BOK 39 LL

Address New Owner:	Map-Parcel Numbers:	Send Tax Bills To:
BSM Nippers, LLC 5300 Virginia Way, Suite 100 Brentwood, TN 37027	Map 161, Parcel 261 Map 161, Parcel 262 Map 161, Parcel 264 Map 161, Parcel 265	Same
This instrument prepared by: Boult, Cummings, Conners & Berry, PLC 414 Union Street, Suite 1600, P.O. Box 198062, Nashville, TN 37219		

QUITCLAIM DEED

FOR AND IN CONSIDERATION of the sum of One Dollar ($1.00) cash in hand paid, the receipt and sufficiency of which are hereby acknowledged, Nipper Properties, a Tennessee Joint Venture (the "Grantor"), by these presents hereby sells, assigns, and quitclaims to BSM Nippers, LLC, a limited liability company, (the "Grantee"), Grantee's successors and assigns, all of Grantor's right, title, and interest in and to certain land in Davidson County, Tennessee, being more particularly described in Exhibit A, which is attached hereto and incorporated herein by reference (the "Property").

This is improved property located at Old Hickory Boulevard and Edmondson Pike, Nashville, Tennessee.

The Property is conveyed expressly subject to all limitations, restrictions, and encumbrances as may affect the Property.

IN WITNESS WHEREOF, the Grantor has executed this Deed this 30th day August, 2002.

NIPPER PROPERTIES, a Tennessee Joint Venture

By: _____
James S. Lattimore, Jr., Trustee under Trust Agreement dated December 16, 1986

By: The Estate of Walter R. Nipper, Jr.

By: _____
Robert A. Butler, Co-Executor

By: _____
James S. Lattimore, Jr., Co-Executor

Davidson County DEEDQC
Recvd: 08/30/02 13:03 5pgs
Fees:27.00 Taxes:0.00
20020830-0105306

STATE OF TENNESSEE
COUNTY OF Davidson

The actual consideration of this transfer is $ -0-.

_____
Affiant

Subscribed and sworn to before me this 30th day of August, 2002.

_____
Notary Public
My Commission Expires: 11-30-02

TONYA TUFTS NOTARY PUBLIC AT LARGE DAVIDSON CO.

816603 v1
103638-002 08/30/02

STATE OF TENNESSEE)
COUNTY OF Davidson)

Before me, Tonya Tufts, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared James S. Lattimore, Jr., with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged that he is the Trustee under a certain Trust Agreement dated December 16, 1986, a joint venturer of Nipper Properties, a Tennessee Joint Venture, the within named bargainor, and that such person as such joint venturer, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the joint venture by such person as joint venturer.

WITNESS my hand and seal at office in Nashville, Tennessee, this the 30th day of August 2002.

Tonya Tufts
Notary Public

My Commission Expires:
11-30-02

STATE OF TENNESSEE)
COUNTY OF Davidson)

Before me, Tonya Tufts, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared Robert A. Butler, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged that he is the co-executor of The Estate of Walter R. Nipper, Jr., a joint venturer of Nipper Properties, a Tennessee Joint Venture, the within named bargainor, and that such person as such joint venturer, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the joint venture by such person as joint venturer.

WITNESS my hand and seal at office in Nashville, Tennessee, this the 30th day of August 2002.

Tonya Tufts
Notary Public

My Commission Expires:
11-30-02

STATE OF TENNESSEE)
COUNTY OF Davidson)

Before me, Tonya Tufts, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared James S. Lattimore, Jr., with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged that he is the co-executor of The Estate of Walter R. Nipper, Jr., a joint venturer of Nipper Properties, a Tennessee Joint Venture, the within named bargainor, and that such person as such joint venturer, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the joint venture by such person as joint venturer.

WITNESS my hand and seal at office in Nashville, Tennessee, this the 30th day of August, 2002.

Tonya Tufts
Notary Public

My Commission Expires:
11-30-02

EXHIBIT A

Lot 1 Property Description

Being Lot 1 of the Plat of Nippers Corner as recorded in Plat Book 7900, page 299, Register's Office Davidson County, (RODC) said tract being in the southerly portion of Davidson County, lying in the 32nd Councilmanic District of Nashville, Tennessee. Bounded on the north by Brentwood Square Apartments as recorded in Deed Book 11495, page 798, RODC, on the east by Lot 5 of the plat of Nippers Corner as recorded in the above mentioned recorded plat as owned by Nipper Properties as recorded in Deed Book 8125, page 424 RODC, on the south by the following: Right-of-Way (ROW) of Old Hickory Boulevard (ROW varies), Mountain Grove, LLC as recorded in Deed Book 11235, page 367, RODC, Lot 3 of the plat of Nippers Corner as recorded in the above mentioned recorded plat , Nipper Properties as recorded in Deed Book 8125, page 424, RODC, Clements, Moore & Davis Properties, LLC as recorded in Deed Book 10448, page 949, RODC, on the west by ROW of Edmondson Pike (88' ROW). Tract being described as follows:

POINT OF BEGINNING being a set point at the northwest corner of Lot 1 of the plat of Nippers Corner as recorded in Plat Book 7900, page 299, RODC, said corner lying on the easterly ROW margin of Edmondson Pike; thence leaving said ROW South 83° 37' 42" East 83.32 feet to a found iron rod; thence South 83° 40' 05" East 213.55 feet to a set point; thence South 83° 07' 45" East 257.17 feet to a set point on the common lines of Lot 1 & Lot 5; thence with said common line South 7° 18' 50" West 280.00 feet to a set point; thence continuing with said common line South 2° 32' 10" West 195.85 feet to a set point; thence with a curve to the left having a radius of 50.00 feet, an arc length of 75.05 feet, a central angle of 86° 00' 01", a chord bearing and distance of South 40° 27' 55" East 68.20 feet to a set point on the northerly ROW of Old Hickory Boulevard (ROW varies); thence with said ROW North 83° 27' 54" West 63.32 feet to a found PK nail; thence continuing North 85° 57' 08" West 68.81 feet to a found iron rod; thence leaving said ROW and with the common line of Lot 4 and Lot 1 along with a curve to the left having a radius of 50.00 feet, an arc length of 53.29 feet, a central angle of 61° 03' 41", a chord bearing and distance of North 63°30' 28" East 50.80 feet to a set point; thence continuing North 2° 32' 10" East 178.16 feet to a found PK nail; thence South 88° 30' 34" West 164.72 feet along the common lines of Lots 1, 3 and 4 to a set point; thence North 83° 08' 03" West 249.14 feet to a found iron rod on the easterly ROW margin of Edmondson Pike; thence with said ROW North 9° 29' 06" West 305.14 feet to a set point; thence continuing North 11° 12'12" West 50.62 feet to the point of beginning.

Lot 3 Property Description

Being Lot 3 of the Plat of Nippers Corner as recorded in Plat Book 7900, page 299, Register's Office, Davidson County (RODC), said tract being in the southerly portion of Davidson County, lying in the 32nd Councilmanic District of Nashville, Tennessee. Bounded on the north by Lot 1 of the plat of Nippers Corner as recorded in the above mentioned recorded plat as owned by Nipper Properties as recorded in Deed Book 8125, page 424, RODC, on the east Mountain Grove, LLC as recorded in Deed Book 11235, page 367, RODC, on the south by Right-of-Way (ROW) of Old Hickory Boulevard (ROW varies), on the west by Clements, Moore & Davis Properties, LLC as recorded in Deed Book 10448, page 949 , RODC. Tract being described as follows:

POINT OF BEGINNING being a found PK nail at the northwest corner of the property being described as shown on the plat of Nippers Corner as recorded in Plat Book 7900, page 299 RODC, said point lying on the common corner of Lots 2 & 3 of the above mentioned recorded plat; thence with said common line of Lot 1 & 3 South 83° 08' 03" East 45.00 feet to a set point; thence continuing North 88° 30' 34" East 105.74 feet to a found PK nail, also lying on the common line of Lots 3 & 4 on the above mentioned recorded plat; thence with said common line South 2° 32' 10" West 198.30 feet to a found iron rod on the northerly ROW margin of Old Hickory Boulevard; thence with said ROW North 85° 57' 34" West 154.78 feet to a set pint; thence continuing North 83° 08' 03" West 10.00 feet to a found iron rod; thence leaving said ROW North 6° 51' 57" East 189.99 feet to the pint of beginning.

Lot 5 Property Description

Being Lot 5 of the Plat of Nippers Corner as recorded in Plat Book 7900, page 299, Register's Office, Davidson County (RODC), said tract being in the southerly portion of Davidson County, lying in the 32nd Councilmanic District of Nashville, Tennessee. Bounded on the north by Brentwood Square Apartments as recorded in Deed Book 11495, page 798 RODC, on the east by Lot 6 of the plat of Nippers Corner as recorded in the above mentioned recorded plat as owned by Nipper Properties as recorded in Deed Book 8125, page 424 & Deed Book 8125, page 422 RODC on the south by Right-of-Way (ROW) of Old Hickory Boulevard (ROW varies); on the west by Lot 1 of the plat of Nippers Corner as recorded in the above mentioned recorded plat as owned by Nipper Properties as recorded in Deed Book 8125, page 424 RODC. Tract being described as follows:

POINT OF BEGINNING being a set point at the northwest corner of the tract being described as shown on the plat of Nippers Corner as recorded in Plat Book 7900, page 299, RODC; thence South 83° 07' 45" East 117.42 feet to a set point; thence South 85° 04' 49" East 20.00 to a set point on the common line of Lot 5 & Lot 6 of the above mentioned recorded plat; thence with said common line South 6° 51'55" West 284.00 feet to a set point; thence continuing with said common line North 73° 02' 48" West 55.70 feet to a set point; thence South 6° 49' 31" West 247.81 feet to a set point on the northerly ROW margin of Old Hickory Boulevard (ROW varies); thence with said ROW North 83° 28' 48" West 20.01 feet to a set point on the common line of Lot 5 and Lot 1 of the above mentioned recorded plat; thence with said common line and along a curve to the right having a radius of 50.00 feet, an arc length of 75.05 feet, a central angle of 86° 00' 01", a chord bearing and distance of North 40° 27' 55" West 68.20 feet to a set point; thence continuing with said common line North 2° 32' 10" East 195.85 feet to a set point; thence continuing North 7° 18' 50" East 280.00 feet to the point of beginning.

Lot 6 Property Description

Being Lot 6 on the Plat of Nippers Corner as recorded in Plat Book 7900, page 299, Register's Office, Davidson County (RODC), said tract being in the southerly portion of Davidson County, lying in the 32nd Councilmanic District of Nashville, Tennessee. Bounded on the north by Brentwood Square Apartments as recorded in Deed Book 11495, page 798, RODC, on the east by Highland Villa as recorded in Plat Book 6200, page 473 RODC, on the south by Metro Government Fire Hall as recorded in Deed Book 8561, page 360 RODC, also on the south by Right-of-Way (ROW of Old Hickory Boulevard (ROW varies), on the west by Lot 5 of the plat of Nippers Corner as mentioned in the above recorded plat. Tract being described as follows:

POINT OF BEGINNING being a set point at the northwest corner of the tract being described, also being a point on the common line of Lot 5 & Lot 6 of the plat of Nippers Corner as recorded in Plat Book 7900, page 299 RODC; thence leaving said common line South 85° 04' 49" East 162.29 feet to a found iron rod; thence South 76° 51' 41" East 55.37 feet to a found iron road; thence South 83° 10' 06" East 166.76 feet to a set point; thence South 83° 49' 11" East 63.60 feet to a set point; thence South 7° 18' 50" West 309.61 feet to a set pint on the common line of Lot 7 and Lot 6 as shown on the above mentioned recorded plat; thence with said common line North 82° 41' 10" West 265.77 feet to a set point; thence continuing with said common line South 6° 02' 01" East 93.68 feet to a set point; thence continuing South 00° 27' 24" East 75.47 feet to a set point; thence with a curve to the left having a radius of 50.00 feet, an arc length of 73.44 feet, a central angle of 84° 09' 41", chord bearing and distance of South 41° 23' 21" East 67.02 feet to a set point on the northerly ROW margin of Old Hickory Boulevard; thence with said ROW North 83° 27' 57" West 295.06 feet to a set point in the common line of Lot 6 & Lot 5; thence with said common line and leaving said ROW North 6° 49' 31" East 247.81 feet to a set point; thence continuing South 73° 02' 48" East 55.70 feet to a set point; thence North 6° 51' 55" East 284.00 feet to the point of beginning.