BOOK 10485 PG 538

This Instrument
Prepared By:

McLemore & Rollins, PLC
Norman D. Rollins
144 Second Avenue. North
Suite 333
Nashville, TN 37201

WARRANTY DEED

THIS DEED, executed as of the 6th day of June, 1997, at Nashville, Davidson County, Tennessee, by Grantor, Parkway Associates, Inc., a Tennessee corporation, to Grantee, Parkway Associates, LLC, a Tennessee limited liability company, Witnesseth:

THAT Grantor, for a valuable consideration, receipt whereof is acknowledged, has this day bargained and sold and does hereby transfer and convey unto the Grantee, to have and to hold to itself, and to its assigns and successors forever, certain real estate situated in the 1st Civil District of Davidson County, Tennessee, more particularly described as on the attached Exhibit A, attached hereto and incorporated herein by reference.

THAT Grantor (1) covenants that it is lawfully seized and possessed of and has a perfect right to convey such real estate, and that it is unencumbered, except for (a) current, non-delinquent, taxes which are to be prorated between the parties and assumed by the Grantee; and, (b) subject to all matters of record; (2) Grantor, its successors and assigns, will forever warrant and defend the title unto Grantee and to its successors and assigns against all lawful claims and (3) will give possession of said property with Deed in fee simple.

IN WITNESS WHEREOF, Grantor has executed this Deed as of the date and at the place first above written.

Parkway Associates, Inc.

By: _____
R. E. Hunt, President

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, Theodora P. Wilkins, of the state and county aforesaid, personally appeared R.E. Hunt with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence, and who, upon oath, acknowledged himself to be the president of Parkway Associates, Inc., the within-named bargainor, a Tennessee corporation, and he as such , executed the foregoing instrument for the purpose therein contained, by signing for the corporation by himself as a president.

WITNESS my hand and seal at office in Nashville, Tennessee, this 6 day of June, 1997

My Commission Expires:
5/22/2000

_____
Notary Public

Name and Address of Property Owner:	Person or Entity Responsible For Payment of Property Taxes:	Map# 82-15-0 Parcel # 16
Parkway Associates, LLC TRT c/o Thomas R. ~~Thorneberry~~ Throneberry 201 Shelby Street Murfreesboro, TN 37130	Parkway Associates, LLC SAME AS OWNER	

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

I hereby swear or affirm that the actual consideration for this transfer or the value of the property transferred, whichever is greater, is $1,900,000.00 which amount is equal to or greater than the amount which the property transferred would command at a fair voluntary sale.

Parkway Associates, LLC

By: Thomas R. Throneberry

Thomas R. ~~Thorneberry~~

Title: Manager Throneberry TRT

Sworn to and subscribed before me this 6 day of June, 1997.

Carol W. McCulloch

Notary Public

My Commission Expires:

10/21/2000

ANY WORK

0313695

IDENTIF. & REFERENCE

97 JUN -9 AM 10:39

FELIX [illegible] REGISTER
DAVIDSON COUNTY, TN.

BOOK 10485 PG 540

EXHIBIT A

TRACT NO. I:
A parcel of land in the First Civil District of Davidson County, Tennessee, and being Lot Nos. 60, 61, and 62 and part of Lot Nos. 58, 59 and 63 as shown on the Plan of Shelby's First Addition to Edgefield, as recorded in Deed Book 12, page 524, Register's Office for Davidson County, Tennessee, described according a survey by Barge Waggoner, Sumner and Cannon, Inc., dated March 20, 1973, as follows:
BEGINNING at an iron pin in the south margin of Howerton Street said point being the northeast corner of Sam R. Smith, Jr. property and being N. 64 deg. 46 min. E. 110 feet from the east margin of North Second Street; thence with said margin of Howerton Street, N. 64 deg. 46 min. E 235.60 feet to an iron pin; thence, southeasterly with a curve to the right having a radius of 22 feet and central angle of 83 deg. 22 min. a distance of 32.01 feet to an iron pin in the west margin of Interstate Drive (Interstate 65 right of way and access control line); thence, with said right of way and access control line as follows: S. 31 deg. 52 min. E 82.00 feet to an iron pin set in concrete; southeasterly with a curve to the right having a radius of 1336 feet and a central angle of 4 deg. 41 min. 35 sec. 109.43 feet to an iron pin in the northerly margin of City Alley No. 254 (formerly Walnut Alley); thence, with said margin of Alley No. 254 S. 64 deg. 46 min. W. 275.60 feet to an iron pin, said Sam R. Smith's southeast corner; thence, N. 25 deg. 06 min. W. 210.00 feet to the point of beginning, containing 55,962 square feet, or 1.28 acres, more or less.

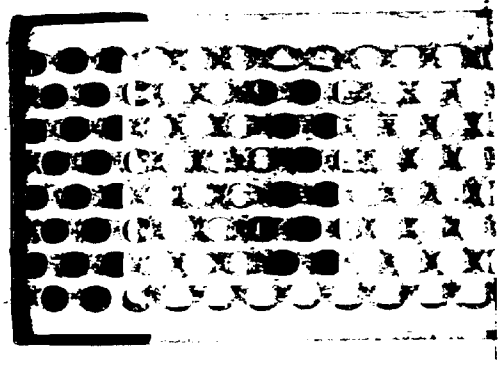
TRACT II:

A parcel of land in the First Civil District of Davidson County, Tennessee, and being part of Lot Nos. 18, 19, 20, 21, 22 and 23, as shown on the Plan of Shelby's First Addition to Edgefield, as recorded in Deed Book 12, Page 524, Register's Office for Davidson County, Tennessee, described according to survey of Barge, Waggoner, Sumner and Cannon, Inc., dated March 20, 1973, as follows:

BEGINNING at an iron pin set in concrete in the south margin of City Alley No. 254 (formerly Walnut Alley) said point being N. 64 deg. 46 min. E. 100 feet from the east margin of North Second Street; thence, with said margin of Alley No. 254, N. 64 deg. 46 min. E. 291.33 feet to an iron pin in the north margin of Main Street frontage road; thence, southwesterly with said Main Street frontage road as follows:
Southwesterly 30.80 feet with a curve to the right having a radius of 44.0 feet and a central angle of 40 deg. 6 min. 45 sec. to an iron pin; southerly 56.70 feet with a curve to the left having a radius of 78.00 feet, a central angle of 41 deg. 38 min. 52 sec. to an iron pin; S. 4 deg. 57 sec. W. 39.74 feet to an iron pin set in concrete southwesterly, 136.67 feet with a curve to the right having a radius of 122.00 feet and a central angle of 64 deg. W. 90.25 feet to an iron pin set in concrete; thence, N. 25 deg. 10 min. W. 141.30 feet to the point of beginning, containing 31,252 square feet or 0.72 acre, more or less.

Being the property conveyed to Parkway Associates, Inc., a Tennessee Corporation by deed from Parkway Motels, Inc., a Tennessee corporation, of record in Book 6803, Page 332, Register's Office for Davidson County, Tennessee.

0599 06/09 0101 03CHECK 7044-00



OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY

NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 10485 PG 541

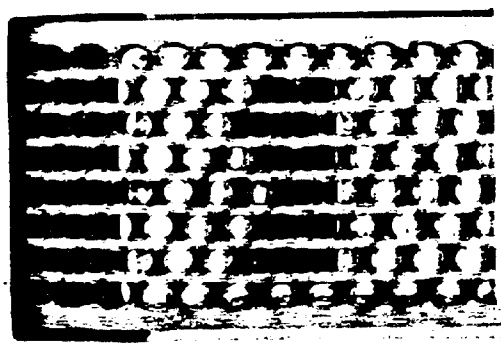
CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO - MORTGAGE	REL - RELEASE	CO TX - STATE TAX CONVEY
WD - WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MO TX - STATE TAX MORT
TD - TRUST DEED		PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID

CAMT
1900000.00
CON TX 7030.00
PRFEE 1.00
WDEED 12.00
TOTAL 7043.00
CHECK 7043.00

06/09/97 01 10:40 0001 0599

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK



IDENTIF. ↑ REFERENCE 03 13695

97 JUN -9 AM 10:39

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 1160512