49

This Instrument Prepared By:
W. Fred Williams, Esq.
Farris, Warfield & Kanaday, PLC
SunTrust Center, Suite 1900
424 Church Street
Nashville, TN 37219

BOOK 10788 PG 416

SPECIAL WARRANTY DEED

FROM: W.E. MASON AND HAZEL MASON, TRUSTEES UNDER THE MASON LIVING TRUST DATED DECEMBER 1, 1997

TO: WELTON INVESTMENTS, a Tennessee general partnership

Address New Owner(s) as Follows:	Name and Address of the Person or Entity Responsible for the Payment of Real Property Taxes	Map-Parcel Numbers
John B. Jewell III James W. Jewell 1740 Ed Temple Boulevard Nashville, TN 37218		Map 142 Parcel 49

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is One Million Three Hundred Seventy-Eight Thousand Three Hundred Sixty-Six and 13/100 Dollars ($1,378,366.13).

Steven L. Reed
Affiant

SUBSCRIBED AND SWORN TO before me, this the 9th day of February, 1998.

THOMAS K. KIRK JR. NOTARY PUBLIC STATE OF TENNESSEE DAVIDSON COUNTY

Notary Public

My Commission Expires:

My commission Expires 9-26-98

FOR AND IN CONSIDERATION OF the sum of One Million Three Hundred Seventy-Eight Thousand Three Hundred Sixty-Six and 13/100 Dollars ($1,378,366.13), the receipt and sufficiency of which are hereby acknowledged, W.E. Mason and Hazel Mason, Trustees under the Mason Living Trust dated December 1, 1997 (the "Grantors") have bargained and sold, and by these presents do transfer and convey unto JOHN B. JEWELL III and JAMES W. JEWELL as tenants in common (the "Grantees"), their heirs and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, more

particularly described on Exhibit A attached hereto and incorporated herein by this reference (the "Property").

The Property is unimproved property known as 7100 Old Harding Pike, Nashville, Tennessee.

This conveyance is expressly made subject to those matters more specifically set forth on Exhibit B attached hereto and incorporated herein by this reference.

TO HAVE AND TO HOLD the Property with the appurtenances, estate, title and interest thereto belonging to the Grantees, their heirs and assigns forever.

And Grantors do covenant and bind Grantors, their heirs, successors and assigns to warrant and forever defend the title to the Property to the Grantees, their heirs and assigns against the lawful claims of all persons whomsoever claiming by, through or under Grantor, but not further or otherwise, except as to those matters set forth on Exhibit B, to which this conveyance is expressly made subject.

Witness our hands this 9th day of February, 1998.

W.E. Mason, Trustee
W.E. Mason, Trustee under the Mason Living Trust dated December 1, 1997

Hazel Mason, Trustee
Hazel Mason, Trustee under the Mason Living Trust dated December 1, 1997

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, Kay Fuller, a Notary Public of said County and State, personally appeared W.E. MASON, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be Trustee (or other officer authorized to execute the instrument) of the Mason Living Trust dated December 1, 1997, the within named bargainor, a revocable trust, and that he as such Trustee executed the foregoing instrument for the purposes therein contained, by signing the name of the trust by himself as Trustee.

Witness my hand and seal, at Office in Nashville, this 9th day of February, 1998.

Kay Fuller
Notary Public

My Commission Expires: 9-23-2000

NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TN

EDK:EDC\301521.02 2/4/98

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, Kay Fuller, a Notary Public of said County and State, personally appeared HAZEL MASON, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged herself to be Trustee (or other officer authorized to execute the instrument) of the Mason Living Trust dated December 1, 1997, the within named bargainor, a revocable trust, and that she as such Trustee executed the foregoing instrument for the purposes therein contained, by signing the name of the trust by herself as Trustee.

Witness my hand and seal, at Office in Nashville, this 9th day of February, 1998.

Kay Fuller
Notary Public

My Commission Expires: 9-23-2000

NOTARY PUBLIC AT LARGE

EXHIBIT "A"

BOOK 10788 PG 419

Land in the 2nd Civil District of Nashville, Davidson County, Tennessee, being Lot No. 2 on the Plan of CT Bellevue Limited Partnership, Bellevue Property of record in Book 9700, page 318, Register's Office for Davidson County, Tennessee, and being more particularly described as follows:

BEGINNING at an iron pin set in the southerly right-of-way line of U.S. Highway 70 South, said point being located in the southwest quadrant at the intersection of U.S. Highway 70 South and Hicks Road, said point also being the northeast property corner of W.E. Mason, et ux, as of record in Deed Book 3223, page 351, R.O.D.C.;

THENCE, with the westerly right-of-way of Hick's Road, S 48° 30' 30" E, 53.76 feet to an iron pin set;

THENCE, continuing with the same, S 00° 13' 48" W, 342.42 feet to an iron pin set, said pin being in the westerly right-of-way of Hick's Road and the northerly right-of-way line of Old Harding Road;

THENCE, with the northerly right-of-way line of Old Harding Road, along a curve to the left 136.64 feet to an iron pin set; said curve having a central angle of 04° 02' 09", a radius of 1,939.85 feet, a tangent of 68.35 feet and a chord of S 58° 53' 08" W, 136.61 feet;

THENCE, continuing with the same, S 56° 52' 07" W, 63.43 feet to a point, said point being along the boundary of said Mason;

THENCE, leaving said right-of-way of Old Harding Road and passing through said Mason, N 31° 06' 52" W, 157.94 feet to a point;

THENCE, N 8° 00' 00" W, 315.07 feet to a point, said point being located in the southerly right-of-way line of U.S. Highway 70 South,

THENCE, continuing with said right-of-way, N 82° 00' 00" E, 259.17 feet to the point of beginning.

Containing 110,270 square feet or 2.53 acres, more or less.

Being the same property conveyed to W.E. Mason & Hazel Mason, Trustees of the Mason living Trust dated December 1, 1997 in Deed Book 10727, page 280, R.O.D.C.T.

98 FEB -9 PM 3:08

REGISTER
DAVIDSON COUNTY, TN.

IDENTIFICATION REFERENCE

98039884

BOOK 10788 PG 420

EXHIBIT B

Encumbrances

1. 1998 Taxes, a lien, not yet due and payable.

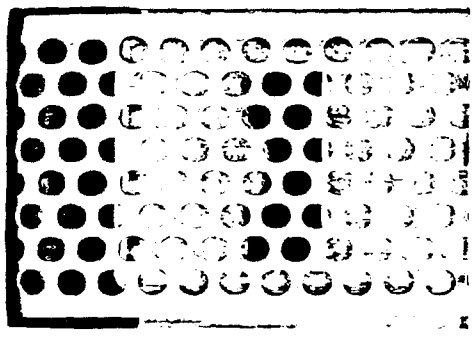
2. Easement(s) to Harpeth Valley Utility District of Davidson and Williamson Counties, Tennessee, as set forth in instrument recorded in Book 7542, page 302, Register's Office for Davidson County, Tennessee.

3. All matters shown on the Plat recorded in Book 9700, page 318, said Register's Office and revised by Surveyor's Certificate of Correction of record in Book 10614, page 86, said Register's Office.

4. Survey Number 11812-02, dated 08/26/97, prepared by Barge, Waggoner, Sumner and Cannon, Inc. Surveyors, indicates the following:

(a) Possible future widening (12') of U.S. Highway 70
(b) Possible future widening (12') of Old Harding Road
ALL as more particularly shown on said survey.

1542 02/09 0101 03CHECK 5130.96



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

RECEIVED OF _____

FOR _____

BOOK 10788 PG 421

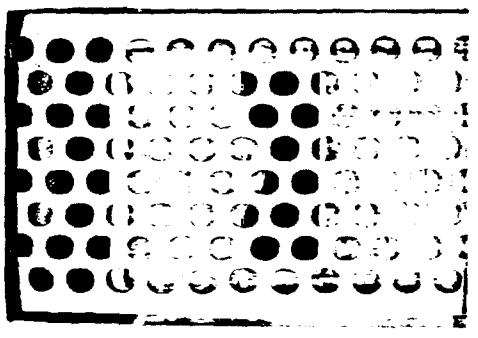
CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO - MORTGAGE	REL - RELEASE	CO TX - STATE TAX CONVEY
WD - WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MO TX - STATE TAX MORT
TD - TRUST DEED		PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID

CAMT
1378366.13
CON TX 5099.96
PRFEE 1.00
WDEED 20.00
TOTAL 5120.96
CHECK 5120.96

02/09/98 01 15:11 0001 1542

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK



0398984
IDENTIF. A REFERENCE

98 FEB -9 PM 3:09
FELIX Z. WILSON, II REGISTER
DAVIDSON COUNTY, TN.

No. 1252081