Prepared by:
T. Richard Travis
MANIER, HEROD, HOLLABAUGH & SMITH,
a Professional Corporation
2200 First Union Tower
150 Fourth Avenue North
Nashville, Tennessee 37219
(615) 742-9332

Box 21-B

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QUITCLAIM DEED

ADDRESS NEW OWNER:	SEND TAX BILLS TO:	MAP/PARCEL NO.
Southwest Guaranty Trust Company 2121 Sage Road Suite 150 Houston, TX 77056	**Southwest Guaranty Trust Company 2121 Sage Road Suite 150 Houston, TX 77056**	**Map-118-8 Parcel-61**

FOR AND IN CONSIDERATION of One Dollar ($1.00), the receipt of which is hereby acknowledged, **NationsBank of Tennessee, N.A., current successor of Blount National Bank, Trustee of the Woodlawn Memorial Park of Nashville, Inc. Perpetual Care Fund, Grantor,** by these presents, does hereby quitclaim and convey unto **Southwest Guaranty Trust Company, Grantee,** its successors and assigns, all of its interest in and to the following described property in Davidson County, Tennessee:

> Land in Davidson County, Tennessee, being lot number 61 on the plan of Grandview Heights as of record in Book 161, page 14 and 15, Register's Office for Davidson County, Tennessee.
>
> Said lot 61 fronts 50 feet on the easterly side of Felts Avenue and runs back between parallel lines, 150 feet to an alley.
>
> Being the same property conveyed to Grantor from I.H. Raymond Ligon, Trustee of Memorial Care Fund Trust by Warranty Deed dated October 27, 1978, of record in Book 5358, page 290, Register's Office for Davidson County, Tennessee.
>
> This property is known as Lot 61, Grandview Heights, Felts Avenue, Nashville, Davidson County, Tennessee.

The legal description stated above has been taken from the prior deed conveying the interest in said property to Grantor. This transfer is by quitclaim and Grantor makes no warranties about the title.

Documents are attached hereto as Collective Exhibit A evidencing that Commerce Union Bank, Nashville, Tennessee became the successor of Blount National Bank. Collective Exhibit A also evidences that on November 9, 1987, Commerce Union Bank, Nashville, Tennessee, changed its name to Sovran Bank/Central South, Nashville, Tennessee, that on January 2, 1991, Sovran Bank/Central South, Nashville, Tennessee, changed its name to Sovran Bank/Tennessee, that on January 1, 1992, Sovran Bank/Tennessee, Nashville, Tennessee, changed its name to NationsBank of Tennessee, and that on January 1, 1993, NationsBank of Tennessee changed its name to NationsBank of Tennessee, N.A. NationsBank of Tennessee, N.A. remains the current the Trustee of said Trust with full right to convey said property as Grantor.

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

WITNESS MY HAND this 27th day of January, 1997.

NATIONSBANK OF TENNESSEE, N.A., TRUSTEE OF THE WOODLAWN MEMORIAL PARK OF NASHVILLE, INC. PERPETUAL CARE FUND-Grantor

By: Beverley Kennon
Beverley Kennon
Trust Officer

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me Diane Winkler, a Notary Public of this County, Beverley Kennon, a Trust Officer of NationsBank of Tennessee, N.A., the within named bargainor, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that he executed the within instrument for the purposes therein contained on behalf of NationsBank of Tennessee, N.A.

WITNESS MY HAND, at office, this 27th day of January, 1997.

NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

Diane Winkler
Notary Public
My Commission Expires: 7/24/99

THE ACTUAL CONSIDERATION IS $1.00. THIS TRANSACTION IS EXEMPT FROM RECORDATION TAX PURSUANT TO SECTION 67-4-409(4) OF THE TENNESSEE CODE ANNOTATED.

SOUTHWEST GUARANTY TRUST COMPANY-Grantee

TINA E. JONES
MY COMMISSION EXPIRES
May 14, 1997

By: Nelson K. Smith
Nelson K. Smith,
Vice Pres./Trust
Administration

Sworn and subscribed to before me this 3rd day of February 1997.

My Commission Expires: 5-11-97

Tina E. Jones
Notary Public

0272635
IDENTIFICATION REFERENCE

97 FEB 12 PM 3:39
DAVIDSON COUNTY, TN.

5899 02/12 0101 03CHECK 24.00

NATIONSBANK OF TENNESSEE, N.A.

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TRUST DIVISION RESOLUTION

RESOLVED, that any one of the following officers of NationsBank Of Tennessee, N.A., namely, the Chairman of the Board, the President, any Vice Chairman of the Board, any Executive Vice President, any Trust Executive Officer, any Vice President, any Assistant Vice President, or any Trust Officer, is authorized and empowered, on behalf of this other Bank (1) to sell, assign, transfer, and deliver any and all United States and other registered bonds, debentures, and other instruments of obligation, any and all certificates of stock, and other certificates and securities of every description, now or hereafter standing in the name of the Bank, either sole or with another, in any fiduciary capacity whatsoever, whether as Receiver, Curator, Executor, Administrator, Guardian, Committee, Trustee, Agent, Attorney, or otherwise, and like instruments which may not be registered; (2) to execute, acknowledge, and deliver deeds, assignments, leases, contracts, options, or other instruments affecting or disposing of any real property held by this Bank in any fiduciary capacity whatsoever, either solely or with another; (3) to execute release of liens securing obligations held in any fiduciary capacity whatsoever, and to appoint another to do so; (4) to execute bills of sale of tangible personal property held in any fiduciary capacity whatsoever, and to do all things necessary or convenient in the premises; and (5) to do all things and to execute all instruments and other writings convenient or necessary to accomplish the purposes aforesaid.

I, JOHN S. HARWELL of NationsBank Of Tennessee, N.A., (Successor to Blount County Bank, Commerce Union Bank, Sovran Bank, N.A., C & S/Sovran Bank, N.A.) hereby certify that the foregoing is a true copy of a Resolution adopted by the Board of Directors of NationsBank, N.A. at a meeting thereof duly called and held on January 23, 1992, and that the same remains in full force and effect as of this date, and that

BEVERLEY KENNON is TRUST OFFICER

of said NationsBank Of Tennessee, N.A.

Given under my hand and the seal of said NationsBank Of Tennessee, N.A., at Nashville, Tennessee this 13th day of January, 1994.

John S. Harwell
(Authorized Officer)

COLLECTIVE
EXHIBIT
A

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AFFIDAVIT

I, W. William Davis, as Secretary of NationsBank of Tennessee, N.A., a national banking association (the "Bank"), do hereby certify that on November 9, 1987, Commerce Union Bank, Nashville, Tennessee amended its charter and changed its name to Sovran Bank/Central South.

FURTHER, on January 2, 1991, Sovran Bank/Central South, Nashville, Tennessee amended its charter and changed its name to Sovran Bank/Tennessee.

FURTHER, on January 1, 1992, Sovran Bank/Tennessee, Nashville, Tennessee amended its charter and changed its name to NationsBank of Tennessee.

FURTHER, on January 1, 1993, NationsBank of Tennessee, Nashville, Tennessee converted its charter from a State charter to a National charter and changed its name to NationsBank of Tennessee, N.A.

IN WITNESS WHEREOF, this attestation made this 28th day of May, 1993.

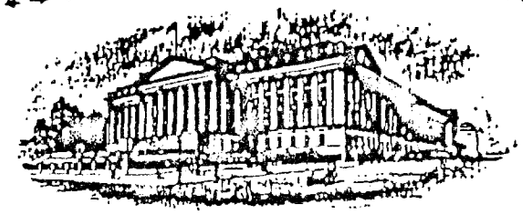
(SEAL)

W. William Davis

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Comptroller of the Currency

TREASURY DEPARTMENT



OF THE UNITED STATES

Washington, D. C.,

Whereas, satisfactory evidence has been presented to the Comptroller of the Currency that NATIONSBANK OF TENNESSEE, NATIONAL ASSOCIATION

located in NASHVILLE, State of TENNESSEE, has complied with all provisions of the Statutes of the United States required to be complied with before being authorized to commence the business of banking as a National Banking Association:

Now, therefore, I Hereby certify that the above-named association is authorized to commence the business of banking as a National Banking Association.

In testimony whereof, witness my signature and seal of office this First day of January, 1993

Charter No. 22567

Deputy Comptroller of the Currency