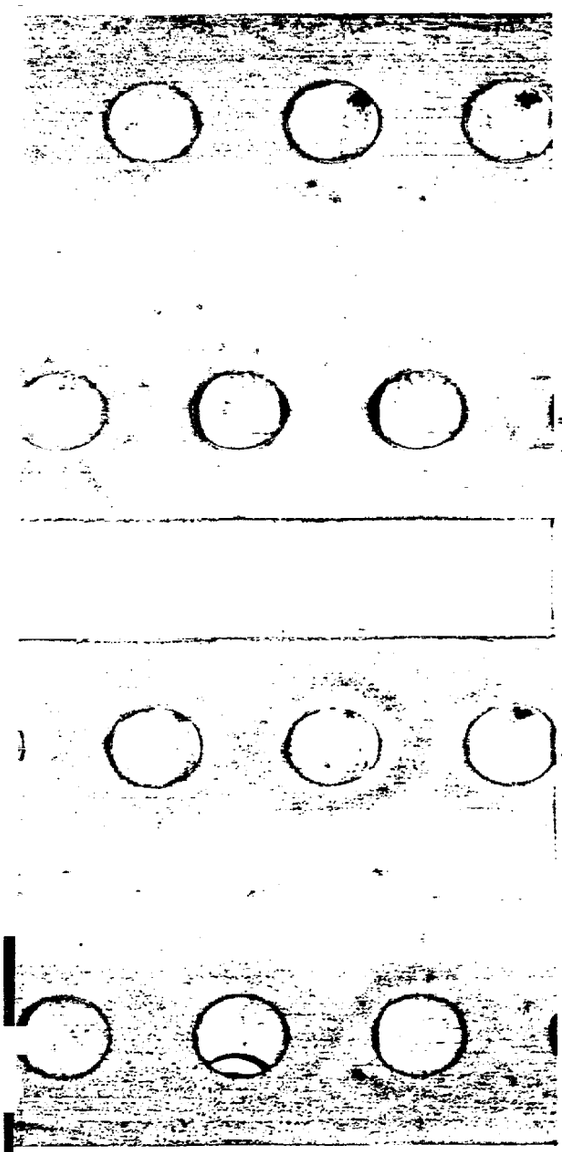
AFFIANT

Subscribed and sworn to before me, this 13th day of December, 1991.

Ruth Anne Carruthers
NOTARY PUBLIC

My Commission Expires: 1-22-95

RUTH ANNE CARRUTHERS NOTARY PUBLIC AT LARGE DAVIDSON COUNTY TENNESSEE



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

RECEIVED OF _____

FOR _____

BOOK 8508 PAGE 102

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
			CAMT	
				600000.00
			CON TX	2220.00
			PRFEE	1.00
			WDEED	9.00
			TOTAL	2230.00
			CHECK	2230.00
12/13/91	01		15:40 0001	2564

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

695222

IDENTIFICATION REFERENCE

Dec 13 3 37 PM '91

FELIX Z. WILSON, II REGISTER
DAVIDSON COUNTY, TENN.

No. 485087