BOOK 9899 PG 653

#405199.01

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

Box 18
L 5L

QUITCLAIM DEED

Address New Owner(s) As Follows:	Send Tax Bills To:	Map Parcel Numbers:
OLH, L.P. c/o Opryland USA Inc. 2802 Opryland Drive Nashville, TN 37214	Same	Tract 1: 073-00-0-032 Tract 2: 106-00-0-026.01 Tract 3: 062-00-0-065

FOR GOOD AND VALUABLE CONSIDERATION, the receipt of which is hereby acknowledged, OPRYLAND USA INC., a Delaware corporation (hereinafter referred to as "Grantor"), by these presents does hereby quitclaim and convey unto OLH, L.P., a Tennessee limited partnership (hereinafter called "Grantee"), its successors and assigns, a ninety-nine percent (99%) undivided interest as Tenant in common in the real property described on Exhibit A attached hereto, together with a ninety-nine percent (99%) undivided interest in (i) any and all improvements and fixtures thereon and any and all rights and interests appurtenant thereto, and (ii) any and all right, title and interest of Grantor in and to any adjacent streets and rights-of-way (the "Property"), which interest, together with the one percent (1%) undivided interest as Tenant in common conveyed or to be conveyed to Grantee from Opryland Hospitality, Inc., a Tennessee corporation, by Quitclaim Deed of even date, results in Grantee owning one hundred percent (100%) of the Property.

IN WITNESS WHEREOF, the undersigned has caused this instrument to be executed by its duly authorized officer as of the 21st day of December, 1995.

OPRYLAND USA INC.

BY: _____
ITS: Asst. Treasurer

STATE OF TENNESSEE)

RE-RECORD

BOOK 9901 PG 543

COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public in and for the State and County aforesaid, personally appeared Rod Connor, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon oath, acknowledged him self to be the Asst. Treasurer of Opryland USA Inc., the within named bargainor, a corporation, and that he as such Asst. Treas. executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by him self as Asst. Treasurer.

WITNESS my hand and seal, at office in Nashville, Davidson County, Tennessee, this 20th day of December, 1995.

Carla Y. Barlow
Notary Public

CARLA Y. BARLOW NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

My Commission Expires:

11-22-97

BOOK 9899 PG 654

STATE OF TENNESSEE)

COUNTY OF DAVIDSON)

RE-RECORD
BOOK 9901 PG 544

The actual consideration for this transfer is $0.

Affiant

Subscribed and sworn to before me
this 20th day of December, 1995.

Notary Public

My Commission Expires:

11-22-97

Tract 1: "The Opryland Hotel Property"
Map and Parcel No. 073-00-0-032

Being land in the First Civil District of Metropolitan Nashville and Davidson County, located in the southwesterly quadrant of Briley Parkway (State Route 155) and McGavock Pike, and being Lot 1 on the Plat of Opryland Complex of record in Book 9700, page 71, Register's Office for Davidson County, Tennessee, and being more particularly described as follows:

BEGINNING at a point in the southerly margin of McGavock Pike and the easterly margin of Riverview Drive;

THENCE, with the southerly margin of McGavock Pike S 85° 31' 29" E, 856.78 feet;

THENCE, S 84° 10' 53" E, 1,275.68 feet to a point;

THENCE, S 83° 22' 22" E, 311.89 feet to a point in the northeasterly return with Opryland Main Entrance Drive;

THENCE, with a curve to the left, having a radius of 85.0 feet and a central angle of 112° 11' 43", a distance of 126.48 feet (Chord S 40° 20' 23" W, 141.10 feet) to a point;

THENCE, with easterly margin of the Main Entrance Drive, S 15° 45' 28" E, 72.37 feet to a point;

THENCE, S 29° 29' 45" E, 113.32 feet to a point;

THENCE, S 48° 30' 36" E, 118.04 feet to a point;

THENCE, S 59° 00' 42" E, 62.33 feet to a point;

THENCE, S 63° 47' 56" E, 184.35 feet to a point;

THENCE, with a curve to the right, having a radius of 773.54 feet and a central angle of 23° 30' 34", a distance of 317.39 feet (Chord S 52° 02' 39 " W, 315.17 feet) to a point;

THENCE, N 09° 00' 22" E, 81.49 feet to a concrete monument in the westerly margin of Briley Parkway;

THENCE, with said westerly margin, S 87 18' 07" E, 148.28 feet to a concrete monument;

THENCE, S 79° 17' 41" E, 248.44 to a concrete monument;

THENCE, S 18° 22' 50" E, 303.04 feet to a point;

THENCE, S 21° 35' 38" E, 100.82 feet to a concrete monument;

THENCE, S 10° 14' 59" E, 1,451.19 feet to a point;

RE-RECORD BOOK 9901PG545

RECORDERS MEMO
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THENCE S 79° 58' 47" W, 77.40 feet to a point;

THENCE, S 69 16' 53" W, 283.76 feet to a point;

BOOK 9899 PG 656

THENCE, S 64° 24' 00" W, 246.01 feet to a point;

THENCE, S 54° 55' 26" W, 97.24 feet to a point;

THENCE, N 25° 40' 45" W, 51.69 feet to a point;

THENCE, N 07° 58' 09" W, 29.91 feet to a point;

THENCE, N 03° 30' 34" E, 41.41 feet to a point;

THENCE, N 05° 30' 14" W, 46.15 feet to a point;

THENCE, N 07° 27' 54" W, 182.23 feet to a point;

THENCE, N 53° 17' 19" W, 78.14 feet to a point;

THENCE, N 76° 26' 46" W, 179.85 feet to a point;

THENCE, leaving said Ring Road, N 82° 54' 50" W, 1,546.66 feet to a point in the low waterline of the Cumberland River;

THENCE, with said low waterline, N 33° 23' 51" W, 1,547.39 feet to a point;

THENCE, N 37° 02' 35" W, 466.69 feet to a point;

THENCE, leaving said low waterline, S 82° 03' 00" E, 445.06 feet to a point in the westerly margin of Riverview Drive;

THENCE, with said westerly margin, N 28° 02' 24" W, 50.00 feet to a point;

THENCE, N 61° 57' 36" E, 50.00 feet to a point in the easterly margin of Riverview Drive;

THENCE, along the easterly margin, being an existing fence line, N 28° 02' 24" W, 599.78 feet to a point;

THENCE, N 05° 47' 24" W, 215.17 feet to the point of beginning.

Containing 7,482,386 square feet or 171.77 acres, more or less.

RE-RECORD BOOK 9901 PG 546

The foregoing description is based upon a Survey prepared by Barge, Waggoner, Sumner and Cannon, Inc. dated November 8, 1995.

Being part of the same property conveyed to Opryland USA Inc. by deed from Gaylord Broadcasting Company of record in Book 9899, page 624, Register's Office for Davidson County, Tennessee.

This is improved property known as:
Opryland Hotel
2800 Opryland Drive
Nashville, Tennessee 37214

RECORDERS MEMO
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Tract 2: "The Employee Housing Property"
Map and Parcel Number: 106-00-0-026.01

Land lying in the Sixth Civil District of Davidson County, Tennessee, lying on the southerly side of Murfreesboro Road (U.S. Route 41 and 70-S) approximately 4.3 miles southerly from Nashville, Tennessee, and being more particularly described as follows:

Beginning at a spike in the centerline of the southerly traffic lane of Murfreesboro Road, 658 feet, more or less, from the centerline of Spence Lane and 2,329 feet, more or less, from the centerline of Crutchfield Avenue; thence with the centerline of the southbound traffic lane of Murfreesboro Road (33 feet northeasterly from and parallel to the southerly right-of-way line of said road) easterly 120.08 feet to a spike; thence to the right with an interior angle of 90 deg. and southwardly 183.0 feet; thence to the left with an interior angle of 270 deg. and eastwardly 133.87 feet to a point; thence to the right with an interior angle of 83 deg. 29 min. southwardly 507.04 feet to an iron stake; thence to the right with an interior angle of 89 deg. 56 min. a total distance of 344.20 feet to an iron stake in the southeasterly line of an old road; thence to the right with an interior angle of 83 deg. 55 min. northwardly along the southeasterly line of said road (passing an iron stake set in the southerly right-of-way of Murfreesboro Road at 629.75 feet) a total distance of 663.57 feet to the point of beginning.

Being part of the same property conveyed to Opryland USA Inc. by deed from Gaylord Broadcasting Company of record in Book 9899, page 624, Register's Office for Davidson County, Tennessee.

The foregoing description is the same as that contained in the aforesaid previous deed of record.

This is improved property known as:
823 Murfreesboro Road
Nashville, Tennessee 37217

RE-RECORD BOOK 9901PG547

RECORDERS MEMO
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THIS DOCUMENT UNSATISFACTORY WHEN RECEIVED

Tract 3: "The Springhouse Property"
Map and Parcel Number: 062-00-0-065

Being a parcel of land in the Second Civil District of Nashville, Davidson County, Tennessee, located in the Pennington Bend area east of Briley Parkway on the west bank of the Cumberland River and being more particularly described as follows:

BEGINNING at a concrete monument in the easterly margin of Western Hills Drive, said monument being opposite Brownwood Drive and being the southwest corner of Lot No. 22 of Sutherland Heights, Section Two of record in Book 2663, Page 58, R.O.D.C.;

THENCE, leaving said Western Hills Drive, with the boundary of Sutherland Heights, Section One, the following calls:

N 69° 48' 58" E, 206.99 feet to a concrete monument;

N 68° 30' 07" E, 219.20 feet to a concrete monument;

S 83° 40' 51" E, 177.32 feet to an iron pin;

N 18° 16' W, 625.00 feet to an iron pin;

N 08° 04' 48" W, 168.06 feet to a concrete monument at the southeast corner of Lot No. 59 of Sutherland Heights, Section Three, of record in Book 2663, Page 117, R.O.D.C.;

THENCE, with the easterly boundary of said Section Three, the following calls:

N 07° 54' W, 819.05 feet to a concrete monument;

N 10° 14' W, 285.58 feet to a concrete monument;

N 04° 19' 26" W, 181.92 feet to a concrete monument;

N 01° 52' 59" W, 523.58 feet to an iron pin;

N 03° 29' W, 140.00 feet to a concrete monument at the southeast corner of Lot No. 45 of Sutherland Heights, Section Five, of record in Book 2900, Page 1, R.O.D.C.;

THENCE, with easterly boundary of said Section Five the following calls:

N 03° 27' 44" W, 261.01 feet to an iron pin;

N 00° 16' E, 513.60 feet to a one-inch pipe;

N 03° 26' 33" W, 365.90 feet to a concrete monument;

N 02° 20' 41" E, 225.78 feet to a concrete monument;

N 03° 36' 22" W, 248.96 feet to a concrete monument;

N 06° 52' 52" W, 63.38 feet to a concrete monument, said monument being the northeast corner of Lot No. 37 of said Section Five and being in the southerly line of William A. Strasser of record in Book 5837, Page 732, R.O.D.C.;

THENCE, with Strasser's south line, S 84° 56' 23" E, 246.79 feet to a point in the centerline of a slough;

RE-RECORD

BOOK 9901 PG 548

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THENCE, with centerline of said slough, the following calls:

N 06° 31' 34" W, 854.11 feet to a point;

N 15° 07' 15" E, 865.60 feet to a point;

N 23° 04' 21" E, 602.53 feet to a point on the west bank of the Cumberland River;

THENCE, with said west bank and approximate edge of water, the following calls:

S 23° 15' 42" E, 1072.29 feet to a point;

S 15° 08' 02" E, 442.31 feet to a point;

BOOK 9899 PG 659

S 08° 03' 37" E, 912.69 feet to a point;

S 00° 53' 01" E, 847.23 feet to a point;

S 06° 10' 16" E, 2694.17 feet to a point;

S 09° 48' 04" E, 1016.66 feet to a point;

S 07° 36' 32" E, 945.38 feet to a point;

S 01° 22' 41" E, 626.00 feet to a point;

S 12° 04' 25" E, 601.43 feet to a point in the northerly boundary of Robert J. Rawding of record in Book 2907, Page 543, R.O.D.C.;

THENCE, with said Rawding line, S 62° 12' 52" W, 310.00 feet to a railroad spike in the easterly line of Lot No. 30 of Sunset View Subdivision (not of record);

THENCE, with said easterly line of Sunset View Subdivision, the following calls:

N 27° 48' 21" W, 56.92 feet to a railroad spike;

N 17° 43' 20" W, 148.16 feet to a one-half inch pipe;

N 30° 14' 46" W, 129.11 feet to a steel post;

N 28° 28' 50" W, 300.24 feet to a point;

N 30° 11' 34" W, 251.15 feet to a one-inch pipe;

N 23° 44' 19" W, 124.19 feet to a concrete monument at the southeast corner of Lot No. 8 of Sutherland Heights, Section One, of record in Book 2663, Page 18, R.O.D.C.;

THENCE, with the easterly boundary of said Section One, the following calls:

RE-RECORD BOOK 9901 PG 549

N 15° 00' 08" W, 169.27 feet to an iron pin;

N 27° 32' 11" W, 544.80 feet to an iron pin;

N 32° 33' 32" W, 161.12 feet to an iron pin;

N 03° 48' W, 327.80 feet to an iron pin;

N 51° 33' W, 236.68 feet to a concrete monument;

N 55° 25' 20" W, 144.29 feet to a concrete monument;

N 54° 49' 17" W, 294.76 feet to an iron pin in concrete;

S 63° 19' W, 313.20 feet to an iron pin in the easterly margin of Western Hills Drive;

RECORDERS MEMO
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BOOK 9899 PG 660

THENCE, with said easterly margin and a curve to the right, 194.07 feet to the point of beginning, said curve having a central angle of 09° 27' 48", a radius of 1175.00 and a chord of N 22° 35' 04" W, 193.85 feet;

Containing 9,424,626 square feet or 216.36 acres, more or less.

Also included in this conveyance is 24.4 acres, more or less, lying c the west bank of the Cumberland River between the above described property and the deed line of record in Book 3823, Page 658, R.O.D.C. combined totaling 240.8 acres, more or less, by this conveyance. Thi being the entire property conveyed to Edward L. Strasser, Jr., et.ux. John Strasser, William Strasser and Thomas Strasser by deed of record in Book 3823, Page 658, R.O.D.C.

Being part of the same property conveyed to Opryland ~~Opryland USA Inc.~~ of record in Book 9899, page 624, Register's Office for Davidson County, Tennessee.

USA ~~Hospitality~~ Inc. by deed from Gaylord Broadcasting Company

The foregoing description is the same as that contained in the prior deed.

This is unimproved property located on 395 Alan Road ., Nashville, Tennessee.

RE-RECORD BOOK 9901 PG 550

RECORDER NOTE
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36.00

THENCE, with said easterly margin and a curve to the right, 194.07 feet to the point of beginning, said curve having a central angle of 09° 27' 48", a radius of 1175.00 and a chord of N 22° 35' 04" W, 193.85 feet;

Containing 9,424,626 square feet or 216.36 acres, more or less.

Also included in this conveyance is 24.4 acres, more or less, lying on the west bank of the Cumberland River between the above described property and the deed line of record in Book 3823, Page 658, R.O.D.C., combined totaling 240.8 acres, more or less, by this conveyance. This being the entire property conveyed to Edward B. Strasser, Jr., et.ux., John Strasser, William Strasser and Thomas Strasser by deed of record in Book 3823, Page 658, R.O.D.C.

Being part of the same property conveyed to Opryland USA Inc. by deed from Gaylord Broadcasting Company of record in Book 9899, page 624, Register's Office for Davidson County, Tennessee.

The foregoing decription is the same as contained in the prior deed.

This is improved property known as:
Springhouse Golf Course
18 Springhouse Lane
Nashville, Tennessee 37214

RE-RECORD BOOK 9901 PG 551

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0135445 IDENTIF. ↑ REFERENCE
95 DEC 27 PM 2:45
FELIX Z. WILSON III REGISTER
DAVIDSON COUNTY, TN.

0136023 IDENTIF. ↑ REFERENCE
RE-RECORD
95 DEC 28 PM 3:00
FELIX Z. WILSON III REGISTER
DAVIDSON COUNTY, TN.

3699 12/28 0101 03CHECK 36.00