39-B

THIS INSTRUMENT PREPARED BY: **Mudter & Patterson** **Attorneys-at-Law** **2000 Richard Jones Road** **Suite 110** **Nashville, Tennessee 37215** **File Box 9B:** **First Title & Escrow Co., Inc.** **FTEC File No. 19183**	STATE OF TENNESSEE: COUNTY OF DAVIDSON: The actual consideration or value, whichever is greater, for this transfer is: $245,000.00. Affiant Subscribed and sworn to before me, this 16th day of JULY, 2002. Notary Public My Commission Expires: 7-29-06 My Commission Expires

WARRANTY DEED

Address New Owner:	**Send Tax Bills To:**	**Tax Information:**
Mr. Bruce T. Caine Ms. Elaine O. Barnes 729 Vauxhall Drive Nashville, TN 37221	U.S. Bank, NA 4801 Frederica St Owensboro, KY 42301	MAP 141-15 PAR 171.00 FB 09D 82357

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, JULIE ANNA SMITH MAY, MARRIED ("Grantor"), has this day bargained and sold, and does hereby transfer and convey to BRUCE T. CAINE AND ELAINE O. BARNES, JOINT TENANTS WITH RIGHT OF SURVIVORSHIP ("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 729 Vauxhall Drive, Nashville, Tennessee 37221.

CHARLES MAY, the spouse of JULIE ANNA SMITH MAY, joins in this conveyance solely to convey any marital interest he may have in subject property by virtue of his marriage to the said JULIE ANNA SMITH MAY.

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.

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

IN WITNESS WHEREOF, Grantor has executed this instrument on this 16th day of JULY, 2002.

Julie Anna Smith May, by:
C.H. May Attorney-in-fact
JULIE ANNA SMITH MAY, BY: CHARLES MAY, ATTORNEY-IN-FACT PURSUANT TO A POWER OF ATTORNEY BEING PLACED OFRECORD IMMEDIATELY PRIOR HERETO, as Instrument 20020722-0087825

C.H. May
CHARLES MAY

Davidson County DEEDWARR
Recvd: 07/22/02 14:22 3pgs
Fees:18.00 Taxes:906.50
20020722-0087826

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, aforesaid, CHARLES MAY, 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 16th day of JULY, 2002.

GERALD G. PATTERSON NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

My Commission Expires: My Commission Expires NOV. 29, 2003

Notary Public

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, CHARLES MAY 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 said JULIE ANNA SMITH MAY and is authorized by the said JULIE ANNA SMITH MAY to execute this instrument on HER behalf.

Witness my hand, at Office, this 16th of JULY, 2002.

My commission expires:

_____

Notary Public

EXHIBIT "A"

Land in Davidson County, Tennessee, being Lot No. 171 on the Plan of Phase III-D "Sheffield" on the Harpeth, as of record in Plat Book 7900, pages 710 and 712, Register's Office for said County, to which plan reference is made for a more complete description.

Being the same property conveyed to Julie Anna Smith, an unmarried person by Special Warranty Deed from Bank of New York, as Trustee of record in Book 10868, page 163, said Register's Office. The said Julie Anna Smith having since married.

This conveyance is made subject to: (1) 2002 Taxes, which have been prorated and assumed by the Grantee; (2) Restrictions of record in Book 7145, page 954 and Book 8146, page 463; (3) Easements of record in Book 4136, page 525, Book 4279, page 731 and Book 5738, page 829; (4) By-Laws of record in Book 7145, page 964 and Book 8146, page 463; (5) Charter of record in Book 6939, page 983; (6) Unanimous Consent of the Directors of record in Book 8276, page 238; and (7) All matters appearing on the Plan of record in Plat Book 7900, page 710 through 712, said Register's Office.