WARRANTY DEED

STATE OF TENNESSEE
COUNTY OF DAVIDSON
THE ACTUAL CONSIDERATION OR VALUE, WHICHEVER IS GREATER, FOR THIS TRANSFER IS $ 750,000.00

Affiant

SUBSCRIBED AND SWORN TO BEFORE ME, THIS THE 3rd DAY OF January, 2003

Notary Public

MY COMMISSION EXPIRES: May 28, 2003
(AFFIX SEAL)

THIS INSTRUMENT WAS PREPARED BY
WEISS & WEISS, ATTYS AT LAW, 761 Old Hickory Blvd, Suite 102, Brentwood, TN 37027

ADDRESS NEW OWNER(S) AS FOLLOWS:	SEND TAX BILLS TO:	MAP-PARCEL NUMBERS
MICHAEL D. SHMERLING (NAME)	SUNTRUST BANK (NAME)	MAP 92-12
1906 CHURCH & 1907 STATE (ADDRESS)	P.O. Box 305110 (ADDRESS)	PARCELS 287 & 268
Nashville, Tennessee 37203 (CITY) (STATE) (ZIP)	Nashville, TN 37230-5110 (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, THE HUDGINS FAMILY PARTNERSHIP, STEVEN C. KIRBY AND J.D. EATHERLY, AS TENANTS IN COMMON

HEREINAFTER CALLED THE GRANTORS, HAVE BARGAINED AND SOLD, AND BY THESE PRESENTS DO TRANSFER AND CONVEY UNTO MICHAEL D. SHMERLING

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"
FOR A MORE DETAILED AND ACCURATED LEGAL DESCRIPTION

Davidson County DEEDWARR
Recvd: 01/03/03 15:57 4pgs
Fees:23.00 Taxes:2775.00

20030103-0001471

unimproved ( )
This is improved (X) property, known as 1906 CHURCH & 1907 STATE, Nashville, Tennessee 37203
(House Number) (Street) (P.O. Address) (City or Town) (Postal Zip)

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 3rd day of January 2003

THE HUDGINS FAMILY PARTNERSHIP
BY: KOLLEEN B. HUDGINS, MANAGING GEN. PARTNER

STEVEN C. KIRBY

J.D. EATHERLY

STATE OF TENNESSEE
COUNTY OF

Personally appeared before me, _____, a Notary Public in and for said County and State, the within named _____

the bargainor _____, with whom I am personally acquainted or proved to me on the basis of satisfactory evidence, and who acknowledged that _____executed the within instrument for the purposes therein contained. Witness my hand and official seal at _____, Tennessee, this _____day of _____, _____ .

Commission expires _____

_____
Notary Public

STATE OF TENNESSEE
COUNTY OF

Before me, _____ a Notary Public within and for the State and County aforesaid, personally appeared _____ and _____ with whom I am personally acquainted and who upon_____ oath(s) acknowledged _____to be the _____ and _____ respectively of the _____ the within named bargainor, and corporation, and that _____ as such _____ and _____ being authorized so to do, execute the foregoing instrument for the purposes therein contained by signing the name of the corporation, by the said _____ as such _____, and attesting the same by the said _____ as such _____.

Witness my hand and official seal at office at _____ on this the _____ day of _____, _____ .

My commission expires _____

_____
Notary Public

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public, within and for the State and County aforesaid, personally appeared KOLLEEN B. HUDGINS, with whom I am personally acquainted or proved to me on the basis of satisfactory evidence, and who, upon their several oaths, acknowledged herself to be the Managing General Partner of THE HUDGINS FAMILY PARTNERSHIP, A TENNESSEE GENERAL PARTNERSHIP, the within named bargainor, a partnership, and that she as such Managing General Partner, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the partnership by herself as such Managing General Partner.

Witness my hand and official seal at Brentwood, Tennessee, this 3rd day of January, 2003.

My Commission Expires: 5/28/03

_____
Notary Public

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named STEVEN C. KIRBY, the bargainors, 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 and official seal at Brentwood, Tennessee, this 3rd day of January, 2003.

My Commission Expires: 5/28/03

_____
Notary Public

CONTINUED ACKNOWLEDGEMENT PAGE

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named J.D. EATHERLY, the bargainors, 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 and official seal at Brentwood, Tennessee, this 3rd day of January, 2003.

My Commission Expires: 5/28/03

Notary Public

EXHIBIT "A"

LAND in Davidson County, Tennessee and described according to a survey by John Alan Hood, Tennessee Registered Land Surveyor No. 1838, dated December 19, 2002, as follows:

LAND LOCATED IN THE 21ST COUNCILMANIC DISTRICT OF NASHVILLE, DAVIDSON COUNTY, TENNESSEE ON THE SOUTHERLY MARGIN OF STATE STREET, 150 FEET MORE OR LESS FROM THE WESTERLY MARGIN OF 19TH AVENUE NORTH AND BEING BOUNDED ON THE NORTH BY STATE STREET ON THE EAST BY SHMERLING ON THE SOUTH BY ALLEY #378 AND ON THE WEST BY SETON CORP., SAID LAND BEING PART OF LOT 259, JOHN BOYD HOME PLACE (BOOK 21, PAGE 39 R.O.D.C., TN.) AND BEING DESCRIBED ACCORDING TO A BOUNDARY SURVEY DATED 12-19-02 BY CAMPBELL, MCRAE AND ASSOCIATES SURVEYING INC. (JOHN HOOD TN. R.L.S.#1838) AS FOLLOWS:

COMMENCING AT A NAIL (OLD) AT THE SOUTHWEST INTERSECTION OF STATE STREET (50' R.O.W.) AND 19TH AVENUE NORTH (50' R.O.W.); THENCE WITH THE SOUTHERLY MARGIN OF STATE STREET S 65°46'26" W 150.13 FEET TO A NAIL (NEW) AT THE NORTHWEST CORNER OF THE MICHAEL D. SHMERLING AND CO. L.L.C. LAND (BOOK 11697, PAGE 800 R.O.D.C., TN.) THE TRUE POINT OF BEGINNING FOR THE HEREIN DESCRIBED LAND; THENCE LEAVING SAID SOUTHERLY MARGIN WITH SAID SHMERLING S 23°59'33" E 171.67 FEET TO A IRON ROD (OLD) IN THE NORTHERLY MARGIN OF ALLEY #378(15' R.O.W.) ; THENCE WITH SAID NORTHERLY MARGIN S 65°50'35" W 50.06 FEET TO A IRON ROD (OLD) AT THE SOUTHEAST CORNER OF THE SETON CORPORATION LAND (INSTRUMENT # 20011231-0144944 R.O.D.C., TN.); THENCE WITH SAID SETON CORPORATION N 23°58'19" W 171.61 FEET TO A NAIL (NEW) IN THE SOUTHERLY MARGIN OF SAID STATE STREET; THENCE WITH SAID SOUTHERLY MARGIN N 65°46'26" E 50.00 FEET TO THE POINT OF BEGINNING

LAND LOCATED IN THE 21ST COUNCILMANIC DISTRICT OF NASHVILLE, DAVIDSON COUNTY, TENNESSEE ON THE NORTHERLY MARGIN OF CHURCH STREET (65' R.O.W.) 100 FEET MORE OR LESS WEST OF THE WESTERLY MARGIN OF 19TH AVENUE NORTH (50' R.O.W.) AND BEING BOUNDED ON THE NORTH BY ALLEY #378 ON THE EAST BY SIGNATURE CENTER L.L.C. ON THE SOUTH BY CHURCH STREET AND ON THE WEST BY HEALY HOLDINGS L.L.C. , SAID LAND BEING A PART OF LOT 259, JOHN BOYD HOME PLACE AND BEING DESCRIBED ACCORDING TO A BOUNDARY SURVEY DATED 12-19-02 BY CAMPBELL, MCRAE AND ASSOCIATES SURVEYING INC. (JOHN HOOD TN. R.L.S.#1838) AS FOLLOWS:

COMMENCING AT A CHISLED HOLE IN CONCRETE AT THE NORTHWEST INTERSECTION OF 19TH AVENUE NORTH (50' R.O.W.) AND CHURCH STREET (65' R.O.W.); THENCE S 65°54'36" W 100.06 FEET TO A NAIL (NEW) AT THE SOUTHWEST CORNER OF THE SIGNATURE CENTER L.L.C. LAND (BOOK 11200, PAGE 652 R.O.D.C., TN.), THE TRUE POINT OF BEGINNING FOR THE HEREIN DESCRIBED LAND; THENCE WITH THE NORTHERLY MARGIN OF SAID CHURCH STREET S 66°25'17" W 49.89 FEET TO A IRON ROD (OLD) AT THE SOUTHEAST CORNER OF THE HEALY HOLDINGS L.L.C. LAND (BOOK 11228, PAGE 142 R.O.D.C., TN.); THENCE WITH SAID HEALY HOLDINGS L.L.C. LAND N 23°55'31" W 163.01 FEET TO A NAIL (NEW) IN THE SOUTHERLY MARGIN OF ALLEY # 378 (15' R.O.W.); THENCE WITH SAID SOUTHERLY MARGIN N 66°26'48" E 49.64 FEET TO A NAIL (NEW); THENCE WITH SAID SIGNATURE CENTER L.L.C. S 24°00'48" E 162.99 FEET TO THE POINT OF BEGINNING