BK 10403 PG 716

THIS INSTRUMENT PREPARED BY:
WILLIAM L. ROSENBERG
ATTORNEY AT LAW
344 Fourth Avenue North
Nashville, TN 37219-1611

ADDRESS NEW OWNER AS FOLLOWS: SEND TAX BILLS TO: MAP-PARCEL NO.

Professional Real Estate Developers, Inc. Same 62-107
211 North First Street
Nashville, TN 37213

5753 05/28 0101 03CHECK 1e.00

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration, or value for this transfer, whichever is greater, is NONE.

Affiant

Subscribed and sworn to before me this 22nd day of May, 1997.

Notary Public

My commission expires: July 21, 1997

97 MAY 28 AM 10:29
DAVIDSON COUNTY, TN.

0309156
IDENTIF. & REFERENCE

QUITCLAIM DEED

For and in consideration of One ($1.00) Dollar, and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the undersigned, SARA LEE FOUNDATION, an Illinois not-for-profit corporation, by these presents does hereby quitclaim and convey unto PROFESSIONAL REAL ESTATE DEVELOPERS, INC., a Tennessee corporation, its successors and assigns, all the undersigned's interest, being a 4/5 undivided interest, in the following described real property:

See Exhibit A attached hereto and incorporated herein by reference.

This is unimproved property located on Music Valley Drive, Nashville, TN 37214.

Said property is conveyed subject to such limitations, restrictions, and encumbrances as may affect the premises, including those set out on Exhibit B hereto.

IN WITNESS WHEREOF, the undersigned has executed this instrument the 23rd day of May, 1997.

BOOK 10403 PG 717

SARA LEE FOUNDATION,
an Illinois not-for-profit corporation

By: Maureen Cullinane
its: VICE PRESIDENT

~~By:~~
~~its:~~

ACKNOWLEDGMENT

STATE OF Illinois }
}
COUNTY OF Cook }

Before me, the undersigned authority, a Notary Public in and for said County and State, personally appeared Maureen Cullinane and _____, with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence, and who upon oath acknowledged themselves to be Vice President and _____ of Sara Lee Foundation, an Illinois not-for-profit corporation, the within named bargainor, a corporation, and that they, as such officers, being authorized so to do, executed the foregoing instrument on behalf of the corporation for the purposes therein contained by signing the name of the corporation, by themselves as Vice President and _____.

In witness whereof, I have hereunto set my hand and seal this 23rd day of May, 1997.

My commission expires:

Natalie A Becker
Notary Public

"OFFICIAL SEAL"
NATALIE A. BECKER
Notary Public, State of Illinois
My Commission Expires March 25, 1998

97030032.QCD

EXHIBIT A

PROPERTY DESCRIPTION

Land in Davidson County, Tennessee, being an Undivided 4/5 Interest in Lot No. 4 as shown on the Plan of Rudys Farm, of record in Book 7900, page 35, as corrected by a Surveyor's Certificate of Correction of record in Book 8289, page 312, Register's Office for Davidson County, Tennessee, to which reference is hereby made for a more complete description thereof.

INCLUDED IN THE ABOVE, BUT EXCLUDED THEREFROM is property conveyed to the State of Tennessee by deed of record in Book 10352, page 790, said Register's Office, described as follows:

Beginning at the point of intersection of the existing west margin of SR 155 and the north boundary of the Music Valley Inns, Inc. property; thence with said boundary North 74 deg. 40 min. 27 sec. West 29.56 feet to a point; thence with the proposed west margin of said road North 06 deg. 38 min. 50 sec. West 183.73 feet to a point, said point being 91.71 feet left of SR 155 proposed centerline station 433+29.40; thence with the existing east margin of Music Valley Drive with a curve left and northerly 142 feet more or less to a point; thence with said existing west margin southerly 336 feet more or less to the point of beginning, containing 0.127 acres.

Being a part of the same property conveyed to Sara Lee Foundation, an Illinois not-for-profit corporation by deed from Sara Lee Corporation, a Maryland corporation of record in Book 7739, page 358, Register's Office for Davidson County, Tennessee.

EXHIBIT B

BOOK 10468 PG 719

ENCUMBRANCES

1. Taxes for 1997.

2. Matters shown on the Plan of record in Book 7900, page 35, as corrected by Surveyor's Certificate of Correction of record in Book 8289, page 312, said Register's Office.

3. Easement Agreement of record in Book 4950, page 193, said Register's Office.

4. The terms, conditions, and provisions contained in Agreement of record in Book 8298, page 960, said Register's Office.

5. Easement for construction of working area outside of right of way granted to State of Tennessee of record in Book 10352, page 790, said Register's Office.

6. Lack of direct access to and from SR 155, a controlled access highway.