This instrument prepared by:
Sam D. Hodges, III
Grissim and Hodges, Attorneys
323 Union Street
Nashville, Tennessee 37201

WARRANTY DEED

BOOK 9551 PG 57

ADDRESS NEW OWNER:	SEND TAX BILLS TO:	MAP/PARCEL NO.:
Roy Conway Flowers 194 Spence Lane Nashville, Tennessee 37210	Same	Map 103 Parcel 3

RE-RECORD BOOK 9585 PG 292

FOR AND IN CONSIDERATION of the sum of TEN DOLLARS ($10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, JAMES D. PETRUCELLI, a single man (the "Grantor") has bargained and sold and by these presents does transfer and convey unto the said ROY CONWAY FLOWERS (the "Grantee"), his heirs, successors and assigns, all of his right, title and interest in and to that certain land in Davidson County, State of Tennessee, being more particularly described as follows:

> Land lying in the 13th Civil District of Davidson County, Tennessee, being more particularly described as follows:
>
> Beginning in the center of Old Hickory Boulevard at the northeast corner of the property conveyed to George S. Buchanan by Partition Deed of record in Book 2278, page 524, Register's Office for Davidson County, Tennessee; thence with said Buchanan's eastern boundary line South 2 degrees 10' West 360 feet, and South 25 degrees 42' East 4005.32 feet to the Cumberland River; thence with the same North 79 degrees 15' East 846.5 feet; thence North 28 degrees 30' West 4309 feet to the center of Old Hickory Boulevard; thence with the center of the same North 87 degrees 16' West 500 feet to the beginning, containing 70 acres more or less.
>
> Being the same property conveyed to James D. Petrucelli as evidenced by and set forth in an Affidavit of Inheritance of record in Book 7969, page 699, Register's Office for Davidson County, Tennessee, and being the same property conveyed to James D. Petrucelli and wife, Catherine Turner Petrucelli, by deed of record in Book 6310, page 989 (the said Catherine Turner Petrucelli having since died).

The said Grantor, James D. Petrucelli, hereby reserves unto himself the following rights with respect to the above-described property: In the event of any sale or sales of all or any part of the above described property by Roy Conway Flowers prior to December 19, 1999, the said Grantor will be entitled to to an amount equal to twenty percent (20%) of the "net profit" on such sale. Further, in the event of any sale or sales of all or any part of the above described property by Roy Conway Flowers on or after December 19, 1999, but prior to December 19, 2004, the said Grantor will be entitled to to an amount equal to ten percent (10%) of the "net profit" on such sale. The term "net profit on sale" shall be as ascertained through the use of standard accounting practices, except that in addition to the original cost paid by Grantee, any amount expended by the Grantee for capital improvements, repairs, and property taxes, whether or not such expenses are capitalized for purposes of Grantee's federal income taxes, shall be added to the Grantee's cost in calculating profit on a sale by Grantee. Grantor will execute a release for any part of the property being sold upon compliance with this provision. In addition, this provision shall not be applicable in the event of the transfer of the property by gift, will, or intestate succession. However, the rights retained by Grantor shall continue and the obligations of Grantee shall be transferred to any person receiving the property by will or intestate succession from Roy

Conway Flowers prior to December 19, 2004. This reservation shall expire by its terms with no necessity of recording any release on December 19, 2004, as to any of the subject property that has not been sold by that date.

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said Grantee, his heirs, 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 as follows:

1. Current year real property taxes;

2. Judgment of Declaration of Taking of record in Book 2155, page 311, in the Register's Office for Davidson County, Tennessee.

3. Easement(s) to the Tennessee Electric Power Company, as set forth in instrument recored in Book 67, page 787, said Regsiter's Office.

4. Title to that portion of the property within the bounds of Old Hickory Boulevard.

5. Easement for the flower of Cumberland River.

6. The nature or extent of riparian rights. 12.00

And Grantor does further covenant and bind himself, his heirs, successors and assigns to warrant and forever defend the title to the said land to the said Grantee, his heirs, successors and assigns, against the lawful claims of all persons, whomsoever.

Whenever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

IN WITNESS WHEREOF, Grantor has executed this instrument on this the 19th day of December, 1994.

James D. Petrucelli
JAMES D. PETRUCELLI

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, JAMES D. PETRUCELLI, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained.

WITNESS my hand and official seal at Nashville, Tennessee, this 19th day of December, 1994.

Sam D. Hodges III
NOTARY PUBLIC

My Commission Expires: 1-24-98

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration for this transfer is $237,500.00.

Roy Conway Flowers
Affiant

Subscribed and sworn before me this 19th day of December, 1994.

Sam D. Hodges III
NOTARY PUBLIC

My Commission Expires: 1-24-98

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RE-RECORD 30379

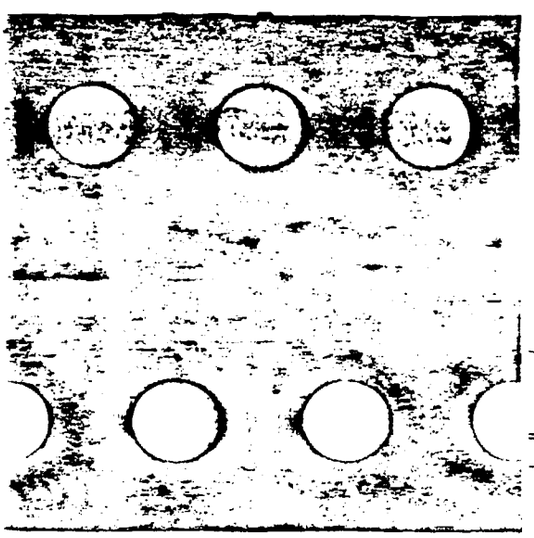
18793 IDENTIFICATION REFERENCE

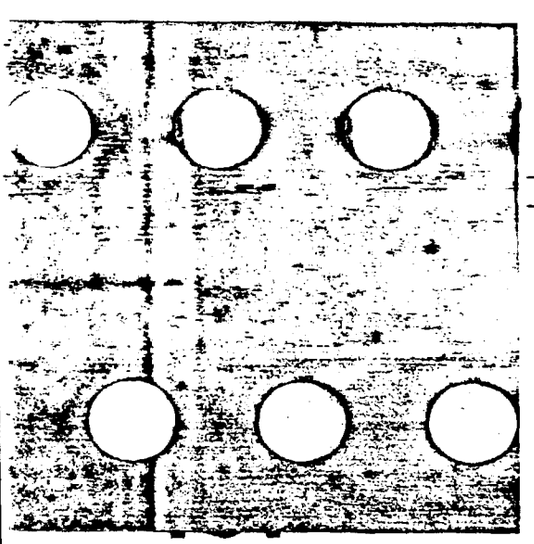
95 DEC 20 AM 10:06 DAVIDSON COUNTY TN

95 FEB -1 PM 2:16 DAVIDSON COUNTY TN

IDENTIFICATION REFERENCE

02/01 0101 03CHECK 887.75





OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY

NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 9551 PG 59

RE-RECORD BOOK 9585 PG 294

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 237500.00
CON TX 878.75
PRFEE 1.00
WDEED 8.00
TOTAL 887.75
CHECK 887.75

12/20/94 01 11:07 0001 4816

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

18793
IDENTIF. # REFERENCE

94 DEC 20 A11:05
FELIX Z. WILSON, REGISTER
DAVIDSON COUNTY, TN.

No. 864755