38

This Instrument Was Prepared By:
George E. Mudter, Jr., Esq.
Trabue, Sturdivant & DeWitt
25th Floor, Nashville City Center
511 Union Street
Nashville, Tennessee 37219

BOOK 10741 PG 911

| Address New Owner(s): | Send Tax Bills to | Tax Information: |
|---|---|---|
| Laurence M. Papel, Trustee | New Owner | Map: 93-6-4 |
| c/o Baker, Donelson, Bearman & Caldwell | | Parcel: 59 |
| 1700 Nashville City Center | | |
| 511 Union Street | | |
| Nashville, TN 37219 | | |

**WARRANTY DEED**

FOR AND IN CONSIDERATION of the sum of Ten and No/100 Dollars ($10.00), cash in hand paid, and other good and valuable considerations, the receipt of which is hereby acknowledged, DOROTHY DEAN LOSER STOREY, MARGY ANN LOSER GASS, JOSEPH C. LOSER, JR., ANN GAYLE GUPTON HALL, HENRY LEWIS GUPTON, WILLIAM EDWIN GUPTON, JANE C. GUPTON, KATHRYN GUPTON YOUNG, and CHARLENE GUPTON BARKSDALE, ("Grantors"), have this day bargained and sold, and do hereby transfer and convey to LAURENCE M. PAPEL, TRUSTEE, with full power to sell, convey, lease, mortgage, or otherwise encumber without the joinder of any beneficiary, ("Grantee"), his successors, heirs and assigns, all that tract or parcel of land in Davidson County, Tennessee, more particularly described on Exhibit "A" hereto.

This is improved land located at 126 Second Avenue South, Nashville, Tennessee.

TO HAVE AND TO HOLD said real estate, with the appurtenances, estate, title and interest thereto belonging, to Grantee, his successors, heirs and assigns, forever.

AND Grantors covenant that they are lawfully seized and possessed of said real estate in fee simple, have a good right to convey it, and that the same is unencumbered except as set out on Exhibit "B" hereto. Grantors further covenant and bind themselves, their heirs and assigns to warrant and forever defend the title to said real estate to Grantee, his successors, heirs and assigns against the lawful claims of all persons.

Whenever used, the singular shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

BOOK 10741 PG 912

IN WITNESS WHEREOF, Grantors have executed this instrument on this 30th day of DECEMBER, 1997.

Dorothy Dean Loser Storey
by Joe C. Loser, Jr. Atty in fact

DOROTHY DEAN LOSER STOREY, by and through her Attorney-in-Fact, Joe C. Loser, Jr., pursuant to a Power of Attorney dated SEPTEMBER 25, 1997 of record in Book 10741, page 904, Register's Office for Davidson County, Tennessee

STATE OF TENNESSEE)

COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned Notary Public, in and for the said county and state, the within named Joe C. Loser, Jr., the bargainor (s), with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that she executed the within instrument for the purposes therein contained and who further acknowledged that he is the attorney-in-fact for Dorothy Dean Loser Storey.

Witness my hand and official seal at NASHVILLE, Tennessee, this 30th day of December, 1997.

Notary Public

My Commission Expires: 9/23/2001

BOOK 10741 PG 913

Margy Ann Loser Gass

MARGY ANN LOSER GASS

STATE OF TENNESSEE)

COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned Notary Public, in and for the said county and state, the within named Margy Ann Loser Gass, the bargainor (s), with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that she executed the within instrument for the purposes therein contained.

Witness my hand and official seal at NASHVILLE, Tennessee, this 30th day of December, 1997.

Notary Public

My Commission Expires: 9/23/2000

BK/10741-014

JOSEPH C. LOSER, JR.

STATE OF TENNESSEE)

COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned Notary Public, in and for the said county and state, the within named Joseph C. Loser, Jr., the bargainor (s), 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 at Nashville, Tennessee, this 30th day of December, 1997.

Notary Public

My Commission Expires: 9/23/2000

BK/ 10741 PG 915

Ann Gayle Gupton Hall

ANN GAYLE GUPTON HALL

STATE OF TENNESSEE)

COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned Notary Public, in and for the said county and state, the within named Ann Gayle Gupton Hall, the bargainor (s), with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that she executed the within instrument for the purposes therein contained.

Witness my hand and official seal at Davidson County, Tennessee, this 23rd day of December, 1997.

Notary Public

My Commission Expires: My Commission Expires [illegible]

BOOK 10741 PG 916

Henry Lewis Gupton by Ann Gayle Hall

HENRY LEWIS GUPTON, by and through his Attorney-in-Fact, Ann Gayle Hall, pursuant to a Power of Attorney dated December 4, 1997 of record in Book 10741, page 909, Register's Office for Davidson County, Tennessee

STATE OF TENNESSEE )
)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, Ann Gayle Hall, Attorney-in-Fact for Henry Lewis Gupton, with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence) and who acknowledged that she executed the within instrument for the purposes therein contained and who further acknowledged that she is the Attorney-in-Fact for Henry Lewis Gupton and is authorized to execute this instrument on behalf of the said Henry Lewis Gupton.

Witness my hand, at Office, this 23rd day of December, 1997.

Notary Public

My Commission Expires:

My Commission Expires JAN. 27, 2001

BOOK 10741 PG 917

William Edwin Gupton By Ann Gayle Hall

WILLIAM EDWIN GUPTON, by and through his Attorney-in-Fact, Ann Gayle Hall, pursuant to a Power of Attorney dated December 5, 1997 of record in Book 1074, page 907, Register's Office for Davidson County, Tennessee

STATE OF TENNESSEE)

COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, Ann Gayle Hall, Attorney-in-Fact for William Edwin Gupton, with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence) and who acknowledged that she executed the within instrument for the purposes therein contained and who further acknowledged that she is the Attorney-in-Fact for William Edwin Gupton and is authorized to execute this instrument on behalf of the said William Edwin Gupton.

Witness my hand, at Office, this 23rd day of December, 1997.

Notary Public

My Commission Expires:

My Commission Expires July 27, 2001

BOOK 10741 PG 918

Jane C. Gupton
JANE C. GUPTON

STATE OF TENNESSEE)

COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned Notary Public, in and for the said county and state, the within named Jane C. Gupton, the bargainor (s), with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that she executed the within instrument for the purposes therein contained.

Witness my hand and official seal at NASHVILLE, Tennessee, this 30th day of December, 1997.

Notary Public

My Commission Expires: 9/23/2000

BOOK 10741 PG 919

Kathryn Gupton Young
KATHRYN GUPTON YOUNG

STATE OF TENNESSEE)

COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned Notary Public, in and for the said county and state, the within named Kathryn Gupton Young, the bargainor (s), with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that she executed the within instrument for the purposes therein contained.

Witness my hand and official seal at Nashville, Tennessee this 23rd day of December, 1997.

Notary Public

My Commission Expires: _____

10741 920

Charlene Gupton Barksdale
CHARLENE GUPTON BARKSDALE

STATE OF TENNESSEE)

COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned Notary Public, in and for the said county and state, the within named Charlene Gupton Barksdale, the bargainor (s), with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that she executed the within instrument for the purposes therein contained.

Witness my hand and official seal at Nashville Tennessee, this 23rd day of December, 1997.

Notary Public

My Commission Expires:

STATE OF TENNESSEE)

COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $465,000.00.

Affiant

Subscribed and sworn to before me,
this 30th day of DECEMBER, 1997.

Notary Public

My Commission Expires: 9/23/2000

BK/10741/PG921

PROPERTY DESCRIPTION

Being land in Nashville, First Civil District, Nineteenth Councilmanic District, Davidson County, Tennessee. Being located generally south of Broadway Street and east of Second Avenue South and being more particularly described according to the survey of Barge, Waggoner, Sumner and Cannon, Inc. dated December 3, 1997 as follows:

Beginning at a point where the northerly right-of-way of Shelby Street and the easterly right-of-way of Second Avenue South intersect; thence, continue with easterly right-of-way of Second Avenue South N 27° 34' 36" West, 60.00 feet to a point on the south line of The Leon Company as of record in Book 8094, page 643, Register's Office for Davidson County, Tennessee; thence with the south line of The Leon Company N 62° 04' 26" East 100.00 feet to a point on the westerly right-of-way of alley number twelve; thence with the westerly right-of-way of alley number twelve S 27° 34' 36" East 60.00 feet to a point on the northerly right-of-way of Shelby Street; thence, with the northerly right-of-way of Shelby Street S 62° 04' 26" West 100.00 feet to the point of beginning, containing 6,000 square feet or 0.14 acres more or less.

Being the same property conveyed to William Gupton by deed of record in Book 739, page 384 and book 777, page 137, Register's Office for Davidson County, Tennessee. the said William Gupton has since died. By his will, which was probated under Davidson County Probate No. 37481, the said William Gupton left a life estate to William E. Gupton, Pearl Dean Loser and Henry A. Gupton. The said William E. Gupton, Pearl Dean Loser and Henry A. Gupton having all since died. The remainder is now vested in Dorothy Dean Loser Storey, Margy Ann Loser Gass, Joseph C. Loser, Jr., Ann Gayle Gupton Hall, Henry Lewis Gupton, William Edwin Gupton, Jane C. Gupton, Kathryn Gupton Young and Charlene Gupton Barksdale.

EXHIBIT A

0385687
IDENTIF. → REFERENCE
97 DEC 31 PM 2:06
FELIX Z. [illegible] REGISTER
DAVIDSON COUNTY, TN.
127730
12/3 12/31 0101 03CHECK 1769.50

EXCEPTIONS

BOOK 10741 PG 922

1. Taxes for 1998, which have been assumed by the Grantee.

2. Lease Agreement dated April 17, 1995 by and between Joe C. Loser, Jr., Trustee, and Tamay Ozari, d/b/a L & L Equipment Company.

EXHIBIT B

127730

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

RECEIVED OF _____

FOR _____

BK/PG 10741/923

| | | |
|---|---|---|
| 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 465000.00
CON TX 1720.50
PRFEE 1.00
WDEED 48.00
TOTAL 1769.50
CHECK 1769.50

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK 12/31/97 14:09 0001 7273

0385687
IDENTIF. ← REFERENCE

97 DEC 31 PM 2:06
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 1237968