Davidson County DEEDWARR
Recvd: 04/03/02 10:23 3pgs
Fees:18.00 Taxes:1850.00
20020403-0040347

FILE BOX 57

GENERAL WARRANTY DEED

Address New Owner:	Send Tax Bills To:	Map and Parcel No.:
Richard W. Carpenter, Sr., and Richard S. Davis, Jr. 5480 Chemin de Vie Atlanta, GA 30342	Same	Map 85 Parcel 99

FOR AND IN CONSIDERATION OF THE SUM OF TEN DOLLARS ($10.00), cash in hand paid by the hereinafter named Grantee, and other good and valuable consideration, the receipt of which is hereby acknowledged, Jackson Downs, LP, (the "Grantor"), has bargained and sold, and by these presents do transfer and convey unto **Richard W. Carpenter, Sr. as to a 51% interest as tenant in common and Richard S. Davis, Jr. as to a 49% interest as tenant in common,** (the "Grantees"), their heirs and assigns, a certain tract or parcel of land in Davidson County, Tennessee, described as follows, to-wit:

Being a tract of land, known as Lot 12 of the "First Revision of Lots 7, 11 and 12 Jackson Downs Commercial" as of record in Plat book 8250, page 921, Register's Office for Davidson County, Tennessee

Being a portion of the same property conveyed to Jackson Downs, LP by deed from Mathews Partners, Inc. of record in Book 9857, page 104, Register's Office for Davidson County, Tennessee.

This conveyance is subject to the following:

1. Taxes for 2002, a lien not yet due and payable, which are assumed by the Grantee.

2. Overhead line easement to the Metropolitan Government of record in Book 5848, Page 105, Register's Office for Davidson County, Tennessee located on the Survey.

3. Utility Easement to Metropolitan Government of record in Book 10167, Page 499, Register's Office for Davidson County, Tennessee as located on the Survey.

4. Sanitary Sewer Easements to Metropolitan Government of record in Book 10167 page 472 and Book 10167, page 494, Register's Office for Davidson County, Tennessee, as located on the Survey.

5. Matters shown on the Plan of record in Book 8250, page 921, Register's Office for Davidson County, Tennessee.

6. Terms and conditions of Operation and Easement Agreement by and among Dayton Hudson Corporation, a Minnesota corporation, Mathews Partners,

Inc.,a Tennessee corporation, Jackson Downs, L.P.,a Georgia limited partnership, of record in Book 9857, Page 151, Register's Office for Davidson County, Tennessee as amended by First Amendment to Operations and Easement Agreement of record in Book 10841, page 648, Second Amendment of record in Book 10908, page 773 and Third Amendment as Instrument No. 200007050066702, said Register's Office.

7. Terms and conditions of that certain Cross Access Easement Agreement by and among Jackson Downs, L.P., a Georgia limited partnership, Mathews Partners, Inc., a Tennessee corporation and Dayton Hudson Corporation, a Minnesota corporation, dated November 10, 1995 of record in Book 9857, page 116, Register's Office for Davidson County, Tennessee.

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said Grantees, their heirs and assigns forever.

And the Grantor does hereby covenant with the said Grantees 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, except as set forth above.

And the Grantor does further covenant and bind itself, is successors and assigns, to warrant and forever defend the title to the land to the said Grantees, their heirs and assigns, against the lawful claims of all persons whomsoever.

IN WITNESS WHEREOF, the undersigned have executed this General Warranty Deed as of March 29, 2002.

JACKSON DOWNS, LP

BY: REALMARK HOLDINGS CORP.,
General Partner

By: _____
Its: _____

STATE OF GEORGIA

COUNTY OF Fulton

Before me, Jere E. Wilkins of the state and county mentioned, personally appeared Jere E. Wilkins, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be President of REALMARK HOLDINGS CORP., general partner of JACKSON DOWNS, LP, the within name bargainor and that he as such President, executed the foregoing instrument for the purposes therein contained.

WITNESS my hand and seal, at office in Nashville, Tennessee, this 29th day of March, 2002.

Karen F. Olander-Wells
Notary Public

My Commission Expires: OCT 1 2002 FAYETTE COUNTY, GA NOTARY PUBLIC

KAREN F. OLANDER-WELLS

STATE OF TENNESSEE
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $ 500,000 (JC)

Richard Ault
Affiant

Subscribed and sworn to before me this 29th day of March, 2002.

Patty J. Welch
Notary Public

My commission expires: 7/30/05

PATTY J. WELCH NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

My Commission Expires JULY 30, 2005

This instrument prepared by
Thomas C. Scott
TUNE, ENTREKIN & WHITE
21st Floor, AmSouth Center
Nashville, Tennessee 37238

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