BOOK 9970PG633

This Instrument Prepared By:

WHITE & REASOR (SLW)
3305 West End Avenue
Nashville, TN 37203

Address New Owner(s) as Follows:	Send Tax Bills To:	Map-Parcel No.:
Union Street Plaza, L.L.C. 3305 West End Avenue Nashville, TN 37203	SAME	93-2-3-151

QUITCLAIM DEED

FOR AND IN CONSIDERATION OF Ten and No/100 ($10.00) Dollars, and other good and valuable consideration, the receipt of which is hereby acknowledged, Capital Industries, Inc., a Tennessee corporation, hereby quitclaims and conveys to Union Street Plaza, L.L.C., a Tennessee limited liability company, any and all right, title, interest, and estate of every kind and character whatsoever which it may own in and to certain real property in Davidson County, Tennessee, described on Exhibit "A" attached hereto.

This is improved property known as 315 Union Street, Nashville, Tennessee 37219.

The property herein conveyed is conveyed subject to such limitations, restrictions, and encumbrances as may affect the property, including, but not limited to, those matters set forth in Exhibit "B" attached hereto.

STATE OF TENNESSEE
COUNTY OF DAVIDSON

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

BH. Willingham
Affiant

SUBSCRIBED AND SWORN to before me, this 4th day of MARCH, 1996.

3/21/98
My Commission Expires

Steven L. Reasor
Notary Public

STATE OF TENNESSEE NOTARY PUBLIC AT LARGE

IN WITNESS WHEREOF, the undersigned has executed this instrument on this the ____ day of MARCH, 1996.

CAPITAL INDUSTRIES, INC.,
a Tennessee corporation

By: BH. Willingham III
Ben H. Willingham, III
Its: President

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Personally appeared before me, STEVEN L. WEST, a Notary Public for the State and County aforesaid, Ben H. Willingham, III, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the President of CAPITAL INDUSTRIES, INC., a Tennessee corporation, and is authorized by said corporation to execute this instrument on its behalf.

Witness my hand, at office, this 4th day of MARCH, 1996.

Steven L. West
Notary Public

My commission expires:
3/21/98

EXHIBIT "A"

LEGAL DESCRIPTION

Being a parcel of land in Nashville, First Civil District, Nineteenth Councilmanic District, Davidson County, Tennessee, located in the southeasterly quadrant of the intersection of Union Street and Printers Alley, being a part of Lot No. 40 on the map of the original Town of Nashville, not of record, being more particularly described as follows:

Beginning at the point of intersection of the southerly right-of-way line of Union Street and the easterly right-of-way line of Printers Alley;

Thence, with said southerly right-of-way line N. 62° 30' 17" E, 70.40 feet to an "X" cut in concrete;

Thence, leaving said line with the westerly line of property conveyed to Wolfango Spora, by deed of record in Book 5984, page 801, R.O.D.C., S 27° 37' 42" E, 44.50 feet to a point;

Thence, with the southerly line of said Spora property N. 63° 01' 00" E, 3.66 feet to a point;

Thence, S 26° 50' 47" E, 66.41 feet to a point;

Thence, S 62° 17' 57" West 74.06 feet to a point in the easterly right-of-way line of Printers Alley;

Thence, with said right-of-way line N 27° 09' 41" W, 111.21 feet to the Point of Beginning;

Containing 8,083 square feet or 0.19 acre, more or less.

Being the same property conveyed to 315 Union Street, Inc., a Tennessee corporation, by deed from NCB Associates, a Tennessee general partnership, of record in Book 9264, page 22, and re-recorded in Book 9580, page 771, in the Register's Office for Davidson County, Tennessee.

EXHIBIT "B"

PERMITTED ENCUMBRANCES

1. Taxes for the current year prior to their becoming delinquent.

2. Rights of others in and to party walls.

3. Possible rights of Nashville Thermal Transfer Corporation in and to existing service line under unrecorded agreement.

4. Matters shown on Survey of Barge, Waggoner, Sumner & Cannon dated February 24, 1994.

5. Easement Agreement of record in Book 9264, page 1, Register's Office for Davidson County, Tennessee.

6. Deed of Trust in favor of The Bank of Nashville of record in Book 9556, page 787, Register's Office for Davidson County, Tennessee, as amended by Amendment to Deed of Trust of record in Book 9612, page 990, said Register's Office.

PICK-UP

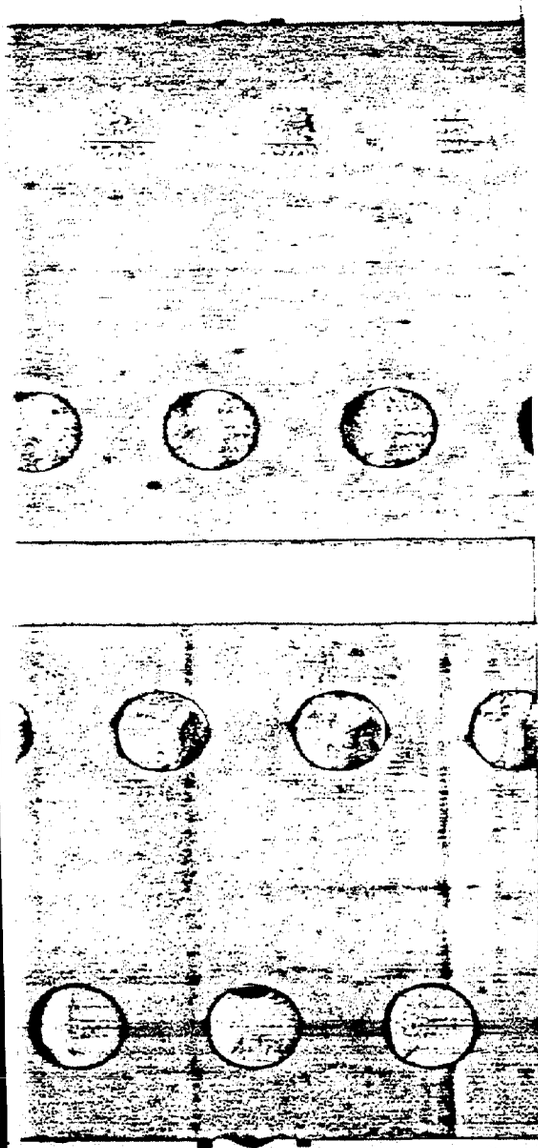
0157379

IDENTIF. A REFERENCE

96 MAR -6 PM 1:01

FELIX Z. [illegible] REGISTER
DAVIDSON COUNTY, TN.

5479 03/06 0101 03CHECK 942.00



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

RECEIVED OF _____

FOR _____

BOOK 9970 PG 637

CO - CONVEYANCE
MO - MORTGAGE
WD - WARRANTY DEED
TD - TRUST DEED

CC - CERTIFIED COPY
REL - RELEASE
UCC - UNIFORM COMMERCIAL CODE

MISC - MISCELLANEOUS
CO TX - STATE TAX CONVEY
MO TX - STATE TAX MORT
PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID

CAMT 250000.00
CON TX 925.00
PRFEE 1.00
MISC 16.00
TOTAL 942.00
CHECK 942.00

03/06/96 01 13:05 0001 5479

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0157379
IDENTIF. # REFERENCE

96 MAR -6 PM 1:01
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 1013591