BOOK 11255 PAGE 505

SPECIAL WARRANTY DEED

FROM: SunTrust Bank, Nashville, National Association, successor to Third National Bank in Nashville, a national banking association, as Trustee, and First American National Bank, a national banking association, successor to First American Trust Company, N.A., a national trust company (successor fiduciary to First American National Bank of Nashville), as Trustee, Grantors

This instrument was prepared by:
Warren H. Wild, Jr.
Farris, Warfield & Kanaday, PLC
424 Church Street, Suite 1800
Nashville, Tennessee 37219

98 DEC 16 PM 2:03
ALL STATE-LAND REGISTER
DAVIDSON COUNTY, TN.

IDENTIF. & REFERENCE
05261311

TO: Lee A. Beaman, Grantee

Address New Owner:
Lee A. Beaman
1525 Broadway
Nashville, TN 37203

Name and Address of the Person or Entity Responsible for the payment of Real Property Taxes:

Same

Map-Parcel Numbers:
Map 93-9
Parcels 192, 193, 210, 211
212, 213, 214, 216

Field Book Numbers:

8W 00580	8W 00585
8W 00770	8W 00790
8W 00795	8W 00805
8W 00815	8W 00825

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is One Million Six Hundred Seventy Seven Thousand Five Hundred Forty and No/100 Dollars ($1,677,540.00).

Lee A Beaman
Affiant

SUBSCRIBED AND SWORN TO before me, this the 15th day of December, 1998.

Jane Caplan
Notary Public

My Commission Expires: January 26, 2002

FOR AND IN CONSIDERATION OF the sum of One Million Six Hundred Seventy Seven Thousand Five Hundred Forty and No/100 Dollars ($1,677,540.00), the receipt and sufficiency of which are hereby acknowledged, SUNTRUST BANK, NASHVILLE, NATIONAL ASSOCIATION, successor to Third National Bank in Nashville, a national banking association, as Trustee, with full power to mortgage, sell or convey without the joinder of any beneficiary as to a 55.59% interest in Tracts 1 through 5, and SUNTRUST BANK, NASHVILLE, NATIONAL ASSOCIATION,

successor to Third National Bank in Nashville, a national banking association, as Trustee under the Will of Ralph L. Nichols, deceased, of record in Will Book 80, page 6, Probate Clerk's Office of Davidson County, Tennessee as to a 55.59% interest in Tract 6, and FIRST AMERICAN NATIONAL BANK, a national banking association, successor to First American Trust Company, N.A., a national trust company (successor fiduciary to First American National Bank of Nashville pursuant to Tennessee Code Annotated, Section 45-2-1008), as trustee under the Will of Helen T. Nichols, deceased, of record in Will Book 90, page 373, said Probate Court Clerk's Office, as to a 44.41% interest in Tracts 1 through 6 ("Grantors"), have bargained and sold, and by these presents do transfer and convey unto LEE A. BEAMAN ("Grantee"), his heirs, successors 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 improved property known as 1501, 1508, 1509, 1510, 1511, 1512, 1513, 1515, 1517, 1519, 1521 McGavock Street, 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 Grantee, his heirs, successors and assigns forever.

And each Grantor covenants and binds itself, its successors and assigns, to warrant and forever defend Grantee, his heirs, successors and assigns, title to that portion of the Property conveyed by such Grantor against the lawful claims of all persons whomsoever claiming by, through or under such Grantor (other than claims arising from the matters set forth on Exhibit B), but not further or otherwise. This conveyance is expressly made subject to the matters set forth on Exhibit B

Grantors make no representation or warranty whatsoever with respect to the physical condition of the Property including, without limitation, any environmental matter, and in accepting this Deed, Grantee accepts the physical condition of the Property "AS-IS" and with all faults.

Grantee agrees that each Grantor is delivering this Deed solely in its capacity as Trustee, respectively, under the Will of Ralph L. Nichols and under the Will of Helen T. Nichols. Grantee's recourse to Grantors for any claims or liability under this Deed shall be limited to the assets of the Trusts established under the Will of Ralph L. Nichols and under the Will of Helen T. Nichols, and in accepting this Deed, Grantee agrees that he shall have no recourse against either of the banks or assets of the banks

which serve as trustee except to the extent of the assets in the Trusts established under the Will of Ralph L. Nichols and under the Will of Helen T. Nichols.

Grantors further quitclaim to Grantee all of their interest, if any, in the land, described on Exhibit C, that is not included within the description of the Property described on Exhibit A, if any.

Witness our hands this 16 day of December, 1998.

GRANTORS:

SUNTRUST BANK, NASHVILLE, NATIONAL ASSOCIATION, Successor to Third National Bank in Nashville, a national banking association, as Trustee with full power to mortgage, sell or convey without the joinder of any beneficiary, and as Trustee under the Will of Ralph L. Nichols, deceased

By: _____

Title: V.P. & Trust Real Estate Officer

FIRST AMERICAN NATIONAL BANK, a national banking association, successor to First American Trust Company, N.A., a national trust company (successor fiduciary to First American National Bank of Nashville), as successor Trustee under the Will of Helen T. Nichols, deceased

By: _____

Title: Vice President

Grantee executes this Deed for the purpose of acknowledging and agreeing to the terms, limitations and conditions of Grantors' delivery of this Deed as more fully set forth herein.

_____
Lee A. Beaman

341361.1 12/8/98

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, Deborah A. Hughes, a Notary Public of said County and State, personally appeared David P. Rogers, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be V P + Trust Real Estate Officer (or other officer authorized to execute the instrument) of SUNTRUST BANK, NASHVILLE, NATIONAL ASSOCIATION, Successor to Third National Bank in Nashville, a national banking association, as Trustee with full power to mortgage, sell or convey without the joinder of any beneficiary, and as Trustee under the Will of Ralph L. Nichols, deceased, the within named bargainor, and that he as such V.P. Trust Real Estate Officer executed the foregoing instrument for the purposes therein contained, by signing the name of the banking association, in its capacity as Trustee, by himself as V P Trust Real Estate Officer

Witness my hand and seal, at Office this 16th day of December, 1998.

Deborah A. Hughes
Notary Public

My Commission Expires: 7/24/99

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, Deborah A. Hughes, a Notary Public of said County and State, personally appeared Douglas Kirby, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be V.P Manager-TN (or other officer authorized to execute the instrument) of FIRST AMERICAN NATIONAL BANK, a national banking association, successor to First American Trust Company, N.A., a national trust company (successor fiduciary to First American National Bank of Nashville), as successor Trustee under the Will of Helen T. Nichols, deceased, the within named bargainor, and that he as such V.P Manager-TN executed the foregoing instrument for the purposes therein contained, by signing the name of the banking association, in its capacity as Trustee, by him self as V.P Manager-TN.

Witness my hand and seal, at Office this 16th day of December, 1998.

Deborah A. Hughes
Notary Public

My Commission Expires: 7/24/99

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, Jane Caplenor, a Notary Public of said County and State, LEE A. BEAMAN, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that he executed the within instrument for the purposes therein contained.

Witness my hand, at Office, this 15th day of December, 1998.

Jane Caplenor
Notary Public

My Commission Expires: January 26, 2002

341361.1 12/8/98

EXHIBIT A

Property Description

TRACT NO. 1:

Land in Davidson County, Tennessee, being the West Half of Lot No. 124 on the Map of McNairy, Kirkman and Porter's Plan of Lots, called West Nashville, of record in Book 9, pages 322 and 323, Register's Office for said County.

Said part of said Lot No. 124 fronts 50 feet on the north side of McGavock Street and runs back between parallel lines 169 feet to an alley.

TRACT NO. 2:

Being the easterly one-half of Lot No. 126 on the plan of McNairy's West Nashville Lots, as of record in Book 9, page 322, Register's Office for said County, and in Minute Book "C", pages 136 and 137, Chancery Court at Nashville.

Said part of Lot No. 126 fronts 50 feet on the northerly side of McGavock Street and runs back between parallel lines, 169 feet to an alley.

TRACT NO. 3:

Being the easterly 50 feet of Lot No. 125 and the westerly 40 feet of Lot No. 123 in McNairy's West Nashville Plan, as of record in Book No. "C", page 136, of the Chancery Court at Nashville, Tennessee, described as follows:

Beginning at the northeast corner of what was D. A. Bradley's lot; thence easterly with the south margin of McGavock Street 90 feet to the northwest corner of the W. M. Woolwine lot; thence running southwardly, 166 feet to a 12-foot alley; thence westwardly, along the northerly margin of said alley, 90 feet; thence northwardly along Bradley's line, 166 feet to the beginning.

TRACT NO. 4:

Being the westerly half of lot No. 125 in McNairy's plan of West Nashville Lots, as of record in Book 9, Pages 322 and 323, Register's Office for said County. Said part of lot No. 125 fronts fifty (50) feet on the southerly side of McGavock Street and runs back between parallel lines 166 feet to an alley.

EXHIBIT A
Property description - continued

TRACT NO. 5:

Parcel No. 1: Being the easterly ninety feet of lot No. 127 on the Plan of McNairy's West Nashville Lots, as of record in Minute Book "C", pages 136 and 137, and Plan Book 1, Page 15, Chancery Court at Nashville, and in Book 9, Pages 322 and 323, Register's Office for said County. Said part of lot No. 127 fronts ninety feet on the southerly side of McGavock Street and runs back between parallel lines one hundred sixty-six feet to an alley.

Parcel No. 2: Being the westerly ten feet of Lot No. 127 and the easterly half or fifty feet of lot No. 129 on McNairy's Plan of West Nashville Lots, of record in Book 9, pages 322 and 323, said Register's Office, and in Minute Book "C", pages 136 and 137, Chancery Court at Nashville, Tennessee. Said westerly part of lot No. 127 and the easterly part of lot No. 129 front together sixty feet on the southerly side of McGavock Street, and run back between parallel lines one hundred sixty-six feet to an alley.

Tracts 1 through 5 being a portion of the same property conveyed to Third National Bank in Nashville, a national banking association, as Trustee, by deed from Ralph Nichols Company, a Tennessee corporation, of record in Book 4322, page 182, Register's Office of Davidson County, Tennessee. The said Third National Bank in Nashville having since changed its name to SunTrust Bank, Nashville, National Association, a notice of the name change being of record in Book 9933, page 957, said Register's Office, SunTrust Bank, Nashville, National Association having quitclaimed a 44.41% interest in said Tracts 1 through 5 to First American National Bank, as Trustee, by Quitclaim Deed recorded simultaneously herewith in Book 11255, page 501, said Register's Office.

1489 12/16 0101 03CHECK 6249-90

EXHIBIT A

Property description - continued

Tract 6:

PARCEL 1: Land in Davidson County, Tennessee, being the easterly 60 feet of Lot No. 123 in McNairy's Plan of West Nashville Lots, as of record in Book 9, pages 322 and 323, Register's Office for said County, also in Minute Book "C", pages 136 and 137, Chancery Court at Nashville.

Said part of Lot No. 123 fronts 60 feet on the southerly side of McGavock Street and runs back between parallel lines 166 feet to an alley.

PARCEL 2: Land in Davidson County, Tennessee, being the easterly half of Lot No. 119 on the Plan of McNairy's West Nashville Lots, as of record in Book 9, pages 322 and 323, Register's Office for said County, and Minute Book "C", pages 136 and 137, Chancery Court at Nashville.

Said part of Lot 119 fronts 50 feet on the southerly side of McGavock Street and runs back between parallel lines, with the westerly margin of 15th Avenue, South, 166 feet to an alley.

Included in the above description, but excluded herefrom is a portion of the property conveyed to the State of Tennessee by deed from Gloria Walker Reed, of record in Book 4333, page 603, Register's Office for Davidson County, Tennessee.

Being parts of the easterly half of Lot No. 119 on the Plan of McNairy's West Nashville Lots, as of record in Book 9, pages 322 and 323, Register's Office for Davidson County, Tennessee.

Beginning at the intersection of the southerly margin of McGavock Street and the westerly margin of 15th Avenue, said point being the northeast corner of Lot No. 119 on the Plan of McNairy's West Nashville Lots, as of record in Book 9, pages 322 and 323, Register's Office for Davidson County, Tennessee; thence with the westerly margin of 15th Avenue and the easterly boundary of said Lot 119, South 27 degrees 17 minutes 40 seconds east 7.60 feet to a point; thence westwardly along an arc having a radius of 7.59 feet, curving to the left 11.94 feet to the point of tangency in the southerly margin of McGavock Street; thence with the southerly margin of McGavock Street and the northerly boundary of said Lot 119, north 62 degrees 36 minutes 27 seconds east 7.60 feet to the point of beginning, containing 12 square feet and being part of the same property vested in Gloria Walker Reed by deed from George D. Key, as of record in Book 3133, page 265, Register's Office for Davidson County, Tennessee.

Tract 6 being the same property conveyed to Third National Bank in Nashville, a national banking association (now known as Suntrust Bank, Nashville, National Association), as Trustee under the will of Ralph L. Nichols, deceased of record in Will Book 80, page 6, Probate Clerk's office for Davidson County, Tennessee, to the extent of an undivided 55.59% interest, and First American Trust Company, N.A., a national trust company (successor fiduciary to First American National Bank of Nashville, pursuant to Tennessee Code Annotated, Section 45-2-1008), as Trustee under the will of Helen T. Nichols, deceased, of record in Will Book 90, page 373, said Probate Clerk's Office, to the extent of an undivided 44.41% interest by deed from Buttery-Scoles Leasing of Nashville, a general partnership, of record in Book 7875, page 349, as re-recorded in Book 7929, page 231, said Register's Office. The said Third National Bank in Nashville having since changed its name to SunTrust Bank, Nashville, National Association, a notice of the name change being of record in Book 9933, page 957, said Register's Office.

RECORDERS MEMO
LEGIBILITY OF WRITING, TYPING OR PRINTING IN THIS DOCUMENT UNSATISFACTORY WHEN RECEIVED

EXHIBIT B

Encumbrances

1. Taxes for 1998, a lien, now due and payable, which have been prorated and will be paid by Grantee.

2. Drainage and slope easements as set out in Book 4333, page 603, Register's Office of Davidson County, Tennessee. (Tract 6, Parcel 2)

3. Lack of direct access to I-40, which is a controlled access highway by deed of record in Book 4333, page 603, said Register's Office. (Tract 6, Parcel 2)

4. Order from The Metropolitan Board of Zoning Appeals and agreement by Crest Cadillac of record in Book 10922, page 411, said Register's Office.

5. Lease Agreement dated October 16, 1991, with E. Scott Miner, as amended by First Amendment to Lease Agreement dated March 30, 1995.

6. Lease Agreement dated November 29, 1997, with Cinco Partnership.

7. Lease Agreement with Beaman Pontiac Company dated May 18, 1994, effective May 1, 1994.

8. Lease Agreement with Beaman Pontiac Company dated December 6, 1978, as amended by Lease Renewal, Extension and Modification Agreement dated January 31, 1994.

9. All matters shown on the survey dated December 4, 1998, prepared by William C. Cockrill, R.L.S. No. 1401, of Crawford Land Surveyors, P.C., Job No. 98171(P).

EXHIBIT C

DESCRIPTION

BEING three tracts of land in the First Civil District of Nashville, Davidson County, Tennessee, located north and south of McGavock Street between Fifteenth Avenue South and Sixteenth Avenue South and being more particularly described as follows:

Tract I (Parcel 216)
BEING the easterly one-half of Lot No. 119 as shown on the Plan of McNairy's West Nashville Lots of record in Plat Book 9, Page 322, R.O.D.C., lying on the westerly margin of Fifthteenth Avenue South and being more particularly described as follows:

BEGINNING at an iron pin set in the southerly margin of McGavock Street, said pin being westerly 49.51 feet along said margin from the west margin of Fifthteenth Avenue South;

Thence, with the southerly margin of McGavock Street, N62°18'20"E, 41.90 feet to an iron pin set;

Thence, with a curve concave to the south having a central angle of 90°03'03", a radius of 7.60 feet and a chord of S72°43'11"E, 10.75 feet for an arc length of 11.94 feet to an iron pin set in the westerly margin of Fifthteenth Avenue South;

Thence, with said margin S27°44'43"E, 158.40 feet to an iron pin set in the northerly margin of Alley No. 235;

Thence, with said alley, S62°18'20"W, 49.64 feet to an iron pin set;

Thence, leaving said alley with the east line of Betty Cartwright of record in Deed Book 9982, Page 808, R.O.D.C., N27°41'47"W, 166.00 feet to the point of beginning, containing 8,217 square feet or 0.19 acres, more or less.

Tract II (Parcels 210,211,212,213 and 214
BEING Lots 123, 125, 127 and the easterly one-half of Lot No. 129 as shown on the plan of McNairy's West Nashville Lots of record in Plat Book 9, Page 322, R.O.D.C. and being more particularly described as follows:

BEGINNING at an iron pin set in the southerly margin of McGavock Street, said pin being westerly 200.14 feet along said margin from the westerly margin of Fifthteenth Avenue South;

Thence, leaving McGavock Street with the west line of Betty Cartwright of record in Deed Book 9982, Page 808, R.O.D.C., S27°44'40"E, 166.00 feet to an iron pin set in the northerly margin of Alley No. 235;

Thence, with said alley, S62°18'20"W, 351.48 feet to an existing iron pin;

Thence, leaving said alley with the east line of Cinco of record in Deed Book 5792, Page 238, R.O.D.C., N27°44'40"W, 166.00 feet to an iron pin set in the southerly margin of McGavock Street;

Thence, with said margin, N62°18'20"E, 351.48 feet to the point of beginning, containing 58,346 square feet or 1.34 acres, more or less.

Tract III (Parcels 192 and 193)
BEING the westerly one-half of Lot No. 124 and the easterly one-half of Lot No. 126 as shown on the plan of McNairy's West Nashville Lots of record in Plat Book 9, Page 322, R.O.D.C. and being more particularly described as follows:

BEGINNING at an iron pin set in the north margin of McGavock Street, said pin being westerly 330.22 feet along said margin from a p.k. spike at the west end of the return at Fifthteenth Avenue South;

Thence, with the north margin of McGavock Street, S62°18'20"W, 100.57 feet to an iron pin set;

Thence, leaving said margin, with the east line of Lee A. Beaman of record in Deed Book 10779, Page 128, R.O.D.C., N27°43'40"W, 171.97 feet to an iron pin set in the southerly margin of Alley No. 236;

Thence, with said alley, N62°20'29"E, 100.83 feet to an iron pin set;

Thence, leaving said alley with the west line of Francis Hardcastle of record in Deed Book 10392, Page 344, R.O.D.C., S27°38'28"E, 171.90 feet to the point of beginning, containing 17,314 square feet or 0.40 acres, more or less.

Tracts I, II and III combined equal 83,877 square feet or 1.93 acres, more or less.

OFFICIAL RECEIPT

BILL GARRETT
REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

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	CFEE - COMPUTER FEE	PRFEE - PROBATE FEE

BOOK 11255 PAGE 515

	CAMT
	1677540.00
CON TX	6206.90
PRFEE	1.00
WDEED	40.00
CFEE	2.00
TOTAL	6249.90
CHECK	6249.90

12/16/98 01 14:03 0001 1489

0526131
IDENTIF. ↑ REFERENCE

98 DEC 16 PM 2:03
BILL GARRETT REGISTER
DAVIDSON COUNTY, TN.

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

No. 1400943