60

This Instrument Prepared By:

Bottorff & Kavin (TIB)
Attorney-at-Law
5110 Maryland Way, Suite 200
Brentwood, Tn 37027

WARRANTY DEED

ADDRESS NEW OWNER:
West Harpeth Funeral Home, L.L.C.
c/o William W. Gregory, Jr.
P.O.Box 90991
Nashville, TN 37209

SEND TAX BILL:
To Owner

MAP AND PARCEL:
MAP P/O 102
GROUP
PARCEL 17

FOR AND IN CONSIDERATION of the sum to Ten ($10.00) Dollars, cash in hand paid to the hereinafter named Grantors by the hereinafter named Grantees, and other good and valuable consideration, the receipt of which is hereby acknowledged, Thomas H. Campbell, Executor and Trustee under the Last Will and Testament of Martha Campbell McClendon, deceased, and Carol L. Reber, Successor Trustee for Darby Lee (McClendon) Kennedy and Successor Trustee for James Devin McClendon, (hereinafter collectively called the Grantors), have bargained and sold and by these presents do hereby transfer and convey unto West Harpeth Funeral Home, L.L.C., a Tennessee limited liability company, (hereinafter called the Grantee), it successors and assigns, a certain tract or parcel of land in Davidson County, Tennessee, described as follows, to wit:

Being Lot No. 1 on the Plan of James W. McClendon Subdivision of record in Plat Book 7900, page 827, Register's Office, Davidson County, Tennessee.

Being part of the property wherein a one-fourth (1/4) undivided interest was conveyed to each of the following: James W. McClendon (1/4), Martha Campbell McClendon, his wife (1/4), James W. McClendon as Trustee for James Devin McClendon, (1/4), and James W. McClendon as Trustee for Darby Lee McClendon, (1/4) by Deeds of record in Book 5549 page 52, and Book 5549 page 56, Register's Office, Davidson County, Tennessee. James W. McClendon is now deceased and his one fourth (1/4) undivided interest in said property was devised to Martha Campbell McClendon by the Last Will and Testament of James W. McClendon, deceased, filed in Will Book 46, page 112, Chancery Court, Williamson County, Tennessee, and of record Book 6145, page 602, Register's Office, Davidson County, Tennessee. Martha Campbell McClendon is now deceased and her one-half (1/2) undivided interest in said property was devised to Thomas H. Campbell as Executor and Trustee under her Last Will and Testament filed in Will Book 57 page 698, Chancery Court, Williamson County, of record in Book 9527 page 608, Register's Office, Davidson County, Tennessee. Martha

Campbell McClendon was appointed Successor Trustee to James W. McClendon for the one-fourth (1/4) undivided interest each in trust for Darby Lee McClendon (now Kennedy) and James Devin McClendon by Agreed Order entered in Minute Book 115, pages 387-389, Chancery Court, Williamson County, Tennessee, and of record in Book 9527, page 645, Register's Office, Davidson County, Tennessee, and Carol L. Reber has been appointed Successor Trustee to Martha Campbell McClendon (now deceased) by Agreed Order entered in Minute Book 115, pages 518-520, Chancery Court, Williamson County, of record in Book 9527 page 625 Register's Office Davidson County, Tennessee and the Declaration of Restrictive Covenants being recorded simultaneously herewith.

This is unimproved property known as _____ Charlotte Pike, Nashville, TN.

The conveyance is further made subject to real property taxes for 1994 and subsequent years, and all matters affecting the said property appearing on the Plat of the James W. McClendon Subdivision of record in Plat Book 7900 page 827, Register's Office, Davidson County, Tennessee.

Darby Lee (McClendon) Kennedy, who has attained 25 years of age and therefore is entitled under the terms of the aforesaid trust to receive the final distribution and termination of her one-fourth (1/4) interest of the property in the said trust, by and through Carol L. Reber, her Attorney-in-Fact, joins herein to grant and convey to the Grantees all of her right, title and interest in the aforesaid property whether legal, equitable or otherwise.

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said, West Harpeth Funeral Home, L.L.C., a Tennessee limited liability company, its successors and assigns, forever; and Thomas H. Campbell as Executor and Trustee under the Last Will and Testament of Martha Campbell McClendon, deceased, and Carol L. Reber as Trustee for Darby Lee (McClendon) Kennedy and Trustee for James Devin McClendon, do covenant with the said West Harpeth Funeral Home, L.C.C., that in their said representative capacities and not otherwise, they are lawfully seized and possessed of said land in fee simple, have a good right to convey it, and the same is unencumbered unless otherwise herein set out; and in their said representative capacities and not otherwise they do further covenant and bind themselves, 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 whomsoever. (Wherever used, the singular shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders).

Witness our hands this the 22nd day of November, 1994.

Grantors

Thomas H. Campbell,
Executor and Trustee

Thomas H. Campbell, Executor and Trustee, under the Last Will and Testament of Martha Campbell McClendon, deceased

Carol L Reber, Trustee for
Darby Lee McClendon Kennedy

Carol L. Reber, Trustee for Darby Lee (McClendon) Kennedy

Carol L Reber Trustee for
James Devin McClendon

Carol L. Reber, Trustee for James Devin McClendon

Darby Lee McClendon Kennedy
by Carol L Reber as Attorney-in-Fact

Darby Lee (McClendon) Kennedy by Carol Reber as Attorney-in-Fact

STATE OF TENNESSEE }
COUNTY OF WILLIAMSON }

6564 11/23 0101 03CHECK 942.00

The actual value or condiseration, whichever is greater, for this transfer is $250,000.00.

William W. Dugger, Jr.
AFFIANT

Subscribed and sworn to before me this 23rd day of November, 1994.

NOTARY PUBLIC

My Commission Expires: June 2, 1998

NOTARY PUBLIC AT LARGE WILLIAMSON CO.

STATE OF TENNESSEE)
COUNTY OF WILLIAMSON)

Personally appeared before me, the undersigned Notary Public in and for said County and State, the within named, Thomas H. Campbell, Executor and Trustee under the Last Will and Testament of Martha Campbell McClendon, deceased, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledge that he executed the within Warranty Deed for the purposes therein contained.

Witness my hand and offical seal this the 22nd day of November, 1994.

NOTARY PUBLIC

My Commission Expires: Mar. 2, 1998

THOMAS I BOTTORFF NOTARY PUBLIC AT LARGE WILLIAMSON CO.

STATE OF TENNESSEE)
COUNTY OF WILLIAMSON)

Personally appeared before me, the undersigned Notary Public in and for said County and State, the within named Carol Reber, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that she is the Attorney-in-Fact of Darby Lee (McClendon) Kennedy and that as such Attorney-in-Fact she executed the within Warranty Deed for the purposes therein contained by signing the name of Darby Lee (McClendon) Kennedy as amply and with the same effect as she might or could do it acting personally.

Witness my hand and offical seal this the 22nd day of November, 1994.

NOTARY PUBLIC

My Commission Expires: Mar. 2, 1998

THOMAS I BOTTORFF NOTARY PUBLIC AT LARGE WILLIAMSON CO.

STATE OF TENNESSEE)
COUNTY OF WILLIAMSON)

Personally appeared before me, the undersigned Notary Public in the for said County and State, the within named Carol L. Reber, Trustee for Darby Lee (McClendon) Kennedy and James Devin McClendon, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that she executed the within Warranty Deed for the purposes therein contained.

Witness my hand and official seal this the 22nd day of November, 1994.

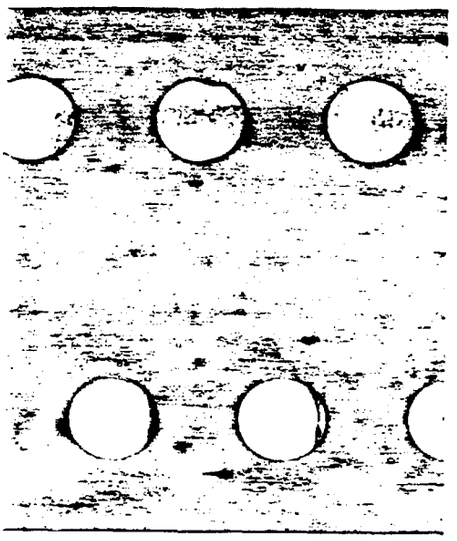
NOTARY PUBLIC

My Commission Expires: Mar. 2, 1998

THOMAS I BOTTORFF NOTARY PUBLIC AT LARGE WILLIAMSON CO.

94 NOV 23 AM 10:07
FELIX Z. [illegible] REGISTER
DAVIDSON COUNTY, TN.

11264
IDENTIF. & REFERENCE



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

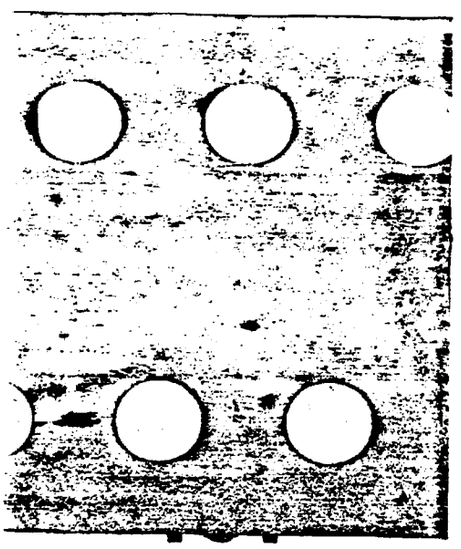
RECEIVED OF _____

FOR _____

BOOK 9527 PG 638

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 250000.00
CON TX 925.00
PRFEE 1.00
WDEED 16.00
TOTAL 942.00
CHECK 942.00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK 11/23/94 01 10:10:07 0001 6564

11264
IDENTIF. & REFERENCE

94 NOV 23 AM 10:07
FELIX Z. WILSON, REGISTER
DAVIDSON COUNTY, TN.

No. 856612