BOOK 8824 PAGE 901

This instrument prepared by:
SHERRARD & ROE (KAB)
424 Church Street, Suite 2000
Nashville, Tennessee 37219

QUITCLAIM DEED

Address New Owner(s):	Send Tax Bills To:	Map/Parcel Nos.
Woodlawn Memorial Park, Inc. c/o American Funeral Services Corp. 2727 Allen Parkway, Suite 1900 Houston, TX 77019	Same	Map 118-8 Parcels 1 and 2

FOR AND IN CONSIDERATION of Ten Dollars ($10.00) cash in hand paid, the receipt and sufficiency of which is hereby acknowledged, WOODLAWN FUNERAL HOME, INC., a Tennessee corporation, (hereinafter referred to as the "Grantor"), does hereby quitclaim, transfer and convey all of its right, title and interest in and to the following described property to WOODLAWN MEMORIAL PARK, INC., a Tennessee corporation, (hereinafter referred to as the "Grantee"), said property being a certain tract or parcel of land in the County of Davidson, State of Tennessee, and more particularly described as follows:

See Exhibit A attached hereto.

This is improved property known as The Woodlawn Funeral Home Building.

IN TESTIMONY WHEREOF, GRANTOR by its duly authorized officer has executed this deed on the 8 day of December, 1992.

WOODLAWN FUNERAL HOME, INC.

By: Ron Stewart

Title: Vice President

"GRANTOR"

7.7.3 6.6.

IDENTIFICATION REFERENCE:

DEC 28 3 20 PM '92

JOHN C. WILSON JR. REGISTER
DAVIDSON COUNTY, TN

CHECK 00101 08/28/92 0005 12.00

QUITCLAIM DEED/WOODLAWN - 23346
2177 - 1 rev12/01/92

STATE OF Texas)
COUNTY OF Harris)

Before me, the undersigned, a Notary Public of the State and County aforesaid, personally appeared Ross Stewart, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the Vice Pres. of Woodlawn Funeral Home, Inc., a Tennessee corporation, the within named bargainor, a corporation, and that he as such officer of the corporation being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as Vice Pres..

WITNESS my hand and seal, at office in Houston, Texas, this 8th day of December, 1992.

Julie A. Orton
Notary Public

My Commission Expires:

2/5/94

JULIE A. ORTON
NOTARY PUBLIC
State of Texas
Comm. Exp. 02-05-94

STATE OF Texas)
COUNTY OF Harris)

The actual consideration for this transfer of property is $-0- and no other monetary consideration.

AFFIANT Hugh Morrison
President

Sworn to and subscribed before me
this 8th day of December, 1992.

Julie A. Orton
Notary Public

My Commission Expires:

2/5/94

JULIE A. ORTON
NOTARY PUBLIC
State of Texas
Comm. Exp. 02-05-94

EXHIBIT A BOOK 8824 PAGE 903

Beginning at a point, the southeast corner of Berry Hill Gardens, in the north right-of-way line of Thompson Lane, said point being located easterly, 120.5 feet, more or less, from the intersection of the east right-of-way return of East Iris Drive and the north right-of-way line of Thompson Lane;

Thence, N 28° 49' 44" E, 1,597.92 feet to a point at the intersection of the centerline of Memorial Boulevard and Chapel Drive, said point being the point of beginning of this tract;

Thence, with the centerline of Chapel Drive, N 86° 01' 41" W, 482.00 feet to a point;

Thence, leaving Chapel Drive, N 04° 01' 22" E, 263.00 feet to a point;

Thence, S 85° 21' 11" E, 482.03 feet to a point in the centerline of Memorial Boulevard;

Thence with the centerline of Memorial Boulevard, S 04° 01' 23" W, 257.32 feet to the point of beginning, containing 125,397 square feet (2.879 acres, more or less), as reflected on the boundary survey of Woodlawn Memorial Park, Incorporated, dated May 20, 1992.