40-A

THIS INSTRUMENT PREPARED BY:
GIBSON & GREGORY
Suite 1900, 201 Fourth Avenue North
Nashville, TN 37219

Davidson County DEEDWARR
Recvd: 12/20/02 16:07 4pgs
Fees:23.00 Taxes:740.00
20021220-0157789

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $200,000.00.

Affiant

ANDREW B. GIBSON NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

My Commission Expires July 26, 2003

Subscribed and sworn to before me this 20 day of Dec, 2002.

Notary Public

My Commission Expires: 7/26/03

SPECIAL WARRANTY DEED

| ADDRESS OF NEW OWNER: | SEND TAX BILLS TO: | MAP/PARCEL NOS. |
|---|---|---|
| River Meade Development, Inc.<br>7216 Highway 100<br>Nashville, TN 37221 | New Owner | Map 102<br>Part of Parcel 17 |

For and in consideration of the sum of TEN AND NO/100 ($10.00) DOLLARS cash in hand paid by the herein named Grantee, and other good and valuable consideration, the receipt of which is hereby acknowledged, JAMES DEVIN MCCLENDON AND DARBY LEE (MCCLENDON) KENNEDY, hereinafter "GRANTOR", has bargained and sold, and by these presents does hereby transfer and convey unto RIVER MEADE DEVELOPMENT, INC., A TENNESSEE CORPORATION, hereinafter "GRANTEE", its successors, representatives and assigns forever, that certain tract or parcel of land located in Davidson County, Tennessee, as described in Exhibit "A" attached hereto and incorporated herein by reference.

The property herein conveyed has never been the primary residence of GRANTOR or GRANTOR'S spouse.

This is UNIMPROVED property known as Map 102, Part of Parcel 17, Charlotte Pike, Nashville, Tennessee.

This conveyance is made subject to such limitations, restrictions and easements as may affect the premises including, but not limited to, those items shown on Exhibit "B" attached hereto and incorporated herein by reference.

To have and to hold the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said GRANTEE, its successors, representatives and assigns forever.

And GRANTOR does covenant with the said GRANTEE that they are lawfully seized and possessed of said land in fee simple, have a good right to convey it and warrant that the same is unencumbered, except as set forth above.

GRANTOR does further covenant and bind themselves, their successors and assigns to warrant and forever defend the title to the said land to the said GRANTEE, its successors,

representatives and assigns, against the lawful claims by and through the GRANTOR, but not further.

WITNESS our hands this 20th day of December, 2002.

JAMES DEVIN MCCLENDON

By Darby Lee McClendon Kennedy by DGW Gooch Atty-in-Fact

DARBY LEE (MCCLENDON) KENNEDY BY DAVID GOOCH, ATTORNEY-IN-FACT PURSUANT TO LIMITED POWER OF ATTORNEY RECORDED IN INSTRUMENT NO. 200212200157787, R.O.D.C., TN

STATE OF TENNESSEE)
COUNTY OF Davidson)

Personally appeared before me, the undersigned Notary Public in and for said County and State, the within named JAMES DEVIN MCCLENDON, the bargainor, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that he executed the foregoing instrument for the purposes therein contained. Witness my hand and official seal this 20 day of December, 2002.

Notary Public

My Commission Expires: 7/26/03

JAMES W. B. GIBSON, JR. NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

My Commission Expires July 26, 2003

STATE OF TENNESSEE)
COUNTY OF Davidson)

Personally appeared before me, the undersigned, a Notary Public for and in the State and County aforesaid, DAVID GOOCH, to me known, (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged herself to be the person who executed the foregoing instrument on behalf of DARBY LEE (MCCLENDON) KENNEDY, and who acknowledged that he executed the same as the free act and deed of DARBY LEE (MCCLENDON) KENNEDY. Witness my hand and official seal this 20 day of December, 2002.

Notary Public

My Commission Expires: 7/26/03

JAMES W. B. GIBSON, JR. NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

My Commission Expires July 26, 2003

EXHIBIT A

Being land in Nashville, Davidson County, Tennessee, and also being the land conveyed to James W. McClendon as of record in Deed Book 11163, Page 379, and R.O.D.C. Being generally located north of Charlotte Pike (U.S. Highway 70) and north of Interstate 40 and being more particularly described as follows:

Beginning at an existing iron pin at the southeast corner of Sunrise Motel, Inc. as of record in Deed Book 20011206, Page 134658;

Thence, with the easterly line of said Sunrise Motel, Inc., the following calls:

North 32 degrees 42 minutes 37 seconds West for a distance of 200.28 feet to a set iron pin;
North 36 degrees 19 minutes 25 seconds West for a distance of 451.40 feet to a concrete monument;

Thence, leaving the lines of said Sunrise Motel, Inc., North 28 degrees 02 minutes 48 seconds West for a distance of 218.80 feet to a point in the Davidson Branch;

Thence, with the meanders of Davidson Branch the following calls:

North 18 degrees 49 minutes 29 seconds East for a distance of 64.12 feet to a point;
North 44 degrees 04 minutes 22 seconds East for a distance of 73.95 feet to a point;
North 30 degrees 06 minutes 07 seconds East for a distance of 39.48 feet to a point;
North 00 degrees 48 minutes 22 seconds West for a distance of 44.80 feet to a point;
North 31 degrees 43 minutes 07 seconds West for a distance of 103.50 feet to a point;
North 08 degrees 59 minutes 05 seconds West for a distance of 134.80 feet to a point;
North 56 degrees 07 minutes 23 seconds West for a distance of 93.03 feet to a point;
North 20 degrees 38 minutes 55 seconds West for a distance of 195.52 feet to a point;
North 37 degrees 50 minutes 19 seconds West for a distance of 175.00 feet to a point;
North 58 degrees 24 minutes 56 seconds West for a distance of 200.00 feet to a point;

Thence, leaving said Davidson Branch North 65 degrees 31 minutes 26 seconds East for a distance of 116.87 feet to a set iron pin on the northerly line of the herein described land;

Thence, with said northerly line North 65 degrees 34 minutes 26 seconds East for a distance of 270.51 feet to a set iron pin at the northwest corner of Mary N. Ganier, as of record in Deed Book 6051, Page 883;

Thence, with the westerly line of said Mary N. Ganier for the following calls:

South 16 degrees 52 minutes 29 seconds East for a distance of 256.00 feet to an iron pin set;
South 12 degrees 37 minutes 30 seconds East for a distance of 198.00 feet to an iron pin set;
South 19 degrees 37 minutes 30 seconds East for a distance of 346.50 feet to a 30" Oak;
South 23 degrees 37 minutes 30 seconds East for a distance of 346.50 feet to an iron pin set;
South 35 degrees 59 minutes 26 seconds East for a distance of 264.00 feet to an iron pin set;
South 34 degrees 29 minutes 32 seconds East for a distance of 151.16 feet to an iron pin set, said iron pin being the southwest corner of said Mary N. Ganier, and landing on the northerly right-of-way of Cabot Drive;

Thence, with the northerly right-of-way of Cabot Drive for the following calls:
South 40 degrees 18 minutes 37 seconds West for a distance of 25.00 feet to an iron pin set;
South 04 degrees 21 minutes 56 seconds West for a distance of 281.74 feet to an iron pin set;
South 36 degrees 21 minutes 02 seconds West for a distance of 70.93 feet to an existing iron pin, said iron pin being the southeast corner of Sunrise Motel, Inc., also being the point of beginning.

Together with and subject to covenants, easements, and restrictions of record.

Said property contains 8.88 acres more or less, according to a survey by Land Designing Surveying, dated December 5, 2002, Job No. 4201037.

Being part of the same property conveyed to James Devin McClendon and Darby Lee (McClendon) Kennedy by deeds of record in Book 10307, page 138, Book 10307, page 141, Book 10307, page 144, and Book 11163, page 379, said Register's Office.

**EXHIBIT B**

1. Davidson County property taxes for 2002, a lien now due and payable.

2. Matters shown on the Plan of record in Book 7900, page(s) 914, said Register's Office.

3. Agreement for Dedication of Easement for Sanitary Sewers and/or Storm Drainage of record in Book 4545, page 246, said Register's Office.

4. Agreement for Dedication of Easement for Sanitary Sewers and/or Storm Drainage of record in Book 6813, page 477, said Register's Office.

5. Restrictive Covenants contained in instrument of record in Book 9527, page 628, said Register's Office.

6. Public Utility and Drainage Easement of record in Book 9527, page 639, said Register's Office.

7. Easements for ingress and egress, drainage pipes and culverts of record in Book 10307, page 138, Book 10307, page 141, Book 10307, page 144, and Book 11163, page 379, said Register's Office.

8. Easements for the flow of Davidson Branch and Ewin Branch.

9. Easement for the flow of the waters of the Cumberland River and the rights of the public therein.

10. Rights of upper and lower riparian owners to the flow of the water of Cumberland River, free from diminution or pollution.

11. Changes in the boundary of the subject property resulting from erosion or accretion caused by the flow of Cumberland River.

12. Title to that portion of the land lying below the ordinary low water mark of the Cumberland River.