BOX 28

BOOK 10335 PG 119

OLD REPUBLIC

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

STATE OF TENNESSEE }
COUNTY OF DAVIDSON }
THE ACTUAL CONSIDERATION OR VALUE, WHICHEVER IS GREATER, FOR THIS TRANSFER IS $ 180,000.00

Carol Stacy Mayes
AFFIANT

SUBSCRIBED AND SWORN TO BEFORE THIS THE 31st DAY OF January, 1997

Jo Ann Smith
NOTARY PUBLIC

My Commission expires: 11/28/98

THIS INSTRUMENT PREPARED BY
William L. Rosenberg, Attorney, 344 Fourth Avenue, North, Nashville, TN 37219
NAME ADDRESS

NAME & ADDRESS OF PROPERTY OWNER:	SEND TAX BILLS TO:	MAP & PARCEL NUMBERS:
CAROL STACY MAYES (NAME)	SAME (NAME)	104-14H-69
3702 Woodmont Blvd. (ADDRESS)	(ADDRESS)	
Nashville, TN 37215 (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

CLEMENT-BARTOSH INTERESTS, L.L.C., A TENNESSEE LIMITED LIABILITY COMPANY

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

CAROL STACY MAYES

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

Land in Davidson County, Tennessee, being Lot No. 5 on the Plan of Whitworth, Phase 3, Section 3, of record in Book 7900, page 870-872, amended of record in Book 9582, page 842, Register's Office for Davidson County, Tennessee, to which reference is hereby made for a more complete and accurate legal description.

Being part of the same property conveyed to Clements-Bartosh Interests, L.L.C., a Tennessee Liability Company, by deed from Third National Bank in Nashville, of record in Book 9582, page 846, Register's Office for Davidson County, Tennessee.

THIS CONVEYANCE IS MADE SUBJECT TO THE FOLLOWING:

(SEE ATTACHED EXHIBIT "A")

unimproved (X)
This is improved ( ) property, known as 55 Old Club Court - Nashville, TN 37205
(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 31st day of January, 1997.

CLEMENTS-BARTOSH INTERESTS, L.L.C.

By: _____
Member

K 10335

INDIVIDUAL ACKNOWLEDGMENTS:

STATE OF TENNESSEE }
County of }

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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

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 DAVIDSON }

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

Witness my hand and official seal at office this 31st day of January, 1997.

My Commission expires:
11/28/98

Jo Ann Smith
Notary Public

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EXHIBIT "A"

1. Matters shown on the Plan of record in Book 7900, page 870-872, amended of record in Book 9582, page 842, said Register's Office.

2. Declaration of Covenants, Conditions, Liens, Easements and Restrictions, including, but not limited to, easements, assessments, special assessments, charges and liens, contained in an instrument of record in Book 9567, page 301, said Register's Office. By designation & Agreement of Declarant of record in Book 9582, page 872, Register's Office for Davidson County, Tennessee, Clements-Bartosh Interests, L.L.C. was designated as the Declarant for purposes of the said Declaration.

3. Boundary Plat for Whitworth of record in Book 6900, page 838-841, said Register's OFfice.

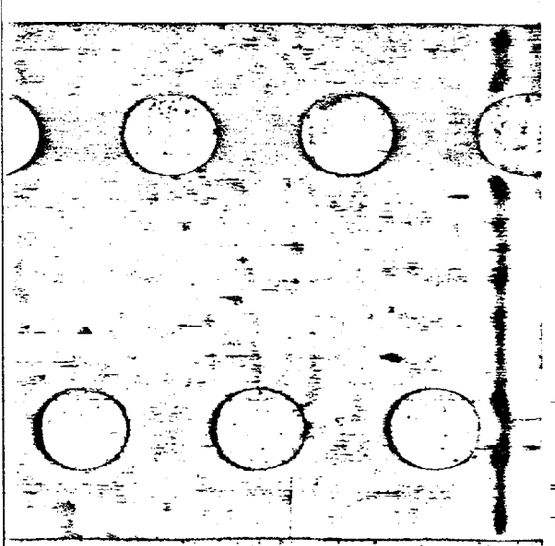
4. Rights of others in & to the common areas.

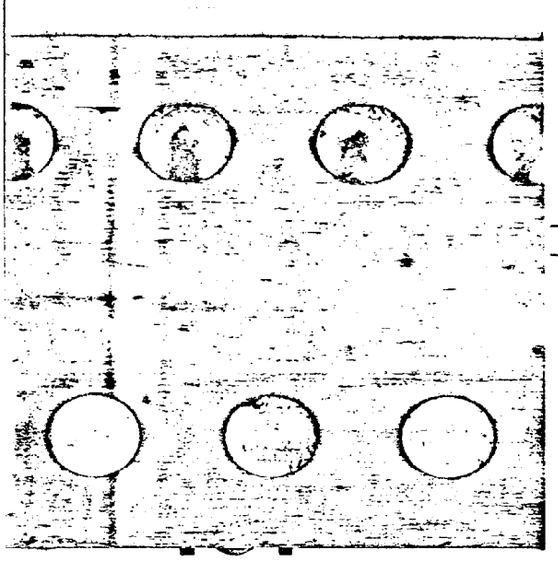
5. Declaration of Covenants, Conditions and Restrictions for SWMA including, but not limited to easements, assessments, special assessments, charges and liens contained of record in Book 9567, page 185, said Registe'rs Office.

0268795

97 JAN 31 PM 1:24
FELIX A. JACKSON III REGISTER
DAVIDSON COUNTY, TN.

9810 01/31 0101 03CHECK 679.00





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

RECEIVED OF _____

FOR _____

BOOK 10335 PG 122

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	
				180000.00
			CON TX	666.00
			PRFEE	1.00
			WDEED	12.00
			TOTAL	679.00
			CHECK	679.00
01/31/97	01	13:25	0001	9810

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0268795
IDENTIFICATION REFERENCE

97 JAN 31 PM 1:24

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

No. 1112267