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LAM

SPECIAL WARRANTY DEED

TO:	Pete Shack	C. Mark Carver, Esq. Sherrard & Roe, PLC 424 Church Street, Suite 2000 Nashville, TN 37219
FROM:	Grayson Corporation	

Address New Owner(s) as Follows:	Send Tax Bills To:	Map/Parcel Numbers
Pete Shack 2147 Belcourt Avenue, Suite 100 Nashville, TN ~~37215~~ 37212	Same	Map 91-14 Parcel 257

Davidson County DEEDWARR
Recvd: 02/01/02 11:08 4pgs
Fees:23.00 Taxes:1332.00
20020201-0014665

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration for this transfer is $360,000.00.

Affiant

Sworn to and subscribed before me, this 30th day of January, 2002.

Notary Public

My Commission Expires: 3/26/2005

NOTARY PUBLIC AT LARGE DAVIDSON COUNTY TENN

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION OF the sum of Ten Dollars, cash in hand paid by the hereinafter named Buyer, and other good and valuable considerations, the receipt of which is hereby acknowledged **Grayson Corporation**, a Tennessee corporation (hereinafter called the "Seller"), has bargained and sold, and by these presents does transfer and convey unto **Pete Shack** (hereinafter called the "Buyer"), and Buyer's successors and assigns all of Seller's interest in a certain tract of land in Davidson County County, Tennessee, described on Exhibit A attached hereto and incorporated herein by reference, and any improvements thereon.

The above-referenced property is conveyed subject to the matters set forth on Exhibit B attached hereto and incorporated herein by reference.

TO HAVE AND TO HOLD the said real property, together with all rights and appurtenances thereunto belonging or in any wise appertaining to Buyer, its successors and assigns, forever in fee simple.

Seller further covenants and binds itself, its representatives, successors and assigns to warrant specially and forever defend the title to said real estate to Buyer, and Buyer's successors and assigns, against the lawful claims of all persons claiming through and under Seller (other than claims arising

out of the matters set forth above), but not further or otherwise. 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.

Seller certifies that "Grayson Corporation" and "Grayson Corp." are one and the same entity.

IN WITNESS WHEREOF, Seller has caused this Special Warranty Deed to be executed effective as of the 31st day of January, 2002.

SELLER:

Grayson Corporation,
a Tennessee corporation

By: _____
L. J. Mulhall, President

STATE OF OREGON)
COUNTY OF JACKSON)

Before me, Laurie Bradley the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared L. J. Mulhall, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged himself to be the President of Grayson Corporation, the within named bargainor, a Tennessee corporation, and that he as such President being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the limited liability company by himself as President.

Witness my hand and seal, at Office in Medford, Oregon, this 29th day of January, 2002.

OFFICIAL SEAL
LAURIE BRADLEY
NOTARY PUBLIC-OREGON
COMMISSION NO. 317432
MY COMMISSION EXPIRES OCT. 26, 2002

Laurie Bradley
Notary Public

My Commission Expires: 10/26/2002

EXHIBIT A

PROPERTY DESCRIPTION

Land in Davidson County, Tennessee, being Lot No. 2, on the Plan of Joe Maxwell, as shown on plat of record in Plat Book 6200, page 404, in the Register's Office of Davidson County, Tennessee, to which plat reference is hereby made for a more particular description.

Being the same property conveyed to Grayson Corp., by Deed of Record in Book 9240, page 446, Register's Office for Davidson County, Tennessee. Seller certifies that "Grayson Corporation" and "Grayson Corp." are one and the same entity.

EXHIBIT B

PERMITTED EXCEPTIONS

1. Real property taxes for 2002, a lien not yet due and payable.

2. All matters shown on Plat recorded in Book 6200, page 404, Register's Office for Davidson County, Tennessee.

3. Tenants under unrecorded leases.