Box 23
(MBH)

THIS INSTRUMENT PREPARED BY:
BAKER, DONELSON, BEARMAN & CALDWELL
a Profession Corporation
511 Union Street, Suite 1700
Nashville, Tennessee 37219

BOOK 10265 PG 429

96 NOV 21 AM 10:44
DAVIDSON COUNTY REGISTER
DAVIDSON COUNTY, TN.

02487S3
IDENTIFICATION REFERENCE

Address New Owner as follows:
H. C. Tinnell
5329 Charlotte Avenue
Nashville, TN 37209

Send Tax Bills To:
Same

Map-Parcel No.
Map 106-6
Parcel 47.1 and
Part of Map 106-6
Parcel 47

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $480,000.00

Affiant

Subscribed and sworn to before me this the 20th day of November, 1996.

Notary Public

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 and sufficiency of which are hereby acknowledged, **Rock City Realty Co. Inc., a Tennessee corporation**, hereinafter called "Grantor", has bargained and sold, and by these presents do transfer and convey unto **H. C. Tinnell**, hereinafter called "Grantee", his heirs, successors and assigns, all of its interest in and to a certain tract or parcel of land in Davidson County, Tennessee, described as follows, to-wit:

(SEE EXHIBIT "A" ATTACHED HERETO AND INCORPORATED BY REFERENCE AS FULLY AS THOUGH COPIED HEREIN)

Said property is transferred subject to the limitations, restrictions and encumbrances set forth on Exhibit A.

This is improved property known as 605 Murfreesboro Pike, Nashville, Tennessee 37210.

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, his heirs, successors and assigns, forever.

And Grantor does covenant with the said Grantee that it is lawfully seized and possessed of said land in fee simple, has a good right to convey it, and the same is unencumbered, unless otherwise herein set out.

And Grantor does further covenant and bind itself, its successors, assigns, and representatives, to warrant and forever defend the title to the said land to the said Grantee, his heirs, successors 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 this 13th day of November, 1996.

ROCK CITY REALTY CO., INC.
a Tennessee corporation

BY: _____
Kenneth Brake, Jr.

TITLE: President

STATE OF Colorado

COUNTY OF Teller

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared Kenneth Brake, Jr., with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledge himself to be President of Rock City Realty Co., Inc., a Tennessee corporation, the within named bargainor, a corporation, and that he as such President, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as President.

Witness my hand and seal, at office, in Woodland Park, Colorado, this the 13th day of November, 1996.

_____
Notary Public

My Commission Expires:

My Commission Expires 09/05/99

NOTARY PUBLIC

EXHIBIT A

BOOK 10266 PG 431

PROPERTY DESCRIPTION

Land in Davidson County, Tennessee, being Lot 2 on the Plan of Subdivision of the Rock City Realty Co., Inc. Property of record in Book 9700, page 286, Register's Office for Davidson County, Tennessee, to which plat reference is hereby made for a more complete description of said lot.

Being part of the property conveyed by Kenneth S. Brake, Nelle Clark Brake and Kenneth S. Brake, Jr., as tenants in common, and as former partners doing business under the partnership name of Rock City Amusement Company, to Rock City Realty Co., Inc., by Warranty Deed of record in Book 2651, page 50, Register's Office for Davidson County, Tennessee. Rock City Realty Co., Inc., a Tennessee corporation, merged into Rock City Amusement Co., Inc., a Tennessee corporation, by instrument of record in Book 8649, page 543, and an amendment and change of names to Rock City Realty Co., Inc., a Tennessee corporation, of record in Book 10257, page 117, Register's Office for Davidson County, Tennessee.

Together with an easement for pedestrian ingress and egress over and across such portion of the southeast corner of Lot 1 of the aforesaid plat as is reasonably necessary to allow pedestrian access over Lot 2 by means of the steps located adjacent to the retaining wall along the southern boundary of Lot 2. By acceptance of this deed, Grantee, it successors and assigns, agree to indemnify and hold harmless the owner of Lot 1, its tenants, successors and assigns, against any claims of liability by third parties occasioned by virtue of the use of said easement.

THE ABOVE DESCRIBED PROPERTY IS CONVEYED SUBJECT TO THE FOLLOWING:

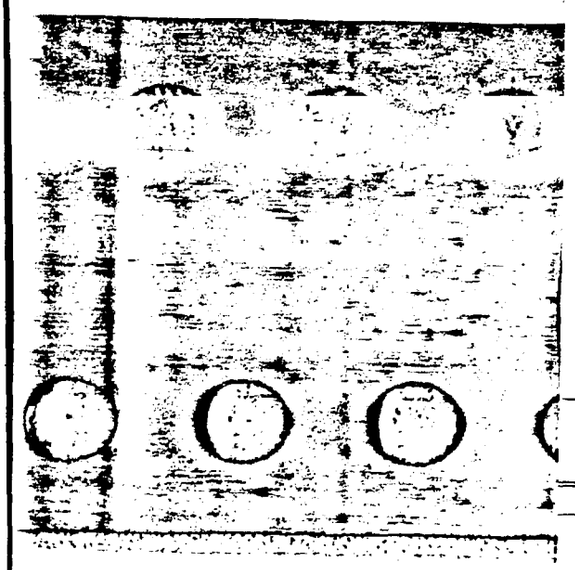
1. Ad Valorem taxes for the year 1996 and subsequent years.

2. Easement of record in Book 3764, page 285, said Register's Office.

3. Easement of record in Book 3762, page 369, said Register's Office.

4. All matters as shown on the plan of record in Book 9700, page 286, said Register's Office.

7800 11/21 0101 03CHECK 1789.00



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

RECEIVED OF _____

FOR _____

BOOK 10266 PG 432

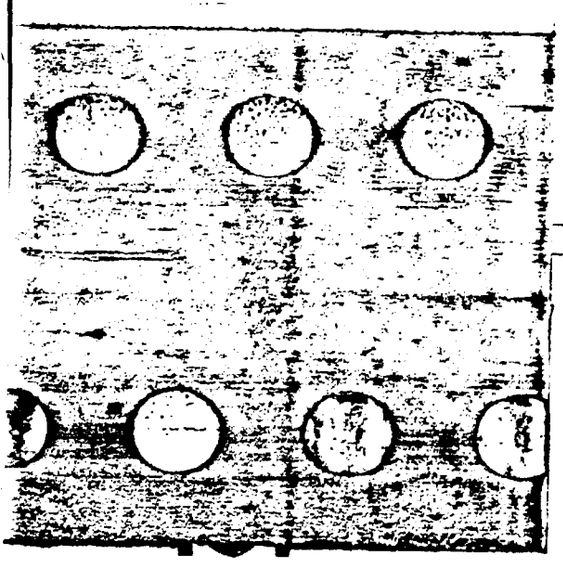
CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO - MORTGAGE	REL - RELEASE	CO TX - STATE TAX CONVEY
WD - WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MO TX - STATE TAX MORT
TD - TRUST DEED		PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID

CAMT
480000.00
CON TX 1776.00
PRFEE 1.00
WDEED 12.00
TOTAL 1789.00
CHECK 1789.00

11/21/96 01 10:48 0001 7800

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK



0248753
IDENTIF. ↑ REFERENCE

96 NOV 21 AM 10:44

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

No. 1090506