This instrument is exempt from recordation tax pursuant to Tennessee Code Annotated § 67-4-409(a)(2).

This instrument prepared by:
Bass, Berry & Sims PLC (JCS)
2700 First American Center
Nashville, TN 37238

BOOK 10746 PG 978

CONVEYANCE AND ASSIGNMENT OF SUBLEASE OF CONDOMINIUM APARTMENT

Address New Owner:	Send Tax Bills To:	Map and Parcel No.:
Nancy G. Dunkin 204 Cana Circle Nashville, TN 37205	Nancy G. Dunkin 204 Cana Circle Nashville, TN 37205	Map 129-11-A Parcel 204

FOR AND IN CONSIDERATION OF THE SUM OF TEN DOLLARS ($10.00), cash in hand paid by the hereinafter named Grantee, and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the undersigned, JOHN G. KERNAN, ANNE CAMERON KENYON, LIDA R. WAUGH, by and through their attorney-in-fact J. Richard Lodge, and CHRIST EPISCOPAL CATHEDRAL (the "Grantors") have bargained, sold, and assigned, and by these presents does transfer, convey and assign unto NANCY G. DUNKIN, unmarried (the Grantee"), her heirs and assigns, all their right, title, and interest, including but not limited to their interest in a leasehold estate, in a certain condominium apartment in Davidson County, Tennessee, described as follows, to-wit:

> Being Unit No. 204 created under Title 66, Chapter 27, Sections 101, et seq., as amended, Tennessee Code Annotated, and as established by a Master Deed of record in Book 6042, Page 602, as amended by Amendment to Master Deed of record in Book 6071, Page 149, Register's Office for Davidson County, Tennessee, together with the undivided percentage interest in the common elements appurtenant to said Unit described in said Master Deed. Reference is hereby made to the plat for Phase I-A of Lot No. 2, The Cloister at Saint Henry, of record in Book 5200, Page 529, said Register's Office, for a more complete identification and description of such Unit.
>
> Being part of the property leased to St. Henry's Property Development, Inc. by Ground Lease of record in Book 5961, Page 657, Register's Office for Davidson County, Tennessee.
>
> Being the same property conveyed and subleased to Mary Anne Kernan, by Deed of Record in Book 6174, Page 647, Register's Office for Davidson County, Tennessee. The same Mary Anne Kernan having since died, title to the property did vest in John G. Kernan, Anne Cameron Kenyon, Lida R. Waugh, and Christ Episcopal Cathedral, as beneficiaries under the Last Will and Testament of Mary Anne Kernan, admitted to probate by the Probate Court of Davidson County, Tennessee, No. 97P-661.

THIS conveyance and assignment of sublease is subject to the following:

1. Covenants, conditions, restrictions, reservations, easements, liens, liens for assessments, options, encumbrances, powers of attorney, limitations on title, and undertakings contained in the Tennessee Horizontal Property Act, Tennessee Code Annotated 66-27-101, and/or in the Master Deed for The Cloister at St. Henry, recorded in Book 6042, Page 602, as amended by Amendment to Master Deed recorded in Book 6071, Page 149, and Correction to Amendment of Master Deed recorded in Book 6237, Page 660, in the Register's Office for Davidson County, Tennessee.

2. The By-Laws of The Cloister at St. Henry, recorded in Book 6042, Page 653, as amended by The Cloister at St. Henry Amendment to By-Laws, recorded in Book 6519, Page 187, and Certificate of Amendment to the By-Laws, recorded in Book 7590, Page 273, in the Register's Office for Davidson County, Tennessee.

3. Agreement for Dedication of Easement for Sanitary Sewers and/or Storm Drainage recorded in Book 4191, page 157, in the Register's Office for Davidson County, Tennessee.

4. Real estate taxes and/or assessments for 1997.

5. Easements and all other matters shown on Plat(s) recorded in Book 5200, Page 455, Book 5200, Page 529, Book 5200, Page 656, and Book 5200, Page 676, in the Register's Office for Davidson County, Tennessee.

6. Terms and provisions of Ground Lease by and between James D. Niedergeses and St. Henry's Property Development, Inc., dated August 31, 1982, and recorded in Book 5961, Page 657, in the Register's Office for Davidson County, Tennessee.

THIS is improved property known as No. 204, 204 Cana Circle, Nashville, Tennessee 37205.

TO HAVE AND TO HOLD the said condominium apartment, with the appurtenances, estate, title and interest thereto belonging to said Grantee, her heirs and assigns for the term of the Ground Lease recorded in Book 5961, Page 657, in the Register's Office for Davidson County, Tennessee, and any extension thereof, but not further.

Grantee understands that the Grantors are not conveying the real estate in fee simple and this conveyance is both an assignment of a sublease by Grantors to Grantee of the above described condominium apartment for the full term of the above referenced Ground Lease and any extension thereof, and a conveyance by Grantors of all right, title and interest of the Grantors in the described condominium apartment. By acceptance of this conveyance, Grantee agrees to assume jointly with The Cloister Owners' Association all obligations of the St. Henry's Property Development, Inc., under the above referenced Ground Lease, including payment of all real estate taxes assessed against both land and buildings.

{signature pages attached}

WITNESS my hand, this the 22nd day of December, 1997.

JOHN G. KERNAN

By: _____
J. Richard Lodge, Attorney-in-Fact for
John G. Kernan

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public, J. Richard Lodge, with whom I am personally acquainted, who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the duly appointed attorney-in-fact of John G. Kernan and is duly authorized by John G. Kernan to execute this instrument on behalf of the said John G. Kernan.

WITNESS my hand, at office, this 22nd day of December, 1997.

_____
Notary Public

My Commission Expires:

9-29-2001

WITNESS my hand, this the 22nd day of December, 1997.

ANNE CAMERON KENYON

By: _____
J. Richard Lodge, Attorney-in-Fact for
Anne Cameron Kenyon

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public, J. Richard Lodge, with whom I am personally acquainted, who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the duly appointed attorney-in-fact of Anne Cameron Kenyon and is duly authorized by Anne Cameron Kenyon to execute this instrument on behalf of the said Anne Cameron Kenyon.

WITNESS my hand, at office, this 22nd day of December, 1997.

_____
Notary Public

My Commission Expires:

9-29-2001

WITNESS my hand, this the 22nd day of December, 1997.

BOOK 10746 PG 981

LIDA R. WAUGH

By: _____
J. Richard Lodge, Attorney-in-Fact for
Lida R. Waugh

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public, J. Richard Lodge, with whom I am personally acquainted, who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the duly appointed attorney-in-fact of Lida R. Waugh and is duly authorized by Lida R. Waugh to execute this instrument on behalf of the said Lida R. Waugh.

WITNESS my hand, at office, this 22nd day of December, 1997.

_____
Notary Public

My Commission Expires:

9-29-2001

8705 01/05 0101 03CHECK 16.00

WITNESS my hand, this the 22nd day of December, 1997.

0387058

IDENTIFICATION

98 JAN -5 PM 4:15

REGISTER
DAVIDSON CO. TENN.

PICK-UP

CHRIST EPISCOPAL CATHEDRAL

By: _____
J. Richard Lodge

Title: Senior Warden, Vestry

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public, J. Richard Lodge, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the Senior Warden of the Vestry of Christ Episcopal Cathedral, a not for profit corporation, and is authorized by the corporation to execute this instrument on behalf of the corporation.

WITNESS my hand, at office, this 22nd day of December, 1997.

_____
Notary Public

My Commission Expires: 9-29-2001

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