Box 28

OLD REPUBLIC

National Title Insurance Company
344 Fourth Avenue North
Nashville, Tennessee 37219-1611

BOOK 10066 PG 533

STATE OF TENNESSEE }
COUNTY OF DAVIDSON
THE ACTUAL CONSIDERATION OR VALUE, WHICHEVER IS GREATER, FOR THIS TRANSFER IS $ 27,000.00

AFFIANT

SUBSCRIBED AND SWORN TO BEFORE, THIS THE DAY OF May, 19 96

NOTARY PUBLIC

My Commission expires: JAN. 11, 1999

THIS INSTRUMENT PREPARED BY
Devereaux D. Cannon, Jr., Attorney, 344 Fourth Avenue, North, Nashville, TN 37219
NAME ADDRESS

NAME & ADDRESS OF PROPERTY OWNER:	SEND TAX BILLS TO:	MAP & PARCEL NUMBERS:
JOHN T. BOTTOM, TRUSTEE	SAME	39-281
(NAME) 6553 Pettus Rd.	(NAME)	
(ADDRESS) Antioch TN. 37013	(ADDRESS)	
(CITY) (STATE) (ZIP)	(CITY) (STATE) (ZIP)	

Warranty Deed

For and in Consideration of the sum of $ 10.00 cash in hand paid by the hereinafter named grantees, and other good and valuable consideration, the receipt of which is hereby acknowledged, we

JEANNE B. THOMPSON

hereinafter called the **GRANTORS**, have bargained and sold, and by these presents do transfer and convey unto

JOHN T. BOTTOM, TRUSTEE, WITH FULL POWER TO SELL, MORTGAGE, TRANSFER, CONVEY, OR OTHERWISE ENCUMBER, WITHOUT THE JOINDER OF ANY BENEFICIARY.

hereinafter called the **GRANTEES**, their heirs and assigns, a certain tract or parcel of land in Davidson County, Tennessee, described as follows, to wit:

(SEE ATTACHED EXHIBIT "A")

0186905
IDENTIF. & REFERENCE

96 MAY 30 PM 12:58
FELIX Z. ... REGISTER
DAVIDSON COUNTY, TN.

THE PROPERTY HEREIN DESCRIBED IS NOT THE PLACE OF RESIDENCE OF THE GRANTOR.

unimproved (XX)
This is improved ( ) property, known as _____
(House Number) (Street) (City) (State) (Zip)

To Have and to Hold the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said GRANTEES, their heirs and assigns, forever. We do covenant with said GRANTEES that we 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 set out herein. We do further covenant and bind ourselves, our heirs and representatives, to warrant and forever defend the title to the said land to the GRANTEES, their heirs and assigns, against the lawful claims of all persons whomsoever. Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

Witness our hands this 29th day of May, 19 96.

Jeanne B. Thompson
JEANNE B. THOMPSON

INDIVIDUAL ACKNOWLEDGMENTS:

BOOK 10066 PG 534

STATE OF TENNESSEE }
County of DAVIDSON }

Personally appeared before me, the undersigned authority, a Notary Public in and for said County and State, the within named JEANNE B. THOMPSON, the bargainor(s), with whom I am personally acquainted (or proved to me in the basis of satisfactory evidence), and who acknowledged that she executed the within instrument for the purposes therein contained.

Witness my hand and official seal at office this 29th day of May, 19 96.

My Commission expires:
11/28/98

Jo Ann Smith
Notary Public

STATE OF TENNESSEE }
County of }

Personally appeared before me, the undersigned authority, a Notary Public in and for said County and State, the within named _____, the bargainor(s), with whom I am personally acquainted (or proved to me in the basis of satisfactory evidence), and who acknowledged that _____ executed the within instrument for the purposes therein contained.

Witness my hand and official seal at office this _____ day of _____, 19____.

My Commission expires:

_____
Notary Public

STATE OF TENNESSEE }
County of }

Personally appeared before me, the undersigned authority, a Notary Public in and for said County and State, the within named _____, the bargainor(s), with whom I am personally acquainted (or proved to me in the basis of satisfactory evidence), and who acknowledged that _____ executed the within instrument for the purposes therein contained.

Witness my hand and official seal at office this _____ day of _____, 19____.

My Commission expires:

_____
Notary Public

CORPORATE OR PARTNERSHIP ACKNOWLEDGMENT:

STATE OF TENNESSEE }
County of }

Before me, the undersigned authority, a Notary Public in and for the State and County aforesaid, personally appeared _____, with whom I am personally acquainted (or proved to me in the basis of satisfactory evidence), and who, upon oath, acknowledged _____self to be the _____ of _____, the within named bargainor, a corporation (or partnership), and that ____, as such officer (or partner), being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation (or partnership) by _____self as such officer (or partner).

Witness my hand and official seal at office this _____ day of _____, 19____.

My Commission expires:

_____
Notary Public

EXHIBIT "A"

BOOK 10066 PG 535

TRACT 12

BEING a parcel of land in the Second Civil District of Nashville, Davidson County, Tennessee, located on the southerly margin of Old Hickory Boulevard west of Whites Creek Pike and being more particularly described according to a survey made by Crawford Land Surveyors, P.C., dated May 8, 1996, as follows:

BEGINNING at a point in the southerly margin of Old Hickory Boulevard, said point being westerly along said margin 2485 feet, more or less, from the centerline of Whites Creek Pike, and in the northwest corner of Tract 12;

Thence, with the southerly margin of Old Hickory Boulevard, with a curve concave to the north having a central angle of 0°48'16", a radius of 11489.20 feet and a chord of S61°53'24"E, 161.31 feet for an arc length of 161.31 feet to a point;

Thence, leaving said margin with the common line between Tract 12 and Tract 11, S18°16'28"W, 1305.56 feet to a point in the north line of W. H. Thompson;

Thence, with W. H. Thompson, N86°47'21"W, 161.30 feet, to a point in the southeast line of R. M. Evans and wife;

Thence, with R. M. Evans and wife, N13°55'53"E, 199.99 feet to a point;

Thence, N18°07'36"E, 980.35 feet to a point;

Thence, with R. R. Jenkins and wife, N22°31'11"E, 195.81 feet to the point of beginning, containing 5.24 acres, more or less.

Being part of the same property conveyed to Jeanne B. Thompson by deeds of record in Book 8635, page 1, and Book 8672, page 131, 134 and 137, Register's Office for davidson County, Tennessee.

THIS CONVEYANCE IS MADE SUBJECT TO THE FOLLOWING:

1. Metro taxes for 1996, a lien, but not yet due and payable.

2. Easements to Southern Bell Telephone and Telegraph Company, of record in Book 756, page 542, and Book 875, page 12, said Register's Office.

3. No insurance is afforded as to the acreage or square footage contained in the property.

4. Restrictive Covenants as shown on attached Exhibit "B".

RESTRICTIONS FOR TRACTS 1 THRU 12
THOMPSON PROPERTY LOCATED
ON WHITES CREEK PIKE & OLD HICKORY BLVD
WHITES CREEK, TN

BOOK 10066 PG 536

1. All residences shall have a minimum of 1,400 square feet of living area, exclusive of porches, garage, carport and basement.

2. No residence shall be constructed or maintained with outside walls constructed of any material other than brick, natural stone, wood, stucco, aluminum siding or vinyl siding or a combination thereof.

3. No trailer, tent, garage, barn basement or other outbuilding shall be erected or used as either a temporary or permanent residence.

4. No commercial poultry or no swine may be kept on property.

5. All barns and other detached buildings must be set back a minimum of 200 feet from any easement for ingress and egress or public or private road and no closed than 25 feet to a side or rear line, except any commercial buildings erected in a commercial zone along Whites Creek Pike (Hwy 431).

6. No noxious or offensive operations shall be conducted or maintained on any tract, and nothing shall be done on any tract which may constitute a nuisance or unreasonable annoyance to the neighborhood.

7. These restrictive covenants may be amended and/or altered from time to time by the recording of a written instrument executed by the owners of 60% of all the tracts.

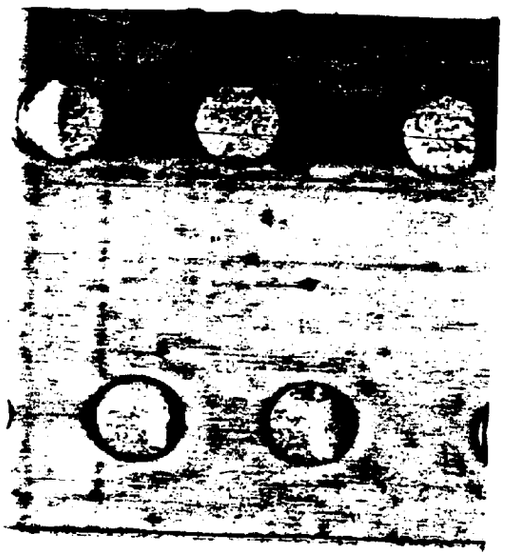
8. The restrictive covenants shall run with the land and shall expire twenty (20) years from the recording of this instrument.

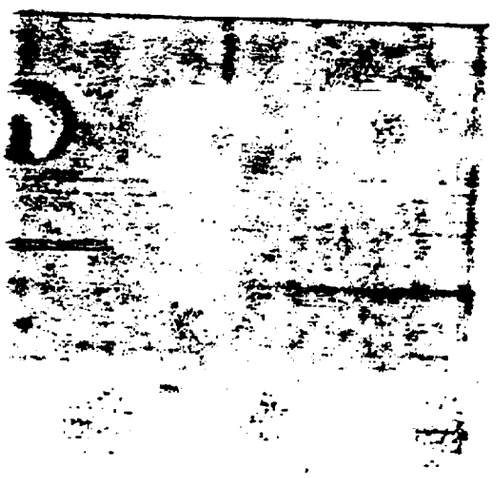
9. The right of enforcement of these restrictive covenants is vested in the owner or assigns of Tract 1 through 12 of unrecorded plat prepared by Allen Crawford, Surveyor dated April 23 1996. Any such owner of any of said Tracts shall have the right at any time to compel compliance with said covenants, or any of them or to prevent the violation of any of them, by the institution of an action at law or a suite in equity for injunctive or other relief.

10. By the creation of the above restrictions there is no intention of imposing them on any other land owned by Gary B. Thompson & Jeann B. Thompson or their beneficiary, whether adjoining said northerly portion of this property or located in the vicinity thereof, there being no general plan of development of all of their land, and they do expressly reserve the right to restrict in the same or in a different manner or not to restrict at all the land owned by them which is not embraced within the above restrictions.

EXHIBIT "B"

7170 05/30 0101 03CHECK 116.00





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

RECEIVED OF _____

FOR _____

BOOK 10066 PG 537

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	27000.00
			CON TX	99.90
			PRFEE	1.00
			MDEED	16.00
			TOTAL	116.90
			CHECK	116.90

05/30/96 01 13:03 0001 7170

IDENTIF. # REFERENCE 018905

96 MAY 30 PM 2:59

FELIX Z. WILSON, II REGISTER
DAVIDSON COUNTY, TN.

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

No. 1045073