THIS INSTRUMENT PREPARED BY:
BASS, BERRY & SIMS (JCG)
2700 First American Center
Nashville, Tennessee 37238

QUITCLAIM DEED

Address New Owner(s)	Send Tax Bills To	Map-Parcel Number(s)
Hetzel Family Partners 4429 Warner Place Nashville, Tennessee 37205 Attn: Mrs. Dorothea S. Hetzel	SAME	82-14-56

WHEREAS, W. C. Sensing, Sr. and W. C. Sensing, Jr. were the owners of the property described on Exhibit A attached hereto (the "Property") by virtue of deeds of record at Book 2106, page 91, and Book 3186, page 555, Register's Office for Davidson County, Tennessee, said two deeds being the last deeds of record regarding the Property; and

WHEREAS, W. C. Sensing, Sr. died testate a resident of Davidson County, Tennessee, on September 27, 1984 leaving a Will of record at Will Book 148, page 825, Office of the Clerk of the Probate Court for Davidson County, Tennessee; and

WHEREAS, the sole residuary beneficiaries of the Estate of W. C. Sensing, Sr. were Wilbur C. Sensing, Jr., Dorothea Sensing Hetzel, Katherine Sensing Hill, and Mickey J. Ridings, as Co-Trustees of Trust A and Trust B created under the Will of W. C. Sensing, Sr.; and

WHEREAS, the widow of W. C. Sensing, Sr., Mrs. Katherine M. Sensing died testate a resident of Davidson County, Tennessee, on May 25, 1991, leaving a Last Will and Testament of record at Will Book 175, page 395, Office of the Clerk of the Probate Court for Davidson County, Tennessee; and

WHEREAS, under the terms of the Will of W. C. Sensing, Sr. the said Trust A and Trust B terminated upon the death of the said Mrs. Katherine M. Sensing, and all of the assets in the said two trusts have been distributed equally to the children of W. C. Sensing, Sr.; and

WHEREAS, Mrs. Katherine M. Sensing's three children, Wilbur C. Sensing, Jr. (being the same person as W. C. Sensing, Jr.), Dorothea Sensing Hetzel, and Katherine Sensing Hill, are the duly named and acting Executors of the Estate of Mrs. Katherine M. Sensing; and

WHEREAS, the sole beneficiaries of the Estate of Katherine M. Sensing were her said three children, individually and as trustees of three generation skipping trusts created under the Will of Katherine M. Sensing (with one trust being named for each said child); and

WHEREAS, W. C. Sensing, Sr. and Katherine M. Sensing had only three children, being the said Wilbur C. Sensing, Jr., Dorothea Sensing Hetzel, and Katherine Sensing Hill, all of whom are now living; and

WHEREAS, neither W. C. Sensing, Sr. nor Katherine M. Sensing had any issue by any other person; and

WHEREAS, Sensing Enterprises, a Tennessee general partnership also desires to join in this deed for the purpose of conveying to the Grantee named below all right, title and interest which the said Sensing Enterprises has in and to the Property (including its

interest under an unrecorded deed from W. C. Sensing, Sr. and W. C. Sensing, Jr. dated December 31, 1982 conveying the Property to the said Sensing Enterprises).

NOW, THEREFORE, FOR AND IN CONSIDERATION of the sum of TEN AND NO/100 ($10.00) DOLLARS cash in hand paid and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, each of the Grantors identified below by these presents does hereby quitclaim and convey unto HETZEL FAMILY PARTNERS, a Tennessee general partnership ("Grantee") composed of George E. Hetzel (Sr.) and wife, Mrs. Dorothea S. Hetzel, their children George E. Hetzel, Jr. and Ms. Dorothea S. Hetzel, and Charles J. Friddell, as trustee for (a) the George E. Hetzel, Jr. Trust, and (b) the Ms. Dorothea S. Hetzel Trust, its successors and assigns, all of Grantors' right, title and interest in and to a certain tract or parcel of land in Davidson County, Tennessee, more particularly described on Exhibit A attached hereto.

Said property is conveyed subject to such limitations, restrictions, and encumbrances as may affect the premises.

IN WITNESS WHEREOF the undersigned have caused this instrument to be duly executed as of the 31st day of December, 1992.

GRANTORS:

Wilbur C. Sensing, Jr., individually, and as a Co-Executor of the Estate of Katherine M. Sensing, and as Trustee of the Wilbur C. Sensing, Jr. Generation Skipping Trust established under the Last Will and Testament of Katherine M. Sensing, and as a Co-Trustee of Trust A and Trust B established under the Will of W. C. Sensing, Sr.

Dorothea Sensing Hetzel

Dorothea Sensing Hetzel, individually, and as a Co-Executor of the Estate of Katherine M. Sensing, and as Trustee of the Dorothea S. Hetzel Generation Skipping Trust established under the Last Will and Testament of Katherine M. Sensing, and as a Co-Trustee of Trust A and Trust B established under the Will of W. C. Sensing, Sr.

Katherine Sensing Hill

Katherine Sensing Hill, individually, and as a Co-Executor of the Estate of Katherine M. Sensing, and as Trustee of the Katherine S. Hill Generation Skipping Trust established under the Last Will and Testament of Katherine M. Sensing, and as a Co-Trustee of Trust A and Trust B established under the Will of W. C. Sensing, Sr.

Mickey J. Ridings, as a Co-Trustee of Trust A and Trust B established under the Will of W. C. Sensing, Sr.

SENSING ENTERPRISES

By: _____
Wilbur C. Sensing, Jr., Partner

By: _____
Katherine Sensing Hill, Partner

STATE OF TENNESSEE)

COUNTY OF DAVIDSON)

Personally appeared before me, James C. Gooch, a Notary Public, Wilbur C. Sensing, Jr., with whom I am personally acquainted, who acknowledged that he, individually and in the capacities indicated above, executed the within instrument for the purposes therein contained.

WITNESS my hand, at office, this 31st day of December, 1992.

_____
Notary Public

My Commission Expires:
1-23-93

STATE OF TENNESSEE)

COUNTY OF DAVIDSON)

Personally appeared before me, James C. Gooch, a Notary Public, Dorothea Sensing Hetzel, with whom I am personally acquainted, who acknowledged that she, individually and in the capacities indicated above, executed the within instrument for the purposes therein contained.

WITNESS my hand, at office, this 31st day of December, 1992.

_____
Notary Public

My Commission Expires:
1-23-93

STATE OF TENNESSEE)

COUNTY OF DAVIDSON)

Personally appeared before me, James C. Gooch, a Notary Public, Katherine Sensing Hill, with whom I am personally acquainted, who acknowledged that she, individually and in the capacities indicated above, executed the within instrument for the purposes therein contained.

WITNESS my hand, at office, this 31st day of December, 1992.

_____
Notary Public

My Commission Expires:
1-23-93

STATE OF TENNESSEE)

COUNTY OF Davidson)

Personally appeared before me, James C. Gooch, a Notary Public, Mickey J. Ridings, with whom I am personally acquainted, who acknowledged that he executed the within instrument for the purposes therein contained.

WITNESS my hand, at office, this 31st day of December, 1992.

James C. Gooch
Notary Public

My Commission Expires:
1-23-93

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

The actual consideration for this transfer or value of property conveyed (whichever is greater) is $ 463,922.00.

Affiant

Sworn to and subscribed before me this 31st day of December, 1992.

James C. Gooch
Notary Public

My Commission Expires:
1-23-93

180626.02 jcg

EXHIBIT A

LAND in Davidson County, Tennessee, being part of Lot no. 12 on the map of Shelby Estate, as of record in Plan Book 1, Page 10, Chancery Court at Nashville, more particularly described as follows:

BEGINNING at a point on the southerly margin of Oldham Street, 250 feet west of the intersection of said Street and the Whites Creek Pike or First Street; thence north 88° west 646 feet with Oldham Street to the land conveyed to the Louisville & Nashville Railroad Company by deed from the First National Bank of Nashville, of record in Book 144, page 569; thence with the line of said Railroad right-of-way, south 40° east 522 feet to an iron railroad rail planted in the ground; thence nor 60½° east 350 feet, more or less, to a stake; thence north 210 feet, more or less, to the beginning.

BEING the same property conveyed to W.C. Sensing, Sr., W.C. Sensing, Jr., and C.L. Adams, by deed from City of Nashville, acting by and through the Electric Power Board of said City, of record in Book 2106, page 91, Register's Office for said County, the said C.L. Adams having conveyed his one-third (1/3) therein to the said W.C. Sensing, and W.C. Sensing, Jr., by deed of record in Book 3186, page 555, said Register's Office.

AND BEING the same property conveyed by W.C. Sensing, Sr. and W.C. Sensing, Jr. to Sensing Enterprises by unrecorded deed dated December 31, 1982.

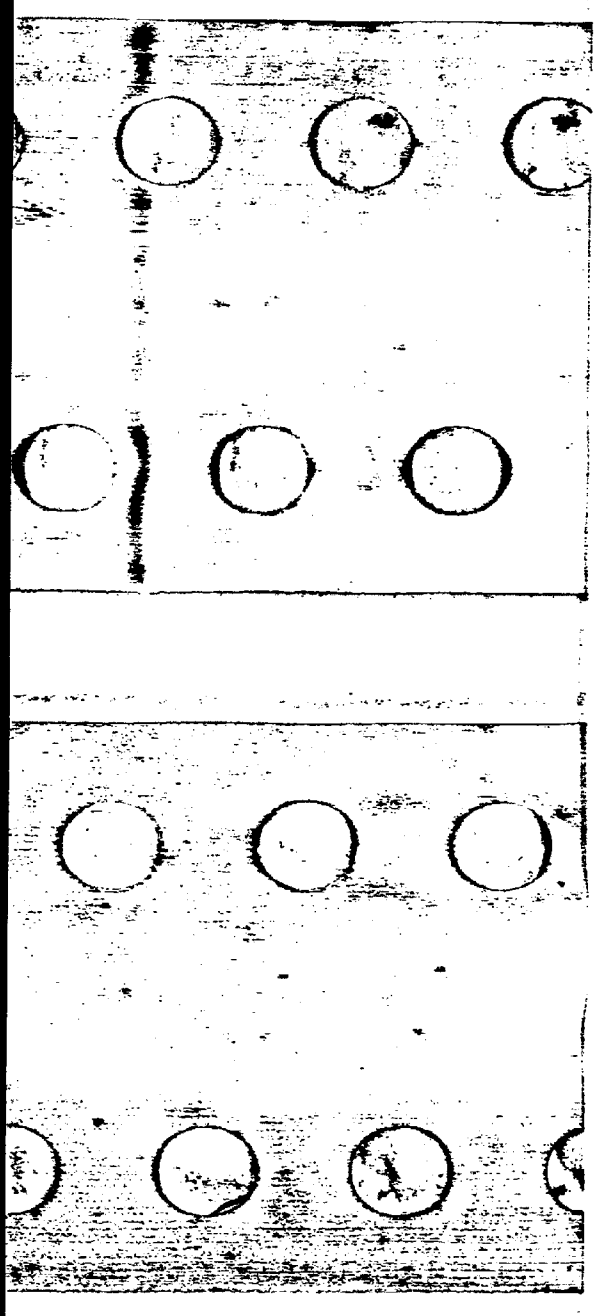
91993

IDENTIFICATION REFERENCE

FEB 11 2 37 PM '93

DAVIDSON COUNTY, TN

3255 02/11 0101 03CHECK 1737.43



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

RECEIVED OF _____

FOR _____

BOOK 8864 PAGE 350

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	
				463922.00
			CON TX	1716.43
			PRFEE	1.00
			WDEED	20.00
			TOTAL	1737.43
			CHECK	1737.43
02/11/93	01	14:35	0001	3255

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

9 1 9 9 3

IDENTIFICATION REFERENCE

FEB 11 2 37 PM '93

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 620899