PREPARED BY:
COMMONWEALTH TITLE AGENCY OF NASHVILLE, INC.
333 GALLATIN ROAD SOUTH
MADISON, TENNESSEE 37115

6503 05/29 0101 03CHECK 238.70

WARRANTY DEED

THIS INDENTURE IS MADE AND ENTERED INTO THIS 24th day of May, 1996.

W I T N E S S E T H: That for and in consideration of Ten Dollars ($10.00) and other good and valuable considerations, the receipt of which is hereby acknowledged, JOHN Q. WESTBROOK III and CHRISTINE WESTBROOK, HUSBAND AND WIFE, herein referred to as Grantors, have this day bargained and sold and do hereby transfer and convey unto the said KRISTEN L. PAYNE, UNMARRIED, herein referred to as Grantee, his/her successors, heirs and assigns, certain real estate in DAVIDSON, County, State of Tennessee, being more particularly described in Exhibit "A", which is attached hereto and incorporated herein by reference, together with all right, title and interest of Grantors in and to any easements and rights-of-way adjoining or abutting said real estate and any covenants and other rights appurtenant thereto (the "Property"). This conveyance of the "Property" and all covenants and warranties contained herein, are made expressly subject to the exceptions and other matters set forth in Exhibit "B", which is attached hereto and incorporated heren by reference.

This is unimproved property known as 401 LEMONT DRIVE, NASHVILLE, TN 37206.

TO HAVE AND TO HOLD said land with the appurtenances, hereditaments, estate, title and interest unto Grantee, his/her heirs, successors and assigns forever. The Grantors covenant and agree with the said Grantee that Grantors is/are lawfully seized and possessed of the said real estate and that Grantors have a good and lawful right to sell the same. The Grantors further covenant that the same is unencumbered except as otherwise set forth in Exhibit 'B" attached hereto. Grantors further covenant and bind himself/herself/themselves, their heirs and representatives, to warrant and forever defend the title to said Grantee, his/her successors, heirs and assigns, against the lawful claims of all persons whomsoever.

CHRISTINE WESTBROOK, spouse of JOHN Q. WESTBROOK III, the Grantor herein, joins in the herein conveyance for the sole purpose of conveying any right, title and interest SHE may have in and to the property described herein, marital or otherwise.

WITNESS the hand and seal of Grantors on the day and year first above written.

John Q. Westbrook III
JOHN Q. WESTBROOK III
Signature of Seller

Christine Westbrook
CHRISTINE WESTBROOK
Signature of Seller

0186254
IDENTIF. & REFERENCE

96 MAY 29 PM 1:00
FELIX A. [illegible] REGISTER
DAVIDSON COUNTY, TN.

INDIVIDUAL
STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, a Notary Public of said County and State, **JOHN Q. WESTBROOK III and CHRISTINE WESTBROOK, HUSBAND AND WIFE**, the within named bargainors, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that they executed the within instrument for the purposes therein contained.

Witness my hand, at office, this **24th** day of **May, 1996**.

ELLA W. WOODALL NOTARY PUBLIC DAVIDSON COUNTY, TENN

Ella W. Woodall
Notary Public

My Commission Expires: 9-18-99

Name and Address of Property Owner:

BOOK 10064 PG 533

KRISTEN L. PAYNE
1775 ANNETA ROAD
LEITCHFIELD, KY 42754

Property Address:

401 LEMONT DRIVE
NASHVILLE, TN 37206

Person Responsible for Taxes:

SAME

Parcel #: MAP 061-05-0-A, PARCEL 023.00

AFFIDAVIT OF VALUE

STATE OF TENNESSEE
COUNTY OF DAVIDSON

I hereby swear or affirm that the actual consideration for this transfer, or value of the property or interest in property transferred, whichever is greater is **$61,000.00** which amount is equal to, or greater than, the amount which the property, or interest in property transferred, would command at a fair and voluntary sale.

Affiant

Sworn to and subscribed before me, a Notary Public, this **24th** day of **May, 1996.**

Notary Public

B. W. WOODALL NOTARY PUBLIC DAVIDSON COUNTY, TENN

My Commission Expires: 9-18-99

RETURN TO:

COMMONWEALTH TITLE AGENCY OF NASHVILLE, INC.
333 GALLATIN ROAD SOUTH
MADISON, TENNESSEE 37115

EXHIBIT 'A'

Situated in the County of Davidson, State of Tennessee, being Unit No. 43 as created and established by the Master Deed and By-laws for Poplar Glen; a Horizontal Property Regime, of record in Book 7534, page 591, Register's Office for Davidson County, Tennessee, as amended by Amendment of record in Book 7548, page 612, said Register's Office, and as shown and described on the Plan for Poplar Glen, Phase II, of record in Book 6900, page 764, Register's Office for Davidson County, Tennessee, submitted to said Master Deed and By-laws by instrument of record in Book 7654, page 439, said Register's Office to all of which reference is here made for a more complete description. Together with an undivided percentage interest in the Common Elements allocated to said Unit as set forth in said Master Deed and By-laws, as may be from time to time amended as provided therein.

Being the same property conveyed to JOHN Q. WESTBROOK III and wife, Tammy J. Westbrook by Deed from Gregory Dale Dew and wife, Kelley A. Gaines Dew, of record in Book 9058, Page 523, Register's Office for DAVIDSON County, Tennessee. John Q. Westbrook III and Tammy J. Westbrook were since divorced by Final Decree of Divorce and Tammy J. Westbrook conveyed all of her right, title and interest in and to John Q. Westbrook III by Quitclaim Deed of record in Book 9258, page 386, said Register's Office.

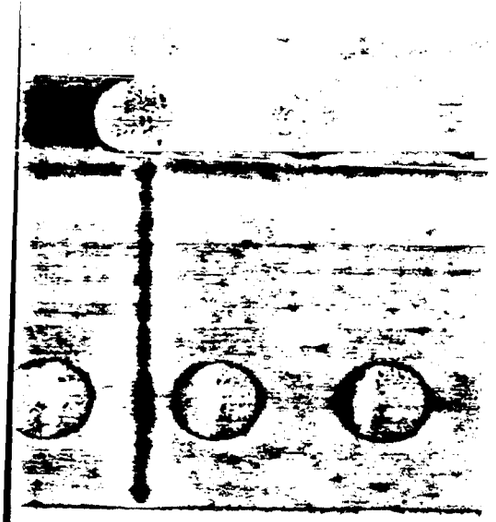
EXHIBIT 'B'

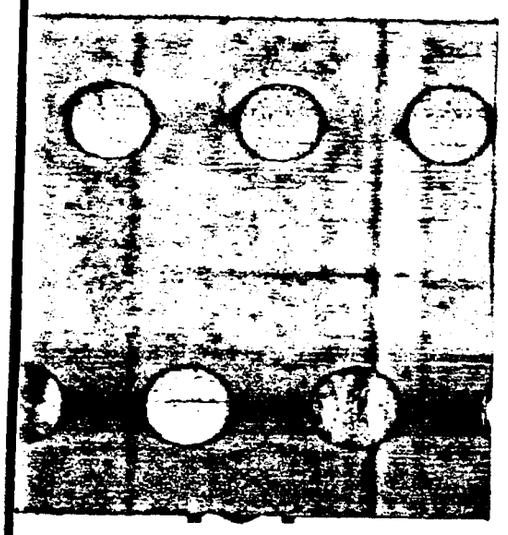
1. All real property taxes for the year 1996 and all subsequent years although the same are not yet due and payable (MAP 061-05-0-A, PARCEL 023.00, 604.13).

2. All matters set forth on the Plan of record in Book 6900, page 764, Register's Office for Davidson County, Tennessee.

3. All of the terms, conditions and provisions of the Tennessee Horizontal Property Act, as set forth in T.C.A. 66-27-101, et seq.

4. Covenants, restrictions, easements, reservations and interest in favor of other unit owners and all sewer, water, electric, telephone and other utility easements now or hereafter established and all other terms and conditions as may be set forth in the Master Deed and By-laws for Poplar Glen, a Horizontal Property Regime, of record in Book 7534, page 591, as amended in Book 7548, page 612, and Book 7654, page 439, Register's Office for DAVIDSON County, Tennessee.





OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY

NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 10064 PG 535

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 61000.00
				CON TX 225.70
				PRFEE 1.00
				WDEED 12.00
				TOTAL 238.70
				CHECK 238.70
			05/29/96 01	13:03 0001 6503

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0186254
IDENTIF. # REFERENCE

96 MAY 29 PM 1:0[illegible]

FELIX Z. WILSON, II REGISTER
DAVIDSON COUNTY, TN

No. 1044413