THIS INSTRUMENT PREPARED BY:
Douglas A. Brace, Reg. #3485
ORTALE, KELLEY, HERBERT & CRAWFORD
200 Fourth Avenue North, Third Floor
P.O. Box 198985
Nashville, TN 37219-8985
(615) 256-9999

STATE OF TENNESSEE]
COUNTY OF WILLIAMSON]

The actual consideration or value, whichever is greater, for this transfer is $217,500.00.

Patty Tolone
Affiant

Notary Public

My commission expires: 7-27-2002

Name and Address of New Owner:

Zaring Homes, Inc.
1604 Westgate Circle
Brentwood, TN 37027

Davidson County DEEDWARR
Recvd: 10/13/00 10:31 3pgs
Fees:15.00 Taxes:804.75
20001013-0101805

Send Tax Bills To:

New Owner

Street Address of Subject Property:

616 Holt Run Court (Lot 40)
609 Holt Run Court (Lot 42)
7120 Holt Run Drive (Lot 45)
____ Holt Run Drive (Lot 46)
808 Holt Grove Court (Lot 64)
Nashville, TN 37211

Map and Parcel:

180-03-O-A-78.00 (Lot 40)
180-03-O-A-80.00 (Lot 42)
180-03-O-A-83.00 (Lot 45)
180-03-O-A-84.00 (Lot 46)
180-03-O-A-87.00 (Lot 64)

WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of Ten and No/100 Dollars ($10.00), cash in hand paid by the hereinafter named Grantee, and other good and valuable considerations, the receipt and sufficiency of which are hereby acknowledged, **GILLESPIE LAND DEVELOPMENT, LLC,** a Tennessee Limited Liability Company, hereinafter called "**GRANTOR,**" has bargained and sold, and by these presents does transfer and convey unto **ZARING HOMES, INC.,** a Tennessee corporation, hereinafter called "**GRANTEE,**" its successors and assigns, a certain tract or parcel of land in Davidson County, Tennessee, described as follows:

Tract 1

Being Lot Nos. 40, 42, 45 and 46 on the Plan of Section 2B, Stone Creek Park, of record in Book 9700, page 266, as amended in Book 9700, pages 793 and 794, Register's Office for said County, Tennessee, to which plan reference is hereby made for a more complete description.

Tract 2

Being Lot No. 64 on the Plan of Section 2B, Stone Creek Park, of record in Book 9700, page 266, as amended in Book 9700, pages 793 and 794, Register's Office for said County, Tennessee, to which plan reference is hereby made for a more complete description.

Being part of the same property conveyed to Gillespie Land Development, LLC, by Deed from John Hall Gillespie and wife, Shirley B. Gillespie, of record in Book 10270, page 404, Register's Office for Davidson County, Tennessee, as to Tract 1; and, being part of the same property conveyed to Gillespie Land Development, LLC by deed from Dorothy H. Gillespie of record in Book 11416, page 984, said Register's Office, as to Tract 2.

The conveyance of the above described parcel of land is subject to the following:

1. All matters shown on the Plan of record in Book 9700, page 266, as amended in Book 9700, pages 793 and 794, Register's Office for Davidson County, Tennessee;

2. All matters shown on the Plat of Stone Creek Park Amenity Center of record in Plat Book 9700, page 652, said Register's Office;

3. Restrictive Covenants of record in Book 10324, page 365, and in Book 10953, page 804, said Register's Office;

4. Easements of record in Book 6218, page 199, Book 10487, page 632, and Book 10716, page 596, said Register's Office; and

5. Water Use Agreement of record in Book 6068, page 119, said Register's Office.

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said Grantee, its successors and assigns, forever; and Grantor does covenant with the said Grantee that it is lawfully seized and possessed of said land in fee simple, has a good right to convey it, and the same is unencumbered, unless otherwise herein set out; and Grantor does further covenant and bind itself, its successors and assigns, to warrant and forever defend the title to the said land to the Grantee, its successors and assigns, against the lawful claims of all persons whomsoever. Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

WITNESS my hand this 11th day of October, 2000.

GILLESPIE LAND DEVELOPMENT, LLC

BY: John H Gillespie
John H. Gillespie, Chief Manager

STATE OF TENNESSEE]
COUNTY OF WILLIAMSON]

Before me, the undersigned, a Notary Public in and for said State and County aforesaid, personally appeared **John H. Gillespie,** with whom I am personally acquainted and who, upon oath, acknowledged himself to be Chief Manager of **GILLESPIE LAND DEVELOPMENT, LLC,** a Tennessee limited liability company, and that he as Chief Manager, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the limited liability company as said Chief Manager.

WITNESS my hand and seal at Brentwood, Tennessee, the day and year first above written.

NOTARY PUBLIC

My commission expires: 7-27-2002

This instrument prepared by Douglas A. Brace, Attorney, 200 Fourth Avenue, North, Nashville, Tennessee, upon information furnished by the parties hereto.

F:\rubye\wd gillespie llc 40 42 45 46 64.doc