THIS INSTRUMENT PREPARED BY:
Stokes & Bartholomew, P. A.
424 Church Street
Suite 2800
Nashville, Tennessee 37219

Map-Parcel Nos.
93-13-7; 93-9-203; 93-9-204;
93-9-205; 93-9-206

BOOK 11067 PAGE 165

Address New Owner/
Send Tax Bills to:

Music Row Properties, L.P.
115 16th Avenue South
Nashville, Tennessee 37203

93 AUG 11 PM 4:16

01753 03

GENERAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of Ten Dollars ($10.00), cash in hand paid by the hereinafter named GRANTEES, and other good and valuable considerations, the receipt and sufficiency of which are hereby acknowledged, E. HOWARD BRANDON and wife, RUTH BRANDON hereinafter called GRANTORS, have bargained and sold, and by these presents does hereby transfer, assign and convey unto MUSIC ROW PROPERTIES, L.P. hereinafter the GRANTEES, their heirs and assigns, an undivided ninety-three percent (93%) interest in and to a certain tract or parcel of land situated in Davidson County, State of Tennessee, more particularly described on Exhibit A, attached hereto and incorporated herein by referenced

This is improved property known as 118 16th Avenue South, Nashville, Tennessee 37203.

The conveyance of the property herein, and all covenants and warranties of GRANTOR contained herein, are made expressly subject to those matters set forth on Exhibit B, attached hereto and incorporated herein by reference.

This conveyance is part of an exchange of properties under I.R.C. 1031.

TO HAVE AND TO HOLD said property, with the appurtenances, estate, title and interest thereto belonging to the said GRANTEE, and GRANTEE'S successors and assigns, forever. GRANTOR covenants that they are lawfully seized and possessed of the property in fee simple, they have the right to convey the same, and that the title thereto is free from all encumbrances, except as otherwise set forth herein. GRANTOR further covenants and binds themselves, and

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their heirs and assigns, to warrant and forever defend the title to said property to the said GRANTEE, its successors and assigns, against the lawful claims of all persons whomsoever.

IN WITNESS WHEREOF, the GRANTOR has caused this General Warranty Deed to be executed as of this 13 day of August, 1998.

E. HOWARD BRANDON

RUTH BRANDON

STATE OF Tennessee
COUNTY OF Davidson

Personally appeared before me, Linda J. Boggess, a Notary Public in and for said County and State, the within named E. Howard Brandon and Ruth Brandon, the bargainors, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that they executed the within instrument for the purposes therein contained.

WITNESS my hand and official seal at Nashville, Davidson County, Tennessee, this 13th day of August, 1998.

Notary Public

My Commission Expires: 5-26-2002

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $ 2,481,240.00

AFFIANT

Subscribed and sworn to before me
this 13th day of August, 1998.

Notary Public

My Commission Expires:

t:\rc\7087\generalwarrantydeed

EXHIBIT A BOOK 11067 PAGE 167

[Legal Description]

Land lying in Davidson County, Nashville, Tennessee and being more particularly described according to a survey by R. I. Montoya, Land Surveying, Inc., dated June 5, 1998 as follows:

Tract I

Beginning at a point at the Intersection of the sidewalk in the easterly margin of 16th Avenue South and the southerly margin of McGavock Street, this being the northwestern corner of this described Tract Number 1, also known as Parcel 203, Metro tax Map 93-9, Tax Assessor's Office of Davidson County, Tennessee, thence; in a easterly direction along said sidewalk in the southern margin of McGavock Street, North 63°40'49" East, 268.00 feet to a point, thence; South 26°16'23" East, 166.00 feet to a point in the northern margin of Alley Number 235, Metro tax Map 93-13, Tax Assessor's Office of Davidson County, Tennessee, thence; North 63°40'27" East, 227.90 feet along said alley to a point in the eastern margin of the sidewalk in the eastern margin of 16th Avenue South, thence; North 26°16'23" West, 166.00 feet to the point of beginning of this described Tract Number 1 containing 44,487.99 square feet or 1.021 acres more or less.

Tract 2

Beginning at a P.K. Nail in the sidewalk at the Intersection of 16th Avenue South and Demonbruen Street, this being the southwestern corner of Parcel Number 8, Metro Tax 93-13, Tax Assessor's Office for Davidson County, Tennessee, thence; continuing along sidewalk North 63°50'20" East, 157.86 feet in a easterly direction to an iron rod in the northerly margin of Demonbruen Street, this being the point of beginning for this described Tract Number 2, thence; North 26°04'26" West, 82.13 feet along the building wall to a point, thence; South 63°46'41" West, 158.14 feet along the building wall to a point; thence North 26°16'23" West, 82.64 feet to a point, thence; North 63°40'27" East, 227.90 feet along the northerly building wall in the southerly margin of Alley Number 235, Metro Tax Map 93-13, Tax Assessor's Office of Davidson County, Tennessee, thence; South 26°15'35" East, 165.30 feet to a P.K. Nail (Old) in the sidewalk, thence; South 63°50'20" West, 70.01 feet to the point of beginning for this described Tract Number 2, containing 24,620.69 square feet or 05.65 acres more or less.

Being the same property conveyed to E. Howard Brandon and wife, Ruth Brandon, by Quitclaim Deed of Record in Book 9957, page 530, Register's Office for Davidson County, Tennessee.

EXHIBIT B

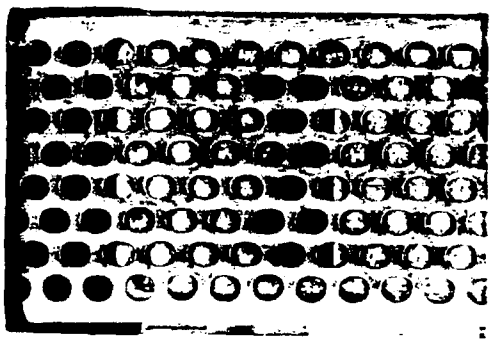
[Title Exceptions]

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

2. Rights of tenants in possession under unrecorded lease(s).

3. Terms and Provisions of Memorandum of Lease in favor of Music Row Properties, Ltd., of record in Book 9311, Page 594, said Register's Office.

4. All matters shown on Plat of record in Book 1, Page 15, said Register's Office.



**OFFICIAL RECEIPT**

**FELIX Z. WILSON, II**

REGISTER OF DAVIDSON COUNTY

NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 11067 PAGE 109

| | | |
|---|---|---|
| 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 |

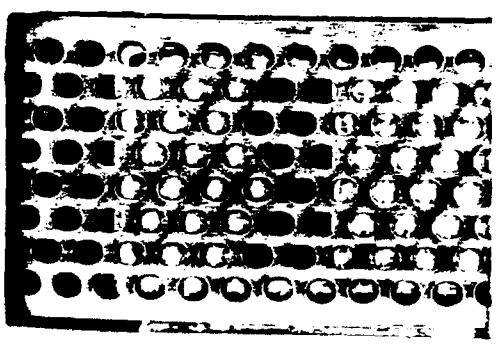
| DATE | SYMBOL | VALUATION | TAX AND FEES | TOTAL PAID |
|---|---|---|---|---|
| | | | | |

PAYMENT DETAIL

2491246.00
CON TA 9186.59
PRFEE 1.00
MTGTAX 10.00
CFEE 2.00
TOTAL 9199.59
CHECK 9199.59

08-14-98 16:17 0001 73.00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK



0475303

CROSS REFERENCE

98 AUG 14 PM 4:17

No. 1[illegible]