box 23

BOOK 10911 PG 545

THIS INSTRUMENT PREPARED BY: (JAG)
BAKER, DONELSON, BEARMAN & CALDWELL
A Professional Corporation
511 Union Street, Suite 1700
Nashville, TN 37219

NEW OWNER

Vanderbilt University
305 Kirkland Hall
Nashville, TN 37240
Attn: Jeff Carr, Vice-Chancellor

TAX BILLS TO:

SAME

98 MAY -1 PM 4:12
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

IDENTIF. & REFERENCE
04324 74

Map/Parcel Nos.

104-3-90
104-3-92.1

LIMITED WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of Ten and No/100 Dollars ($10.00) to the undersigned Grantor, **JOHN A. GUPTON, III, Trustee**, with full power to transfer, convey and encumber without joinder of any beneficiary (the "Grantor" herein), in hand paid by **VANDERBILT UNIVERSITY** (the "Grantee" herein), the receipt of which is hereby acknowledged, said Grantor does by these presents grant, bargain, sell and convey unto said Grantee in fee simple, those certain lots or parcels of land, together with all interests in adjoining streets and alleys, located in Davidson County, Tennessee, and more particularly described on **Exhibit "A"** attached hereto and incorporated herein by this reference (hereinafter referred to as the "Property").

TO HAVE AND TO HOLD the Property and all privileges and appurtenances thereunto belonging to said Grantee and Grantee's successors and assigns forever (hereinafter referred to collectively as the "Premises").

And said Grantor does for himself, his successors and assigns, covenant with said Grantee and Grantee's successors and assigns, that except as set forth on **Exhibit "B"** attached hereto and incorporated herein by reference, the Premises are free and clear from all encumbrances, that Grantor has a good right to sell and convey the same as aforesaid, and that Grantor will, and his successors and assigns shall, warrant and defend such title to the Premises to said Grantee and Grantee's heirs,

successors and assigns forever, against the lawful claims of all persons and entities owning, holding or claiming by, through or under Grantor, but not otherwise.

The Trustee shall have no personal liability for the conveyance made hereunder as Trustee. Liability is limited to the real property conveyed hereby.

IN WITNESS WHEREOF, the Grantor has caused this instrument to be executed as of this the 30TH day of April, 1998.

By: _____
John A. Gupton, III, Trustee

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, Vicki R. Schmitz, a Notary Public in and for said State and County duly commissioned and qualified, **John A. Gupton, III, Trustee,** with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged that he executed the within instrument for the purposes therein contained.

WITNESS my hand and seal at office, on this 30TH day of April, 1998.

_____
Notary Public

My Commission Expires: 7-31-2001

VICKI R. SCHMITZ NOTARY PUBLIC AT LARGE WILLIAMSON CO. TN

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration for this transfer or value of property (whichever is greater) is $870,000.00.

_____
AFFIANT

Sworn to and subscribed before me this the 30TH day of April, 1998.

_____
NOTARY PUBLIC

My Commission Expires: 7-31-2001

VICKI R. SCHMITZ NOTARY PUBLIC AT LARGE WILLIAMSON CO. TN

N VRS 237240.1
0-0 04/30/98

Exhibit "A"

Legal Description

Tract I : 2507 WEST END AVENUE

A tract of land in the First Civil District of Metropolitan Nashville, Davidson County, Tennessee and being the westerly 25 feet of the easterly 62.5 feet of Lot No. 15, Plan of Elliston's Addition to Nashville as of record in Book 21, Page 141, R.O.D.C., Tennessee and also being Parcel 92.1 on Tax Map 104-3 Metro Government Maps and being more particularly described as follows:

Beginning at an existing iron pin on the southerly right-of-way of West End Avenue (as widened), said iron pin being the northeasterly corner of the herein-described tract of the northwesterly corner of a tract of land conveyed to Vanderbilt University by deed recorded in Book 4299, page 386, R.O.D.C., Tennessee, said point being 226.1 feet, more or less, (deed 227.52 feet) from the westerly end of the westerly return curve at West End Avenue and 25th Avenue South as measured along the southerly right-of-way line of West End Avenue (as widened); thence,

1. With the common line of herein-described tract and Vanderbilt University land S36° 11' 10" E, 168.95 feet to an iron pin set on the northerly right-of-way line of Alley No. 636; thence,

2. With the northerly right-of-way line of Alley No. 636 S 54° 04' 30" W, 25.0 feet to a point in power pole, said pin being the southeasterly corner of Tract No. 1 in deed to Vanderbilt University recorded in Book 6783, page 508, R.O.D.C., Tennessee; thence,

3. With the common line of herein-described tract and Vanderbilt University N 36° 13' 40" W, 168.88 feet to a drilled hole in sidewalk on the southerly right-of-way line of West End Avenue (as widened); thence,

4. With the southerly right-of-way line of West End Avenue (as widened) N 53° 55' 07" E, 25.0 feet to the point of beginning and containing 4,223 square feet or 0.0969 acres.

Being the same property conveyed to John A. Gupton, III, Trustee by Quitclaim Deed from Bernadean Gupton recorded in Book 8154, Page 759, R.O.D.C., Tennessee.

(Note: Deed noted calls for property to be the easterly 25 feet of Lot 15. It is actually the westerly 25 feet of the easterly 62.5 feet of Lot 15.)

Tract II: 2515 KENSINGTON PLACE

A tract of land in the First Civil District of Metropolitan Nashville, Davidson County, Tennessee and being Lot No. 17 on the Plan of W.R. Elliston, as of record in Book 21, Page 141, R.O.D.C., Tennessee, and also being Parcel 90 on Tax Map 104-3 Metro Government Maps and being more particularly described as follows:

Beginning at a P.K. nail set by disturbed concrete monument at the intersection of the northerly right-of-way line of Kensington Place and the easterly right-of-way line of 26th Avenue South; thence,

1. With the easterly right-of-way line of 26th Avenue South N 44° 42' 42" W, 181.88 feet to an iron pin set on the southerly right-of-way line of Alley No. 636; thence,

2. With the southerly right-of-way line of Alley No. 636 N 54° 04' 30" E, 87.84 feet to a railroad spike set, common corner of Lots 17 and 18 on above-noted plan; thence,

3. With the common line between Lots 17 and 18 S 35° 55' 30" E, 179.75 feet to an iron pin set on the northerly right-of-way line of Kensington Place; thence,

4. With the northerly right-of-way line of Kensington Place S 54° 04' 30" W, 60.06 feet to the point of beginning and containing 13,293 square feet or 0.3052 acres.

Being the same property conveyed to John A. Gupton, III, Trustee by Quitclaim Deed from Bernadean Gupton recorded in Book 8154, Page 761, R.O.D.C., Tennessee.

Exhibit "B"

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Permitted Exceptions

1. Taxes for the year 1998, and subsequent years, a lien, but not yet due and payable.
2. All matters appearing on the Plan of Elliston's Addition to Nashville of record in Book 21, page 141, Register's Office for Davidson County, Tennessee.
3. All matters shown on the survey of Ragan-Smith-Murphy & Associates, 315 Woodland Street, Nashville, Tennessee 37206, dated November, 1991.

1530 05/01 0101 03CHECK 3240.00

OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 10911 PG 550

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 870000.00
CON TX 3219.00
PRFEE 1.00
WDEED 20.00
TOTAL 3240.00
CHECK 3240.00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID 05/01/98 01 16:14:00 001 1530

043274
IDENTIF. & REFERENCE

98 MAY -1 PM 4:11

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 1287610