Box 28

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

BOOK 10066 PG 591

STATE OF TENNESSEE)
COUNTY OF DAVIDSON
THE ACTUAL CONSIDERATION OR VALUE, WHICHEVER IS GREATER, FOR THIS TRANSFER IS $ 30,000.00

Virgil Ray
AFFIANT

SUBSCRIBED AND SWORN TO BEFORE, THIS THE 29th DAY OF May, 1996

Ernest D. Hall
NOTARY PUBLIC

My Commission expires: Jan. 14, 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:
VIRGIL RAY, TRUSTEE	SAME	(PT) 39-282
(NAME)	(NAME)	
901-8th. Av So.		
(ADDRESS)	(ADDRESS)	
Nash. Tn. 37203		
(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

GARY B. THOMPSON, AN UNMARRIED PERSON

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

VIRGIL RAY, 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")

96 MAY 30 PM 1:03
FELIX Z. ... REGISTER
DAVIDSON COUNTY, TN.

0186915
IDENTIF. REFERENCE

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.

GARY B. THOMPSON

INDIVIDUAL ACKNOWLEDGMENTS:

STATE OF TENNESSEE }
County of DAVIDSON }

BOOK 10066 PG 592

Personally appeared before me, the undersigned authority, a Notary Public in and for said County and State, the within named GARY 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 he 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

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 593

TRACT 3

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 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 700 feet, more or less, from the centerline of Whites Creek Pike, and in the northeast corner of Tract 3 and the northwest corner of Gary B. Thompson Subdivision of record in Deed Book 8672, Page 148, and Platbook 8250, Page 159, R.O.D.C.;

Thence, leaving said southerly margin of Old Hickory Boulevard with Gary B. Thompson Subdivision, S5°04'34"E, 158.37 feet to a point in the southwest corner of said Gary B. Thompson Subdivision;

Thence, leaving Gary B. Thompson, S03°01'09"E, 496.33 feet to a point;

Thence, S88°25'52"W, 64.75 feet to a point;

Thence, S38°05'23"W, 622.00 feet to a point in the north line of W. H. Thompson;

Thence, with W. H. Thompson, N67°28'29"W, 136.00 feet to a point;

Thence, leaving W. H. Thompson with the common line between Tracts 3 and 4, N26°51'33"E, 1010.15 feet to a point;

Thence, N0°50'22"W, 204.02 feet to a point in the southerly margin of Old Hickory Boulevard;

Thence, with a curve concave to the north having a central angle of 2°48'03", a radius of 1667.02 feet, and a chord of S81°07'32"E, 81.48 feet for an arc length of 81.49 feet to the point of beginning, containing 5.15 acres, more or less.

Being part of the same property conveyed to Gary B. Thompson by will of record in Will Book 87, page 201, Davidson County Probate Court Clerk's Office and by deeds of record in Book 8672, pages 140, 144 and 148, 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. Title to that portion of the premises embraced within the bounds of any graves or graveyards, with all rights of ingress and egress thereto.

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

4. Easements to Tennessee Natural Gas Lines, Inc. of record in Book 1333, page 162 and Book 1318, page 643, said Register's Office .

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

6. Easement to Nashville Gas Company of record in Book 2137, page 361, said Register's Office .

7. Agreement for Dedication of Easement for Sanitary Sewers and/or Storm Drainage of record in Book 7640, page 629, said Register's Office.

8. Agreement for Dedication of Easement for Sanitary Sewers and/or Storm Drainage of record in Book 7614, page 31, said Register's Office.

9. Agreement for Dedication of Easement for Sanitary Sewers and/or Storm Drainage of record in Book 8280, page 956, said Register's Office.

10. 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 595

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.

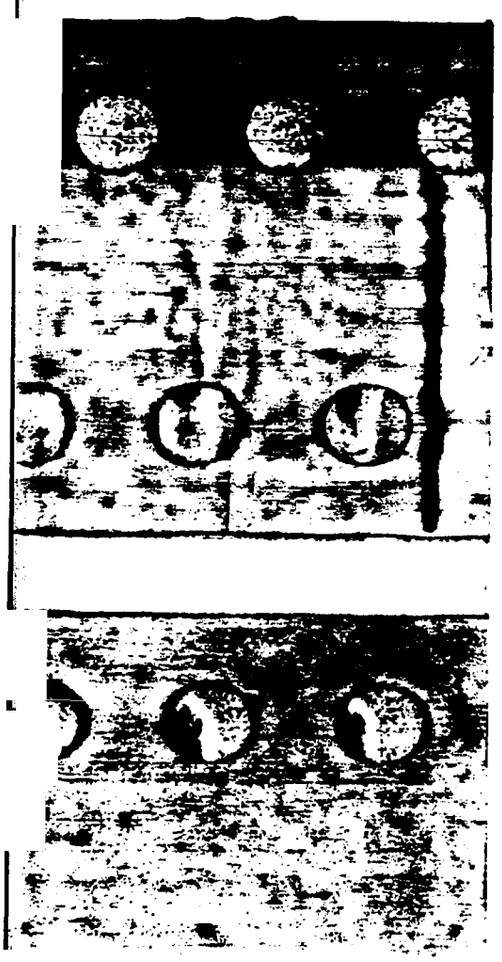
8. The restrictive covenants shall run with the land and shall expire twenty (20) years from the recording of this instrument.

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"

7:30 05/30 0101 03CHECK 132.00



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

RECEIVED OF _____

FOR _____

BOOK 10066 PG 596

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 30000.00
				CON TX 111.00
				PRFEE 1.00
				WDEED 20.00
				TOTAL 132.00
				CHECK 132.00
			05/30/96 01	13:08 0001 7180

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0186915 IDENTIF. ↑ REFERENCE

96 MAY 30 PM 1:08

FELIX Z. WILSON, II REGISTER
DAVIDSON COUNTY, TN

No. 1045083