BOOK 10307 PG 258

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration for this transfer is $NONE.

Affiant

Subscribed and sworn to before me, this 27th day of December, 1996.

Notary Public

My Commission Expires: 1-26-97

NOTARY PUBLIC AT LARGE DAVIDSON COUNTY

THIS INSTRUMENT PREPARED BY:

GULLETT, SANFORD, ROBINSON & MARTIN, PLLC
230 Fourth Avenue, North
P. O. Box 198888
Nashville, Tennessee 37219-8888
(615) 244-4994

96 DEC 31 PM 3:41
DAVIDSON COUNTY, TN.

0260598
IDENTIF. # REFERENCE

Address New Owner As Follows:	Send Tax Bills To:	Map-Parcel Numbers:
Smith Investment Group, L.P. 4215 Harding Road, No. 1001 Nashville, TN 37205	Same	Tract 1: 93-10-209, 195, 196, 197, 199, 205, 206 & 207 Tract 2: 93-10-182, 186 & 187

QUITCLAIM DEED

KNOW ALL PERSONS by these presents that SMITH INVESTMENT MANAGEMENT, INC., a Tennessee corporation, (the "Grantor"), for and in consideration of the sum of Ten and no/100 Dollars ($10.00), cash in hand paid, and other good and valuable

consideration, the receipt of which is hereby acknowledged, and for the purpose of transferring the Grantor's entire ownership interest in the subject real property, hereby release, remise and quitclaim unto **SMITH INVESTMENT GROUP, L.P.,** all right, title and interest of the Grantor in and to two (2) certain tracts or parcels of land in Davidson County, Tennessee, being more particularly described on Exhibit A attached hereto and incorporated herein by reference.

The subject property is quitclaimed subject to such limitations, restrictions and encumbrances as may affect the premises.

WITNESS our hands this 27th day of December, 1996.

SMITH INVESTMENT MANAGEMENT, INC.

By: Ada T. Smith
Ada T. Smith, President

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public in and for the State and County aforesaid, personally appeared Ada T. Smith, with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence, and who upon her oath acknowledged herself to be the President of Smith Investment Management, Inc., the within named bargainor, a corporation, and that she as such President executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by the said Ada T. Smith as such President.

WITNESS my hand and official seal at Nashville, Tennessee, on this the 27th day of December, 1996.

Julia C. Hunt
Notary Public

My Commission Expires: 7-26-97

1035 12/31/2001 03:CHECK 24.00

EXHIBIT A

Legal Description

TRACT 1

All property described and known at Tax Map 93-10, parcels 209, 195, 196, 197, 199, 205, 206 and 207, on the records of the Trustee of Metropolitan Nashville and Davidson County, Tennessee, all as further described below.

Land in Davidson County, Tennessee, being Lots No. 1 through 23, inclusive, in Wilson Springs Plan, of record in Book 14, page 344, Register's Office for said County, all as further described below.

Parcel A: Being the northerly 22 feet of Lot No. 3 on the Wilson Spring Plan of lots, as of record in Book 14, page 344, Register's Office for said County.

Said northerly part of lot no. 3 fronts 22 feet, more or less, on the westerly said of 6th Avenue, South, formerly High Street and runs back between parallel lines 125 feet, more or less, to an alley.

Parcel B: Being the southerly 22 feet of lot No. 4 on the Plan of the Wilson Springs Property, as of record in Book No.14, page 344, Register's Office for said County.

Said southerly part of lot No. 4 fronts 22 feet on the westerly side of 6th Avenue South, formerly High Street, and runs back between parallel lines 126 feet, more or less, to an alley.

Said two parcels are part of the property conveyed by Mary Greenlaw Coble, et vir., to Maryland Realty Company by deed of record in Book 3824, page 602, Register's Office for Davidson County, Tennessee.

Parcel C: Land in Davidson County, Tennessee, being the north 11 feet of Lot No. 4 and the South 11 feet on Lot No. 3 on the Map of Wilson Spring Addition, of record in Book 14, page 344, Register's Office for said County.

Said parts of said lots adjoin and front together 22 feet on the west side of 6th Avenue South, formerly High Street, and run back between lines 125 feet more or less to an alley.

Being part of the property conveyed by Mary Greenlaw Coble, et vir., to Maryland Realty Company by deed of record in Book 3824, page 602, Register's Office for Davidson County, Tennessee.

Parcel D: Land in Davidson County, Tennessee, being Lots Nos.1 and 2 on the plan of the Wilson Spring Property, as of record in Book 14, page 344, Register's Office for said County.

Said Lots Nos. 1 and 2 fronts 33 feet each on the westerly side of 6th Avenue South, formerly High Street, and run back between parallel lines 120 feet to an alley, Lot No.1 running back with the southerly margin of Peabody Street, formerly McEwen Street.

Being the same property conveyed to Maryland Realty Company by deed from Nettie Wilson Bolton and Minnie L. Howard, of record in Book 2812, page 442, Register's Office for said County.

Parcel E: Being Lots Nos. 5 and 6 on the Wilson Spring Tract, as of record in Book 14, page 344, Register's Office for said County.

Said lots adjoin and front 66 feet on the west side of 6th Avenue South, and run back between parallel lines 130 feet, more or less, to an alley.

Being the same property conveyed to Maryland Realty Company, by deed from Louis Komisar, Sol Komisar, and Max Komisar, Co-Trustees, of record in Book 2788, page 611, Register's Office for said County.

Parcel F: Being Lot No. 7 on the plan of Wilson Spring Property, as of record in Minute Book "C'', page 510, Chancery Court for said County.

Said Lot No. 7 fronts 33 feet on the westerly side of 6th Avenue South, formerly High Street, and runs back between parallel lines 135 feet, more or less, to an alley.

Being the same property conveyed to Maryland Realty Company, by deed from Leon Gilbert, of record in Book 2809, page 346, Register's Office for said County.

INCLUDED in the above description, but EXCLUDED therefrom is the following tract of land:

Beginning on the west side of Sixth Avenue South at the common point of Lots 7 and 8 Wilson Springs Tract as of record in Plat Book 14, page 344, Register's Office for Davidson County, Tennessee; thence southwesterly with the common boundary of said two lots 133.10 feet to the center of an alley now closed, thence with the center of said alley in a northwesterly direction 15.67 feet to a point, thence North 64 deg. 54' East 132.22 feet, more or less, to the westerly margin of Sixth Avenue South, thence southeasterly with the west margin of Sixth Avenue South 15.64 feet to the point of beginning, containing 2153 square feet or .049 acres, more or less, as shown on Boundary Survey December 11, 1974, by Michael V. Holmes Co., for Madison Smith of Lots 8 through 18 and 23 Wilson Springs Tract, Plat Book 14, page 344, said Register's Office.

Parcel G: Commencing at a point in the center line of the alley now closed on the south side of Peabody Street, ten feet east of the northeasterly corner of Lot 23 Wilson Springs Tract, as of record in Plat Book 14, page 344, Register's Office for Davidson County, Tennessee, thence westerly with the southerly margin of Peabody Street a distance of 20 feet to a point, thence South 27 deg. 2' 56" east a distance of 215.52 feet, more or less, to a point in the center of said alley now closed, thence North 21 deg. 44' 1" west with the center line of said alley to the southerly margin of Peabody Street at the point of beginning, containing 2153 square feet or

.049 acres, more or less, and being part of the said Lot 23, conveyed to Madison Smith by deed from Protective Insurance Agency, Inc., of record in Book 4918, page 554, said Register's Office and part of said alley, now closed. See boundary Survey by Michael V. Holmes Co., December 11, 1974, for Madison Smith of Lots 8 through 18 and 23 Wilson Springs Tract, Plat Book 14, page 344, said Register's Office.

Being the same property conveyed to Maryland Realty Company, by deed from Madison Smith, or record in Book 4959, page 941, Register's Office for said County.

The following is a further description of all or part of the subject tract:

Being a parcel of land situated in Davidson County, Tennessee, said parcel being all or part of lots #2, #6 thru #18 inclusive, #21 and #22 as shown on the plan of Wilson Springs as of record in the Register's Office for Davidson County, Tennessee and being more particularly described by metes and bounds as follows;

BEGINNING at a point marking the southwest corner of the intersection of Peabody Street and Sixth Avenue South;

Thence, with the westerly margin of Sixth Avenue South, S 25° 00' 18" E, a distance of 455.74 feet to a point situated in the northerly margin of Lea Street;

Thence, with said margin of Lea Street, N 80° 00' 37" W, a distance of 58.73 feet marking the beginning of a curve to the left;

Thence, with said curve, having a Central Angle 45°21' 54", a Radius of 54.04 feet, a Tangent of 22.59 feet and a Length of 42.79 feet to a point;

Thence, S 54° 37' 30" W, a distance of 1.44 feet to a point marking the beginning of a curve to the right;

Thence, with said curve, having a Central Angle of 63° 42' 43", a Radius of 30.79 feet, a Tangent of 19.13 feet, and a length of 34. 23 feet to a point situated in the northerly margin of Lafayette Street;

Thence, with said margin of Lafayette Street, N 61° 39' 47" W a distance of 338.68 feet marking the beginning of a curve to the right;

Thence, with said curve, having a Central Angle of 128° 49' 07", a Radius of 50.85 feet, a Tangent of 106.17 feet and a Length of 114.32 feet to a point;

Thence, N 24° 49' 06" W, a distance of 40.38 feet to a point;

Thence, N 42°58' 41" E, a distance of 21.07 feet to a point situated in the southerly margin of Peabody Street;

Thence, with said margin of Peabody Street, N 64° 54' 34" E, a distance of 260.31 feet to the Point of Beginning and containing 2.357 acres of land.

Land in Davidson County, Tennessee, being Lot No. 21 in Wilson Springs Plan, of record in Book 14, page 344, Register's Office for said County. Said Lot No. 21 fronts 35 feet on the southerly margin of Peabody Street and runs back 114 feet on the easterly line 90 feet on the westerly line to the northerly margin of an alley measuring 50 feet thereon.

Land in Davidson County, Tennessee, being the alley (now closed) running along the southern line of said Lot No. 21 in Wilson Springs Plan, of record in Book 14, Page 344, Register's Office for Davidson County, Tennessee.

Being the same property conveyed to Madison Smith by deeds from Joel Sims, Trustee for the benefit of Lillian Rachel Smith and Shelby Madison Smith pursuant to Trust Agreements dated December 31, 1976 between Madison Smith and Joel Sims, Trustee, of record in Book 6095, Page 787 and Book 6107, Page 530, Register's Office for Davidson County, Tennessee.

TRACT 2

Being all of the property described as Tax Map 93-10, parcels 182, 186 and 187, on the records of the Trustee for Metropolitan Nashville and Davidson County, Tennessee.

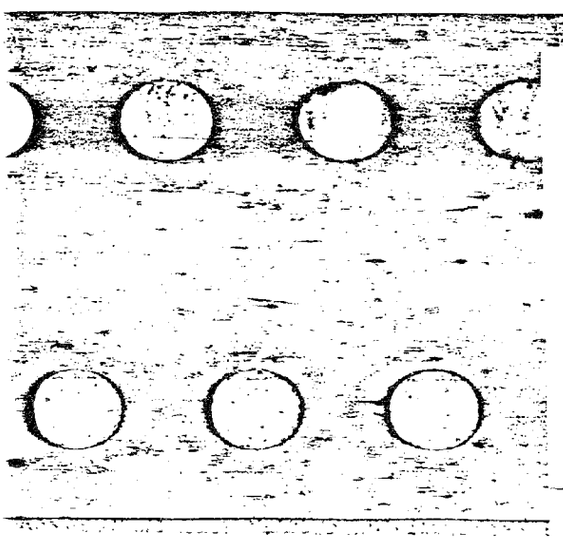
Being Lots Nos. 49 and 50 on the Map of the Wilson Springs Property, of record in Book "G", page 230, of the Chancery Court at Nashville. Said lots adjoin and front together 77 feet on the northerly side of Peabody Street and run back between lines, 123 feet on the west line of Lot 49 and 107 1/2 feet on the east line of Lot No. 50, along the westerly margin of an alley, to a dead line in the rear on which it measures 74 feet.

Land in Davidson County, Tennessee, being the south part of Lot No. 50 in Southfield Addition of Nashville, as of record in Book "N", page 459, Register's Office for said County, described as follows:

Beginning at a point on the easterly margin of 7th Avenue South, 195 feet south from the southeast corner of Shirley Street and Seventh Avenue South; thence with the east margin of Seventh Avenue South, southerly 78 feet to the southwest corner of said Lot No. 50; thence with the southerly boundary line of said Lot No. 50, eastwardly 178 1/2 feet to a point on the west margin of an alley; thence with the westerly margin of said alley, northerly 103 feet to a point; thence westwardly 161 1/2 feet to the point of beginning.

Being part of the same property conveyed to Madison Smith by deed from Maryland Realty Company of record in Book 6005, Page 453, Register's Office for Davidson County, Tennessee.

Being the same property conveyed to Smith Investment Management, Inc., by deed from Ada Trice Smith, which deed is of record in Book 10307 page 252, Register's Office for Davidson County, Tennessee.



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

RECEIVED OF _____

FOR _____

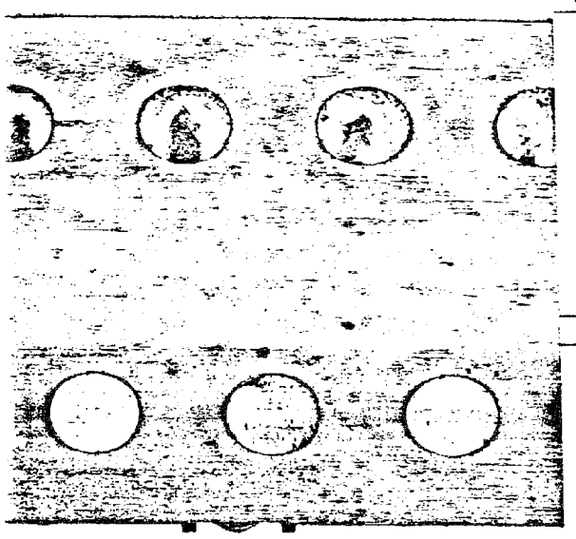
BOOK 10307 PG 264

CO - CONVEYANCE
MO - MORTGAGE
WD - WARRANTY DEED
TD - TRUST DEED

CC - CERTIFIED COPY
REL - RELEASE
UCC - UNIFORM COMMERCIAL CODE

MISC - MISCELLANEOUS
CO TX - STATE TAX CONVEY
MO TX - STATE TAX MORT
PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID
				MISC 24.00
				TOTAL 24.00
				CHECK 24.00
			12/31/96 01	15:40 0001 1035



RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0260598
IDENTIF. # REFERENCE

96 DEC 31 PM 3:4

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

No. 1103586