THIS INSTRUMENT PREPARED BY: MUDTER & PATTERSON ATTORNEYS-AT-LAW 2000 Richard Jones Rd., Ste. 110 Nashville, Tennessee 37215 FILE: Box 9B First Title and Escrow Company, Inc. FTEC No. 18301	STATE OF TENNESSEE COUNTY OF DAVIDSON The actual consideration or value, whichever is greater, for this transfer is: $ 525,000.00 Affiant Subscribed and sworn to before me, this 20th day of September, 2001. Notary Public My Commission Expires:

WARRANTY DEED

Address New Owner(s):	Send Tax Bills to	Tax Information
JOHN M. HOOPER, III	SOUTHTRUST MORTGAGE CORPORAT	157-8-A
109 Middleton Circle	100 Broowood Place, Ste. 300	44.00 CO
Nashville, Tennessee 37215	Birmingham, Alabama 35209	7D41152

My Commission Expires September 25, 2004

FOR AND IN CONSIDERATION of the sum of Ten and No/100 Dollars ($10.00), cash in hand paid, and other good and valuable considerations, the receipt of which is hereby acknowledged, STEPHANIE M. UPSHAW & husband, H. WALKER UPSHAW, ("Grantor"), has this day bargained and sold, and does hereby transfer and convey to JOHN M. HOOPER, III, ("Grantee"), its successors, heirs and assigns, all that tract or parcel of land in Davidson County, Tennessee, more particularly described on Exhibit "A" hereto.

This is improved property located at 109 Middleton Circle, Nashville, Tennessee 37215.

TO HAVE AND TO HOLD said real estate with the appurtenances, estate, title and interest thereto belonging to Grantee, its successors, heirs and assigns, forever.

And Grantor covenants that it is lawfully seized and possessed of said real estate in fee simple, has a good right to convey it and that the same is unencumbered, except as set out on Exhibit "A" hereto. Grantor further covenants and binds itself, its successors, heirs and assigns to warrant and forever defend the title to said real estate to Grantee, its successors, heirs and assigns against the lawful claims of all persons, except as set out on Exhibit "A" hereto.

Wherever used, this singular shall include the plural, the plural and singular, and the use of any gender shall be applicable to all genders.

IN WITNESS WHEREOF, Grantor has executed this instrument on this 20th day of September, 2001.

Davidson County DEEDWARR
Recvd: 09/27/01 11:29 2pgs
Fees:13.00 Taxes:1942.50

20010927-0104602

STEPHANIE M. UPSHAW

By: Stephanie M. Upshaw by Steve Fridrich
STEVE FRIDRICH, ATTORNEY-IN-FACT BY POWER OF ATTORNEY RECORDED SIMULTANEOUSLY HEREWITH #20010927-0104601

H. WALKER UPSHAW

By: H. Walker Upshaw by Steve Fridrich
STEVE FRIDRICH, ATTORNEY-IN-FACT BY POWER OF ATTORNEY RECORDED SIMULTANEOUSLY HEREWITH #20010927-0104601

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, STEVE FRIDRICH, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the Attorney-In-Fact for the said STEPHANIE M. UPSHAW and H. WALKER UPSHAW, and is authorized by the said STEPHANIE M. UPSHAW and H. WALKER UPSHAW, to execute this instrument on their behalf.

Witness my hand, at office, this 20th day of September, 2001.

My Commission Expires:

Notary Public

My Commission Expires September 25, 2004

EXHIBIT "A"

Land in Davidson County, Tennessee, being Lot No. 44 on the Plan of 3rd Revision Middleton, as of record in Plat Book 6900, page 900, Register's Office for said County, to which plan reference is made for a more complete description.

Being the same property conveyed to Stephanie M. Upshaw and spouse, H. Walker Upshaw by deed from Mary Catherine Obolensky, Trustee with full power of record in Book 10068, page 902, said Register's Office.

This conveyance is made subject to: (1) 2001 Taxes, which have been prorated and assumed by the Grantee; (2) Restrictions of record in Book 9816, page 844, amended in Book 10714, page 744; (3) Charter appearing as Instrument No. 20010327-0028930; (4) Agreement of record in Book 6505, page 881; and (5) All matters appearing on the plan of record in Plat Book 6900, page 900, said Register's Office.