2x44 **THIS INSTRUMENT PREPARED BY:** **Wesley D. Turner** **GULLETT, SANFORD, ROBINSON & MARTIN, PLLC** 230 Fourth Avenue, North P. O. Box 198888 Nashville, Tennessee 37219-8888 (615) 244-4994	STATE OF TENNESSEE) COUNTY OF DAVIDSON) The actual consideration or value, whichever is greater, for this transfer is $62,500.00. Marie L. Vaughn **Affiant** Subscribed and sworn to before me, this 27th day of June, 1996. Linda P. Turner Notary Public My Commission Expires: 5/23/98

Address New Owner As Follows: Marie L. Vaughn 6666 Brookmont Terrace #1202 Nashville, TN 37205	Send Tax Bills To: FT Mortgage Companies P. O. Box 146 Memphis, TN 38101	Map-Parcel Number: 129-14-0-A 34.00CO 8DZ 78172

WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of Ten and no/100 Dollars ($10.00), cash in hand paid by the hereinafter named Grantee, and other good and valuable consideration, the receipt of which is hereby acknowledged, **JOHN H. NOEL, III, TRUSTEE,** hereinafter called the Grantor, has bargained and sold, and by these presents does transfer and convey unto **MARIE L. VAUGHN,** hereinafter called the Grantee, her heirs and assigns, a certain tract or parcel of land in Davidson County, Tennessee, described as follows:

Apartment Unit No. 1202, Wessex Towers Condominium created under Title 64, Section 2701 et seq., as amended, Tennessee Code Annotated, and as established by a Master Deed, which was executed by Central Tennessee Investment Company, Inc., of record in Book 5414, page 634, Register's Office for Davidson County, Tennessee, together with the undivided percentage interest in the common elements appurtenant to said Unit as set forth in Exhibit A-1 of said Master Deed. Reference is hereby made to the plat of Wessex Towers Condominium apartments, of record in Book 5200, page 142, Register's Office for said County, for a more complete identification and description of said unit.

Being the same property conveyed to John H. Noel, III, Trustee, by deed from Wessex Towers, Ltd., of record in Book 5704, page 378, Register's Office for Davidson County, Tennessee.

For adequate consideration, the receipt of which is hereby acknowledged, Grantee, for herself and her heirs and assigns, hereby grants to John H. Noel III the right of first refusal with respect to the above-described subject property. However, this right of first refusal shall not apply to a conveyance to any family member(s) of Grantee, even though it shall still apply to subsequent conveyances. Prior to any proposed conveyance, Grantee, or the then-current owner(s) of the subject property, shall give John H. Noel III written notice of the proposed conveyance, which

shall include the purchase price, terms and name and address of the proposed grantee. John H. Noel III shall then have 48 hours to match the purchase price and terms of the offer in writing. If John H. Noel III receives the notice but does not respond to it in writing, then he shall be deemed to have rejected it. Notwithstanding anything else contained in this paragraph, this right of first refusal shall run with the subject property but shall expire at the earlier of : 20 years from the date hereof, or the death of John H. Noel, III.

This conveyance is made subject to:

1. 1996 taxes, a lien but not yet due and payable, which have been prorated and assumed by Grantee. By acceptance of delivery of this instrument, Grantee assumes and agrees to pay such taxes as and when such become payable and to indemnify and hold harmless Grantor from liability and loss therefrom.

2. Master Deed establishing Horizontal Property Regime of record in Book 5414, page 634, Register's Office for Davidson County, Tennessee.

3. All terms and provisions of the Charter of Wessex Towers Condominium Association, Inc., of record in Corporation Book Volume 67, page 1023, in the Office of the Secretary of the State of Tennessee, and in Book 5412, page 451, Register's Office for Davidson County, Tennessee, and the By-Laws and rules and regulations of said corporation.

4. Matters shown on the Plan of record in Book 5200, page 142, Register's Office for said County.

5. Rights of others in and to the common elements.

This is improved property known as 6666 Brookmont Terrace, #1202, Nashville, TN 37205.

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said Grantee, her heirs and assigns, forever; and I covenant with the said Grantee that I am lawfully seized and possessed of said land in fee simple, have a good right to convey it, and the same is unencumbered, unless otherwise herein set out; and further covenant and bind myself, my heirs and assigns, to warrant and forever defend the title to the said land to the said Grantee, her heirs and assigns, against the lawful claims of all person whomsoever.

WITNESS my hand this 27th day of June, 1996.

John H. Noel, III, Trustee

96 JUN 27 PM 4:04
REGISTER
DAVIDSON COUNTY, TN.

0197640
IDENTIFICATION REFERENCE

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

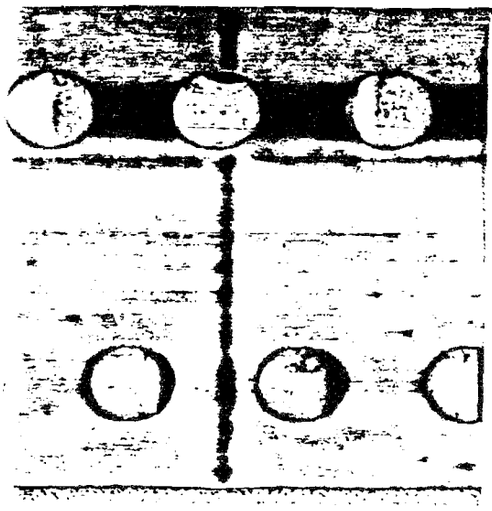
Personally appeared before me, the undersigned, a Notary Public in and for said County and State, **JOHN H. NOEL, III, TRUSTEE,** the within named bargainor, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained.

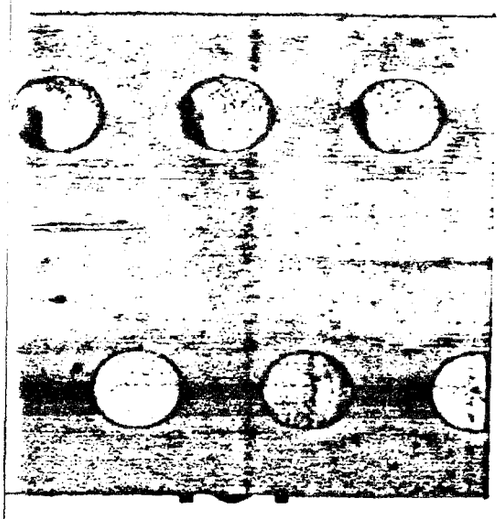
WITNESS my hand, at office, this 27th day of June, 1996.

Notary Public

My Commission Expires: 5/23/98

0053245.01





OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY

NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 10101 PG 675

CO CONVEYANCE	CC CERTIFIED COPY	MISC MISCELLANEOUS
MO MORTGAGE	REL RELEASE	COTX STATE TAX CONVEY
WE WARRANTY DEED	UCC UNIFORM COMMERCIAL CODE	MOTX STATE TAX MORT
TD TRUST DEED		PRFEE PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID

CAMT	62500.00
CON TX	231.25
PRFEE	1.00
WDEED	8.00
TOTAL	240.25
CHECK	240.25

06/27/96 01 16:09 0001 8777

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0197640

IDENTIFICATION REFERENCE

96 JUN 27 PM 4:04

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

No. 1056530