FILE BOX 57

Address New Owner as follows:
Mathews Partners, Inc.
300 Broadway
Nashville, TN 37201

Send tax bills to:
Same

Map-Parcel:
Map: 85
Parcel: 97

BOOK 10888 PG 560

QUITCLAIM DEED

FOR the purpose of changing Trustees and for no monetary consideration, **Jackson Downs, L.P.,** hereinafter called Grantor, by these presents does transfer, quitclaim and convey unto **Mathews Partners, Inc.,** hereinafter called Grantee, Grantee's heirs and assigns all of Grantor's right, title and interest in and to certain real property lying and being situated in the County of Davidson, State of Tennessee, described as follows, to-wit:

See Exhibit A attached hereto

Being the same property conveyed to Jackson Downs, L.P. by deed

of record in Book 9857, page 104, Register's Office of Davidson County, Tennessee.

IN WITNESS WHEREOF, the undersigned has caused this instrument to be executed as of this 15th day of December, 1997.

0426140
IDENTIFICATION REFERENCE
98 APR 16 AM 10:02
FELIX Z. NIE SIDEN II REGISTER
DAVIDSON COUNTY, TN.

JACKSON DOWNS, L.P.

By: Realmark Holdings Corp.

By: Richard S. Davis, Jr.
Its: Vice President

THIS DOCUMENT IS A CHECK 16.00

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public, within and for said County and State, duly commissioned and qualified, personally appeared Richard S. Davis, Jr. with whom I am personally acquainted, and who, upon his oath, acknowledged himself to be the vice president of Realmark Holdings Corp., general partner of Jackson Downs, L.P., a Tennessee limited partnership, the within named bargainor; and who acknowledged that he as such vice president executed the foregoing instrument for the purposes therein

contained, by signing the name of **Realmark Holdings Corp.** as general partner of Jackson Downs, L.P.

WITNESS my hand and Seal at office in said County and State aforesaid, on this 15th day of December, 1997.

Notary Public

My commission expires:_____

KIM L. WILSON
NOTARY PUBLIC AT LARGE
DAVIDSON COUNTY, TENN.

My Commission Expires NOV. 25, 2000

BOOK 10888 PG 562

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $0.00.

Thomas L. Scott
AFFIANT

Sworn to and subscribed before me this 15th day of April, 1998.

M. L. Wilson
NOTARY PUBLIC

My commission expires:

NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

My Commission Expires NOV. 25, 2000

This instrument prepared by
Thomas C. Scott
TUNE, ENTREKIN & WHITE
21st Floor, First American Center
Nashville, Tennessee 37238-0091

rcm\jackdown.qtc

EXHIBIT A

BOOK 10888 PG 563

Lot 10 as shown on the Final Plat for Jackson Downs Commercial of record in Book 9700, page 526, Register's Office for Davidson County, Tennessee.

Being the same property conveyed to Jackson Downs, L.P. by deed from Mathews Partners, Inc. of record in Book 9857, page 104, Register's Office for Davidson County, Tennessee.