40-1-

WARRANTY DEED

STATE OF TENNESSEE
COUNTY OF DAVIDSON
THE ACTUAL CONSIDERATION OR VALUE, WHICHEVER IS GREATER, FOR THIS TRANSFER IS $ 39,500.00

Affiant

SUBSCRIBED AND SWORN TO BEFORE ME, THIS THE 23 DAY OF July 2002

Notary Public

MY COMMISSION EXPIRES: 7/26/03
(AFFIX SEAL)

ANDREW B. GIBSON NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.
My Commission Expires July 26, 2003

THIS INSTRUMENT WAS PREPARED BY
Gibson & Gregory, Suite 1900, 201 Fourth Ave., N., Nashville, Tennessee 37219

ADDRESS NEW OWNER(S) AS FOLLOWS:	SEND TAX BILLS TO:	MAP-PARCEL NUMBERS
Ross Franklin Powell (NAME)	Union Planters Bank, N.A. (NAME)	MAP 147-2-B
550 Harding Place, #C117 (ADDRESS)	215 Forrest Street (ADDRESS)	PARCEL 55
Nashville, TN 37211 (CITY) (STATE) (ZIP)	Hattiesburg, MS 39401-3478 (CITY) (STATE) (ZIP)	

FOR AND CONSIDERATION OF THE SUM OF TEN DOLLARS, CASH IN HAND PAID BY THE HEREINAFTER NAMED GRANTEES, AND OTHER GOOD AND VALUABLE CONSIDERATIONS, THE RECEIPT OF WHICH IS HEREBY ACKNOWLEDGED, WE, Top of the World Music Investment & Holding Co., Inc., Trustee with full power to sell, transfer, convey, lease, mortgage or encumber without the joinder * HEREINAFTER CALLED THE GRANTORS, HAVE BARGAINED AND SOLD, AND BY THESE PRESENTS DO TRANSFER AND CONVEY UNTO Ross Franklin Powell, as to a one-half undivided interest, and Alan D. Powell and wife, Mary W. Powell, as to a one-half undivided interest, with each ** HEREINAFTER CALLED THE GRANTEES, THEIR HEIRS AND ASSIGNS, A CERTAIN TRACT OR PARCEL OF LAND IN Davidson COUNTY, STATE OF TENNESSEE, DESCRIBED AS FOLLOWS, TO-WIT:

SEE ATTACHED EXHIBIT A

Davidson County DEEDWARR
Recvd: 07/24/02 15:45 3pgs
Fees:18.00 Taxes:146.15
20020724-0089074

unimproved ( )
This is improved (X) property, known as 550 Harding Place, #C117, Nashville, TN 37211
(House Number) (Street) (P.O. Address) (City or Town) (Postal Zip)

*of any beneficiary

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 we do covenant with the said GRANTEES that we are lawfully seized and possessed of said land in fee simple, have a good right to convey it and the same is unencumbered, unless otherwise herein set out; and we do further covenant and bind ourselves, our heirs and representatives, to warrant and forever defend the title to the said land to the said GRANTEES, their heirs 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 23rd day of July 2002

Top of the World Music Investment & Holding Co. Inc

By: Anna F. Ringemann, Vice Pres.

Anna F. Ringemann, Vice President

**being joint tenants with right of survivorship

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned Notary Public in and for the said County and State, personally appeared Anna F. Ringemann, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged herself to be the Vice President (or other officer authorized to execute the instrument) of Top of the World Music Investment & Holding Co., Inc., the within named bargainor, a corporation, and that she as such Vice President, executed the within instrument for the purposes stated therein by signing the name of the corporation by herself as such Vice President.

Witness my hand and official seal this the 23rd day of July, 2002.

Shannon Wilson
Notary Public

My Commission Expires: April 19, 2004



EXHIBIT A

Land in Davidson County, Tennessee, being Unit No. C-117 of Caldwell Court Condominiums created under Title 66, Chapter 27, Section 101, et seq., as amended, Tennessee Code Annotated, and as established by a Master Deed, of record in Book 6188, page 744, Register's Office for Davidson County, Tennessee, together with the undivided percentage interest in the common elements appurtenant to said Unit as set forth in Exhibit A-1 of said Master Deed. Reference is hereby made to the Plat of Caldwell Court Condominiums set forth in Exhibit A-2 of said Master Deed for a more complete identification and description of such unit.

The premises herein insured is a condominium apartment established pursuant to the provisions of the Tennessee Horizontal Property Act as the same is set out in Section 66-27-101, et seq., of Tennessee Code Annotated, and is subject to the provisions and requirements thereof; and is subject to the By-Laws for the administration thereof; also subject to easements, rights and interests in favor of other unit owners, and all sewer, water, electrical, telephone and other utility easements now or hereafter established over, through or upon the land embracing the regime and buildings thereon; and also including, without limitations, all conditions, covenants, restrictions, options, burdens, assessments and other undertakings contained in the Master Deed establishing a Horizontal Property Regime of Caldwell Court Condominiums, of record in Book 6188, page 744, said Register's Office.

Being the same property conveyed to Top of the World Music Investment & Holding Co., Inc., Trustee with full power to sell, transfer, convey, lease, mortgage or encumber without the joinder of any beneficiary, by deed from Melissa D. Rice, unmarried, of record in Book 10797, page 284, said Register's Office.

This conveyance is made subject to the real estate taxes for the current year, which have been prorated and assumed by Grantee, and such limitations, restrictions and easements as may affect the premises.

AFR, Vice Pres.
Top of the World
Music Investment &
Holding Co. Inc.