Davidson County DEEDWARR
Recvd: 04/29/03 11:16 14pgs
Fees:73.00 Taxes:3422.50
20030429-0057043

SITE NO. 33
West End Branch
Nashville, Tennessee

THIS INSTRUMENT PREPARED BY:
WHITE & REASOR, PLC (SLW)
3305 West End Avenue
Nashville, Tennessee 37203

AFTER RECORDING, RETURN TO:
Mr. Mark Lee
FIRST AMERICAN TITLE INSURANCE CO.
6077 Primacy Parkway, Suite 121 B
Memphis, Tennessee 38119

| Address New Owner: | Send Tax Bills To: | Map-Parcel No.: |
|---|---|---|
| Atlantic Financial Group, Ltd., a Texas limited partnership, doing business in Tennessee as Atlantic Financial Group, Limited Partnership<br>1000 Ballpark Way, Ste. 304<br>Arlington, TX 76011 | Douglas, Elliman-Beitler<br>814 Church Street<br>Nashville, TN 37202<br>Attn: Senior Property Manager | Map/Parcel 92-16-206.00 |

**SPECIAL WARRANTY DEED**

FOR AND IN CONSIDERATION OF the sum of TEN and NO/100 DOLLARS ($10.00), and other good and valuable consideration, the receipt of which is hereby acknowledged, WACHOVIA BANK, NATIONAL ASSOCIATION, a national banking association, hereinafter called "Grantor", has this day bargained and sold, and does hereby transfer and convey unto ATLANTIC FINANCIAL GROUP, LTD., a Texas limited partnership, doing business in Tennessee as Atlantic Financial Group, Limited Partnership, hereinafter called "Grantee", its successors and assigns, certain real estate in Davidson County, Tennessee, described as follows:

See Schedule "A" attached hereto
and incorporated herein by this reference.

This is improved property known as 1711 Broadway Street, Nashville, Tennessee. See Schedule "B" attached hereto and incorporated herein by this reference for information concerning the succession by Grantor to the interest conveyed herein.

TO HAVE AND TO HOLD said real estate, with the appurtenances, estate, title and interest thereto belonging, to the said Grantee, its successors and assigns, forever.

Grantor further covenants that it is seized and possessed of said real estate and has the right to convey it, and binds itself, its successors and assigns, to warrant and forever defend the title to said real estate to said Grantee, its successors and assigns, against the lawful claims of all persons claiming by, through or under Grantor, but not otherwise; provided, however, that this conveyance is subject to all covenants, conditions, easements and other matters of record and all matters set forth in Schedule B of the title insurance policy issued by First American Title Insurance Company in connection with this conveyance.

IN WITNESS WHEREOF, the Grantor has executed this instrument on this the 20th day of December, 2002.

"GRANTOR"

WACHOVIA BANK, NATIONAL ASSOCIATION,
a national banking association

By: Dana S. Miller

Title: Vice President

STATE OF North Carolina

COUNTY OF Mecklenburg

Before me, Richard C. Belthoff Jr. a Notary Public of the State and County aforesaid, personally appeared Dana S. Miller, with whom I am personally acquainted, and who, upon oath acknowledged himself to be Vice President of Wachovia Bank, National Association, the within named bargainor, a national banking association, and that he as such officer, executed the foregoing instrument for the purposes therein contained, by signing the name of the national banking association by himself as Vice President.

Witness my hand and seal at office this 20th day of December, 2002.

Notary Public

My Commission Expires:

RICHARD C. BELTHOFF, JR.
NOTARY PUBLIC
MECKLENBURG COUNTY, NC
My Commission Expires October 28, 2006

STATE OF Tennessee

COUNTY OF Shelby

The actual consideration or value, whichever is greater, for this transfer is $925,000.00.

Affiant

SUBSCRIBED AND SWORN to before me, this _____ day of _____.

MARK LEE
NOTARY PUBLIC
AT LARGE
SHELBY CO., TN
MY COMM. EXP. 08-30-05

My Commission Expires

Notary Public

Schedule "A"

(See Attached)

Site No. 33
West End Branch
Nashville, Tennessee
LEGAL DESCRIPTION

Land in Davidson County, Tennessee, being part of Lots Nos. 140 and 141 on the Plan of Boyd Home Tract of record in Book 21, page 39, in the Register's Office for Davidson County, Tennessee, and being also Lots Nos. 4 and 5 on the unrecorded plan of the Resubdivision of Lot 140, Boyd Home Tract and being more particularly described together as follows:

Beginning at an iron pin set on the southeasterly right-of-way of Broad Street (Hillsboro Pike) at the back edge of existing sidewalk at the common corner of Lots 3 and 4 on the unrecorded subdivision of Lot 140, Boyd Home Tract; said iron pin being South 37 deg. 17 min. 39 sec. West 150 feet from an existing railroad spike at the intersection of the southwesterly right-of-way of 17th Avenue, South, and the southeasterly right-of-way of Broad Street; thence, with the common line between Lots 3 and 4 of the unrecorded subdivision of Lot 140, Boyd Home Tract, and the southwesterly line of Lot No. 2, R. Palwesk Subdivision of record in Book 4715, page 84, said Register's Office, South 35 deg. 38 min. 17 sec. East 249.41 feet to an existing iron pin set by others at a corner of Lot 2, R. Palwesk Subdivision, and the northwesterly corner of a 10-foot alley; thence, with the southwesterly right-of-way of said 10-foot alley, South 35 deg. 28 min. 04 sec. East 159.85 feet to an iron pin set on the northwesterly right-of-way of Division Street (formerly McTyeire Street) at the back edge of existing sidewalk; thence, with the northwesterly right-of-way of Division Street and back edge of existing sidewalk, South 47 deg. 41 min. 21 sec. West 145.50 feet to an iron pin at the common corner of Kleen Rite Cleaners, Inc. and Martha Ann Dillion, Lewi Lyne, III Property, of record in Deed Book 113, page 119, said Register's Office; thence, with the common line between Kleen Rite Cleaners and Dillion, Lyne Property and severing original Lot 141, Boyd Home Tract, North 34 deg. 55 min. 24 sec. West 383.15 feet to an iron pin set on the southeasterly right-of-way of Broad Street (Hillsboro Pike) at the back edge of existing sidewalk; thence, with the southeasterly right-of-way of Broad Street (Hillsboro Pike) and the back edge of existing sidewalk, North 37 deg. 17 min. 39 sec. East 146.67 feet to the point of beginning.

Being the same property conveyed to Nashville City Bank and Trust Co., by Installment Deed from Kleen Rite Cleaners, Inc., a Tennessee corporation, of record in Book 5382, page 267, in the Register's Office for Davidson County, Tennessee.

Name changed from Nashville City Bank + Trust Co to Dominion Bank was recorded in Book 7163 Page 431.

Schedule "B"

(See Attached)

# AFFIDAVIT OF MERGER

Wachovia Bank, National Association, Charlotte, North Carolina, a national banking association, by and through its undersigned officer, certifies the following:

1. Effective as of June 23, 1993, Dominion Bank of Middle Tennessee was converted to a national bank and named Dominion National Bank of Tennessee as evidenced by a copy of the official certification of the Office of the Comptroller of Currency, Administrator of National Banks, attached hereto attached hereto as Exhibit "A"; and

2. Effective as of June 23, 1993, Dominion National Bank of Tennessee was changed to First Union National Bank of Tennessee as evidenced by a copy of the official certification of the Office of the Comptroller of the Currency, Administrator of National Banks, attached hereto as Exhibit "B"; and

3. On July 31, 1997, First Union National Bank of South Carolina, First Union National Bank of Tennessee, First Union National Bank of Virginia, First Union National Bank of Maryland, First Union National Bank of Washington, D.C., and First Union Bank of Connecticut merged with and into First Union National Bank (Charlotte, NC), as evidenced by a copy of the official certification of the Office of the Comptroller of the Currency, Administrator of National Banks, attached hereto as Exhibit "C"; and

5. On February 26, 1998, First Union National Bank (Charlotte, North Carolina) merged into and under the charter and title of First Union National Bank (Avondale, Pennsylvania), with the headquarters of the resulting bank being located in Charlotte, North Carolina, as evidenced by a copy of the official certification of the Office of the Comptroller of the Currency, Administrator of National Banks, attached hereto as Exhibit "D"; and

6. Effective as of April 1, 2002, Wachovia Bank, National Association merged into and under the charter of First Union National Bank with the resulting title of Wachovia Bank, National Association as evidenced by a copy of the acknowledgement of the Office of the Comptroller of the Currency, Administrator of National Banks attached hereto as Exhibit "E".

This the 10th day of December, 2002.

WACHOVIA BANK, NATIONAL ASSOCIATION

By: Aprille M. Mitchell
Assistant Vice President

ATTEST:
Beverly W. Jackson
Assistant Secretary

Signed, sealed and delivered in the presence of:
Brenda L Bradley
Faletha C. Stiles
Notary Public

My Commission Expires: 8/22/2007

Exhibit "A"

# Comptroller of the Currency

TREASURY DEPARTMENT



OF THE UNITED STATES

Washington, D. C.,

Whereas, satisfactory evidence has been presented to the Comptroller of the Currency that

DOMINION BANK OF MIDDLE TENNESSEE

located in NASHVILLE, State of TENNESSEE has complied with all provisions of the statutes of the United States required to be complied with before being authorized to commence the business of banking as a National Banking Association.

Now, therefore, I hereby certify that the above-named association is authorized to commence the business of banking as a National Banking Association under the title DOMINION NATIONAL BANK OF TENNESSEE,

effective June 23, 1993.

In testimony whereof, witness my signature and seal of office this 23rd day of June 1993

Charter No. 22649

Deputy Comptroller of the Currency

Exhibit "B"

**Comptroller of the Currency**
**Administrator of National Banks**

Southeastern District
Marquis One Tower, Suite 600
245 Peachtree Center Avenue, N.E.
Atlanta, Georgia 30303

June 23, 1993

Ross E. Jeffries, Jr.
Vice President and
Assistant General Counsel
First Union Corporation
Legal Division
One First Union Center (0630)
Charlotte, North Carolina 28288

Re: 93-SE-04-004 - First Union National Bank of Tennessee
Nashville, Tennessee

Dear Mr. Jeffries:

The Office of the Comptroller of the Currency has received your letter concerning the title change and the appropriate amendment to the articles of association. The OCC has recorded that as of June 23, 1993, the title of Dominion National Bank of Tennessee, Charter Number 22649, was changed to "First Union National Bank of Tennessee".

As a result of the Garn-St Germain Depository Institutions Act of 1982, this Office is no longer responsible for the approval of national bank name changes nor does it maintain official records on the use of alternate titles. The use of other titles or the retention of the rights to any previously used title is the responsibility of the bank's board of directors. Legal counsel should be consulted to determine whether or not the new title, or any previously used title, could be challenged by competing institutions under the provisions of federal or state law.

Very truly yours,

Thelma J. Hodges
Analysis Specialist

Exhibit "C"

Comptroller of the Currency
Administrator of National Banks

Multinational Banking Division
250 E Street, SW
Washington, D.C. 20219

July 31, 1997

Mr. Robert L. Andersen
Senior Vice President
First Union Corporation
301 South College Street
31st Floor, LEG-0630
Charlotte, North Carolina 28288

Dear Mr. Andersen:

This letter is the official certification of the Office of the Comptroller of the Currency ("OCC") of the merger of the following banks into and under the charter of First Union National Bank, Charlotte, North Carolina, charter number 15650, effective July 31, 1997:

First Union National Bank of South Carolina, Greenville, South Carolina
First Union National Bank of Tennessee, Nashville, Tennessee
First Union National Bank of Virginia, Roanoke, Virginia
First Union National Bank of Maryland, Rockville, Maryland
First Union National Bank of Washington, D.C., District of Columbia
First Union Bank of Connecticut, Stamford, Connecticut

This also serves as the official authorization for First Union National Bank, charter number 15650, to operate the former head offices of the merging banks as branches at the sites indicated in the attachment to this letter. First Union National Bank, charter number 15650, is also hereby authorized to operate the former branches of First Union Bank of Connecticut at the sites indicated in the attachment. Branch authorizations previously granted to the merging national banks automatically convey to First Union National Bank, charter number 15650, and will not be reissued. Copies of this certificate should be furnished to personnel responsible for branch administration and the monitoring of compliance with 12 U.S.C. 371d.

Under the authority of 12 C.F.R. 5.37, approval is hereby granted to First Union National Bank for an aggregate investment in premises which, when combined with the Bank's investment in fixtures, shall not exceed $3,000,000,000.00. This approval is conditioned upon the application of generally accepted accounting principles towards the additional investments in fixed assets. Compliance with this limitation shall be determined by the amount reported by the Bank on its "Call Report" as "premises and fixed assets".

This letter is also the official certification by the Office of the Comptroller of the Currency of increase in common stock outstanding by First Union National Bank, Charter Nr. 15650, from $82,794,510.00 to $88,079,265.00, effective as of July 31, 1997.

Sincerely,

Richard T. Erb
Licensing Manager

Charter Number 15650

Attachment

Exhibit "D"

Comptroller of the Currency
Administrator of National Banks

Bank Organization and Structure, 3-8
Washington, D.C. 20219-0001

February 20, 1998

OCC Control Nr. 97-ML-02-0050

Mr. Robert L. Andersen
Assistant General Counsel
First Union Corporation
301 South College Street
Charlotte, North Carolina 28288-0630

Dear Mr. Andersen:

This letter is the official certification of the Office of the Comptroller of the Currency for the merger of First Union National Bank, Charlotte, North Carolina, Charter Nr. 15650, into and under the charter and title of First Union National Bank, Avondale, Pennyslvania, Charter Nr. 22693, with the resulting bank located in Charlotte, North Carolina, effective February 26, 1998.

This letter also serves as the official authorization for First Union National Bank, Charter Nr. 22693, to operate its former head office in Avondale, Pennsylvania as a branch at the following location:

Popular Name : Avondale Branch
Certificate Nr : 111588A
Address : 102 Pennsylvania Avenue
Avondale, Pennsylvania

Branch authorizations previously granted to First Union National Bank, Charter Nr. 15650 automatically convey to the resulting bank and will not be reissued. Please furnish a copy of this certificate to personnel responsible for branch administration. In the event of questions, please contact Senior Licensing Analyst Cindy L. Hausch-Booth at (202) 874-5060.

Sincerely,

Richard T. Erb
Licensing Manager

Exhibit "E"

Comptroller of the Currency
Administrator of National Banks

Large Bank Licensing, MS 7-13
250 E Street, S.W.
Washington, DC 20219

April 1, 2002

OCC Control Nr. 2002-ML-02-0001

Ms. Courtney D. Allison
Assistant General Counsel
Legal Division
Wachovia Corporation
301 South College Street (NC0630)
Charlotte, North Carolina 28288-0630

Dear Ms. Allison:

This letter is the official certification of the Comptroller of the Currency (OCC) of the merger of Wachovia Bank, National Association, Winston-Salem, North Carolina, Charter Nr. 1559, into and under the charter of First Union National Bank, Charlotte, North Carolina, Charter Nr. 1 with the resulting title of Wachovia Bank, National Association and headquarters at Charlotte, North Carolina, effective April 1, 2002.

This letter is also the official authorization given to Wachovia Bank, N.A., Charter Nr. 1 (formerly First Union National Bank), to operate the former head office of Wachovia Bank, N.A., Charter Nr. 1559 as a branch at the following site:

| | | |
|---|---|---|
| Title | : | Downtown Winston-Salem Branch |
| Certificate Nr. | : | 122534A |
| Address | : | 100 North Main Street<br>Winston-Salem, North Carolina 27150 |

Branch authorizations previously granted to Wachovia Bank, N.A., Charter Nr. 1559, automatically convey to Wachovia Bank, N.A., Charter Nr. 1 (formerly First Union National Bank), the resulting bank, and will not be reissued. Please furnish a copy of this certificate to personnel responsible for branch administration.

The OCC also authorizes the resulting bank, should the merger occur between Call Report dates, to recalculate its legal lending limit. The new lending limit should be calculated by using data from the last Call Report of the individual banks filed prior to consummating the consolidation, as adjusted for the combination. The resulting bank will then file a new Call Report and begin calculating its legal lending limit according to 12 C.F.R. 32.4(a) at the end of the quarter following consummation of the consolidation.

In the event of questions, I may be contacted at (202) 874-5060 or by e-mail at: largebanks@occ.treas.gov.

Sincerely,

Richard T. Erb
Licensing Manager

2002-ML-02-0001