14A

THIS INSTRUMENT PREPARED BY:

JOHN T. COOK, ESQ.
2927 Berry Hill Drive
Nashville, Tennessee 37204

BOOK 10689 PG 345

ADDRESS NEW OWNER AS FOLLOWS:	SEND TAX BILLS TO:	MAP-PARCEL NOS.
The Belcourt, LLC 706 Church Street Suite 200 Nashville, TN 37203	New Owner	Map 104-8 Parcels 108, 109, 110 and 111

WARRANTY DEED

For and in consideration of the sum of Ten ($10.00) Dollars, cash in hand paid by the hereinafter named Grantee, and other good and valuable considerations, the receipt of which is hereby acknowledged, the undersigned, **Wade B. Massey, an unmarried person**, hereinafter called the Grantor, has bargained and sold, and by these presents does transfer and convey unto **The Belcourt, LLC, a Tennessee limited liability company**, hereinafter called the Grantee, its successors and assigns, an undivided twenty five percent (25.0%) interest in certain land in Davidson County, State of Tennessee, described as follows, to-wit:

TRACT I:

LAND in Davidson County, Tennessee, being Map 104-8, Parcel 109, and also being the easterly half of Lot No. 5 on the Map of P.J. Tinsley's Addition to Nashville, as of record in Book 421, page 91, Register's Office for said County, and being more particularly described as follows:

Beginning at a P.K. nail set at the intersection of the westerly right-of-way line of Alley No. 814, 12 feet in width and the northerly right-of-way line of Belcourt Avenue, 50 feet in width; thence with the northerly right-of-way line of Belcourt Avenue North 83° 40' 05" West, 57.23 feet to a P.K. nail set at a corner common with Parcel 110; thence leaving the northerly right-of-way line of Belcourt Avenue with the easterly parcel line of Parcel 110 North 06° 49' 55" East, 139.39 feet to a P.K. nail set in the southerly right-of-way line of Alley No. 801, 10 feet in width; thence with the southerly right-of-way line of Alley No. 801, South 81° 29' 40" East, 56.38 feet to a P.K. nail set in the westerly right-of-way line of Alley No. 814; thence leaving the southerly right-of-way line of Alley No. 801 with the westerly right-of-way line of Alley No. 814, South 06° 28' 03" West, 137.25 feet to the point of beginning, containing 7,855 square feet (0.180 acres more or less).

TRACT II:

LAND in Davidson County, Tennessee, being Map 104-8, Parcel 110, and also being the westerly half of Lot 5 on the Map of P.J. Tinsley's Addition to Nashville, as of record in Book 421, page 91, Register's Office for said County, and being more particularly described as follows:

Commencing at a P.K. nail set at the intersection of the westerly right-of-way line of Alley No. 814, 12 feet in width and the northerly right-of-way line of Belcourt Avenue, 50 feet in width; thence with the northerly right-of-way line of Belcourt Avenue North 83° 40' 05" West, 57.23 feet to a P.K. nail set at a corner common with Parcel 109, said P.K. nail being the point of beginning; thence continuing with the northerly right-of-way line of Belcourt Avenue North 83° 40' 05" West, 57.23 feet to a P.K. nail set at a corner common with Parcel 111; thence leaving the northerly right-of-way line of Belcourt Avenue with the easterly parcel line of Parcel 111, North 07° 11' 07" East, 141.54 feet to a P.K. nail set in the southerly right-of-way line of Alley No. 801, 10 feet in width; thence with the southerly right-of-way line of Alley No. 801, South 81° 29' 40" East, 56.38 feet to a P.K. nail set at a corner common with Parcel 109; thence leaving the southerly right-of-way line of Alley No. 801 with the westerly parcel line of Parcel 109, South 06° 49' 55" West, 139.39 feet to the point of beginning, containing 7,978 square feet (0.183 acres, more or less).

TRACT III:

LAND in Davidson County, Tennessee, being Map 104-8, Parcel 111, and also being the easterly 50 feet of Lot 19 on the Plan of Edward C. Scrugg's Lots, called Scrugg's Subdivision of the Burch Orchard and Read Tract, as of record in Book 57, page 114, Register's Office for said County, and being more particularly described as follow:

Commencing at a P.K. nail set at the intersection of the westerly right-of-way line of Alley No. 814, 12 feet in width and the northerly right-of-way line of Belcourt Avenue, 50 feet in width; thence with the northerly right-of-way line of Belcourt Avenue North 83° 40' 05" West, 114.46 feet to a P.K. nail set at a corner common with Parcel 110, said P.K. nail being the point of beginning; thence continuing with the northerly right-of-way line of Belcourt Avenue North 82° 35' 34" West, 50.00 feet to an existing P.K. nail at a corner common with the property of Vanderbilt University, as of record in Deed Book 8957, page 1, R.O.D.C., TN; thence leaving the northerly right-of-way line of Belcourt Avenue with the easterly property line of Vanderbilt University North 07° 11' 26" East, 142.50 feet to an existing iron rod in the southerly right-of-way line of Alley No. 801, 10 feet in width; thence with the southerly right-of-way line of Alley No. 801, South 81° 29' 40" East, 50 feet to a P.K. nail set at a corner common with Parcel 110; thence with the westerly parcel line of Parcel 110, South 07° 11' 07" West, 141.54 feet

to the point of beginning, containing 7,100 square feet (0.163 acres more or less).

TRACT IV:

LAND in Davidson County, Tennessee, being Map 104-8, Parcel 108, and also being Lot Nos. 3 and 4 on the Map of P.J. Tinsley's Addition to Nashville, as of record in Book 421, page 91, Register's Office for said County, and being more particularly described as follows:

Beginning at a P.K. nail set at the intersection of the northerly right-of-way line of Belcourt Avenue, 50 feet in width, and the easterly right-of-way of Alley No. 814, 12 feet in width; thence leaving the northerly right-of-way line of Belcourt Avenue with the easterly right-of-way line of Alley No. 814, North 06° 28' 03" East, 112.36 feet to a P.K. nail set at a corner common with the property of David Ideka, as of record in Deed Book 4801, page 366, R.O.D.C., TN; thence leaving the westerly right-of-way line of Alley No. 814 with the southerly property line of David Ideka South 83° 40' 05" East, 105.50 feet to a chiseled "V" at a corner common with the property of H.A. Simons, as of record in Deed Book 2332, page 113, R.O.D.C.,TN; thence with the westerly property line, said property line also being the center of a common party wall with H.A. Simons, and the properties of Ted W. Davis, etux, as of record in Deed Book 8979, page 359, Frances E. Simons, etal, of record in Deed Book 6920, page 920; Ted W. Davis etux, of record in Deed Book 8979, page 369; Sam Caplan, etux, of record in Deed Book 1537, page 205; and Ted W. Davis, etux, of record in Deed Book 5130, page 762, R.O.D.C., TN; South 06° 28' 03" West, 112.36 feet to a building corner at the intersection of the westerly property line of Ted W. Davis, etux, as of record in Deed Book 5130, page 762, R.O.D.C., TN; and the northerly right-of-way line of Belcourt Avenue; thence with the northerly right-of-way line of Belcourt Avenue North 83° 40' 05" West, 105.50 feet to the point of beginning, containing 11,854 square feet (0.272 acres more or less).

The above Tract I through IV being the same property conveyed to Brett H. Massey, Wade B. Massey, Laura M. Bearden and Emily Massey Scalise by deed from The Mascobelle Partnership, a Tennessee general partnership composed of Brett H. Massey, Wade B. Massey, Laura M. Bearden and Emily M. Scalise as of record in Book 10652, page 135, Register's Office of Davidson County, Tennessee.

The above described property is commercial, non-residential property and has never served as a residence for Grantor or any spouse of Grantor. The above description has been derived from an ALTA/ACSM Land Title Survey prepared by R. Scot Cherry, Tennessee Registered Land Surveyor No. 1512, Cherry Land Surveying, Inc., 622 West Iris Drive, Nashville, TN 37204, dated October 10, 1997, Revised October 15, 1997 and October 31, 1997.

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said Grantee, its successors and assigns, forever; and Grantor does covenant with the said Grantee that he is lawfully seized and possessed of said land in fee simple, has a good right to convey it, and the same is unencumbered except for those items identified on **Exhibit "A"**; and he does further covenant and bind himself, his heirs and assigns, to warrant and forever defend the title to the said land to the said Grantee, its successors and assigns, against the lawful claims of all persons whomsoever.

IN WITNESS WHEREOF, the Grantor has executed this instrument this 18th day of November, 1997.

Wade B. Massey

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $350,000.00.

Affiant

Subscribed and sworn to before me this
18th day of November, 1997.

Notary Public
My commission expires: 5/27/01

JOHN T. COOK NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named Wade B. Massey, the 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.

WITNESS my hand and official seal, this 18th day of November, 1997.

NOTARY PUBLIC
My Commission Expires: 5/27/01

JOHN T. COOK NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

Exhibit "A"

Permitted Encumbrances

1. Taxes for the year 1997 and subsequent years which have been adjusted and assumed by the Grantee. Any taxes payable by the current tenant, Watkins Belcourt Theatre, LLC (the "Current Tenant") shall be collected and/or adjusted by and between Grantee and the Tenant. Any taxes payable by any prior tenant (the "Former Tenant") shall be collected and/or adjusted by and between Grantor and the Former Tenant.

2. Matters shown and disclosed on ALTA/ACSM Land Title Survey prepared by R. Scot Cherry, Tennessee Registered Land Surveyor No. 1512, Cherry Land Surveying, Inc., dated October 10, 1997, Revised October 15, 1997 and October 31, 1997.

3. Rights of tenant, Watkins Belcourt Theatre, LLC pursuant to Lease Agreement dated October 17, 1997 executed by Watkins Belcourt Theatre, LLC, as tenant, and Brett H. Massey, Wade B. Massey, Laura M. Bearden and Emily Massey Scalise as landlord. Grantor assigns all interest it may have in and to said Lease to Grantee, including without limitation, any right to collect any portion of the 1997 property taxes from said tenant.

BELCOURT.WD2

0371361
IDENTIFICATION REFERENCE
97 NOV 19 AM 10:59
FELIX [illegible] REGISTER
DAVIDSON COUNTY, TN.
3339 11/19 0101 03CHECK 1316.00

OFFICIAL RECEIPT

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

RECEIVED OF _____

FOR _____

BOOK 10689 PG 350

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 350000.00
CON TX 1295.00
PRFEE 1.00
WDEED 20.00
TOTAL 1316.00
CHECK 1316.00
11/19/97 01 11:00 0001 3339

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

03713611
IDENTIFICATION REFERENCE

97 NOV 19 AM 10:59
FELIX Z. WILSON, II REGISTER
DAVIDSON COUNTY, TN.

No.1222486