Address New Owner:	Map-Parcel Numbers:	Send Tax Bills To:
MC Inns, Inc. 2416 Music Valley Dr. Nashville, Tennessee 37214	Map 71-2-185	Same
This instrument prepared by: R. Claybourne Petrey, Jr., Attorney Ayers Asset Management, Inc., Suite 100, 200 Fourth Avenue North, Nashville, Tennessee 37219		

Davidson County DEEDWARR
Recvd: 06/02/03 16:12 3pgs
Fees:18.00 Taxes:7585.00
20030602-0074937

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of Ten Dollars ($10.00) cash in hand paid, the receipt and sufficiency of which are hereby acknowledged, HOTEL SOUTH, a Tennessee general partnership (the "Grantor"), by these presents hereby conveys, assigns, transfers and sells to MC INNS, ~~INC.~~ INCORPORATED, a Tennessee corporation (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 as follows:

See **Exhibit A** attached hereto and by this reference incorporated herein.

This conveyance is subject to the exceptions set forth in **Exhibit A**.

This is improved property known as 2407 Brick Church Pike, Nashville, Tennessee.

TO HAVE AND TO HOLD the Property with all appurtenances, estate, title, and interest thereto belonging to the Grantee, Grantee's successors and assigns, forever.

Grantor covenants with the Grantee that Grantor is lawfully seized and possessed of the Property in fee simple; that Grantor has a good right to convey the Property; and that the Property is unencumbered except as set forth herein.

Grantor further covenants and binds itself to warrant and forever defend the title to the Property to the said Grantee, Grantee's successors and assigns, against the lawful claims of all persons claiming by through or under Grantor, but not otherwise.

IN WITNESS WHEREOF, the Grantor has executed this Deed as of the ____ day of June, 2003.

HOTEL SOUTH,
a Tennessee general partnership

By: _____
Charles E. Woodside, Partner
(Individually and as successor to the
Interest of James G. Simmons)

By: _____
Lynn S. Woodside, Partner

By: _____
James W. Ayers, Partner

STATE OF TENNESSEE)
COUNTY OF Madison)

Before me, the undersigned, a Notary Public of the State and County aforesaid, personally appeared Charles E. Woodside and Lynn S. Woodside, with whom I am personally acquainted, who are general partners of HOTEL SOUTH, a Tennessee general partnership, the within named bargainor, and being authorized to do so they executed the foregoing instrument for the purposes therein contained.

Witness my hand and seal, at office in Jackson, Tennessee, this the 29th day of May, 2003.

NOTARY PUBLIC

My Commission Expires: 1-24-06

STATE OF TENNESSEE)
COUNTY OF Davidson)

Before me, the undersigned, a Notary Public of the State and County aforesaid, personally appeared James W. Ayers, with whom I am personally acquainted, who is a general partner of HOTEL SOUTH, a Tennessee general partnership, the within named bargainor, and being authorized to do so that he executed the foregoing instrument for the purposes therein contained.

Witness my hand and seal, at office in Nashville, Tennessee, this the 30th day of May, 2003.

NOTARY PUBLIC

JUNE J. MAHAFFEY NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

My Commission Expires: 3/25/2006

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration for this transfer is $2,050,000.00.

Affiant

Subscribed and sworn to before me this 2ND day of June, 2003.

Notary Public

My Commission Expires: July 24, 2003

EUGENE PETREY, JR. NOTARY PUBLIC AT LARGE STATE OF TENN.

EXHIBIT A

Legal Description

A tract of land in the First Civil District of Metropolitan Nashville, Davidson County, Tennessee and being Lot 2 on the Resubdivision of Lots 1 and 2, Second Plan of Brooklyn as of record in Plat Book 7900, page 109, R.O.D.C. Tennessee and being more particularly described as follows:

Beginning at an existing iron pin on the easterly right-of-way line of Brick Church Pike at the southwesterly corner of Elsie Parrish as of record in Deed Book 4358, page 939, R.O.D.C., Tennessee, said iron pin being approximately 1233 feet north of the center line of West Trinity Lane as measured along the easterly right-of-way line of Brick Church Pike; thence,

1. With the south line of Elsie Parrish, N 76° 19' 21" E, 146.70 feet to an existing iron pin; thence,
2. With the easterly line of Elsie Parrish, B.P.C. Enterprises, Inc. and part of Akin property, N 11° 44' 11" W, 221.05 feet to an existing iron pin in the southerly line of Katherine Akin Moss and Thomas Fowler Akin as of record in Book 5027, page 234, R.O.D.C., Tennessee; thence,
3. With the south line of Akin, S 86° 57' 49" E, 472.31 feet to an iron pin on the westerly right-of-way line of Interstate 65; thence,
4. With the westerly right-of-way line of Interstate 65, S 5° 56' 40" W, 296.50 feet to an iron pin at the common corner of Lots 1 and 2 of the above noted Resubdivision of Lots 1 and 2, Second Plan of Brooklyn; thence,
5. With the common line between Lots 1 and 2, N 84° 03' 20" W, 44.0 feet to an iron pin; thence,
6. S 5° 56' 40" W, 29.46 feet to an iron pin set; thence,
7. S 76° 57' 12" W, 316.89 feet to an existing concrete monument in the easterly line of Brick Church Investments, Inc.; thence,
8. With the easterly line of Brick Church Investments, Inc., N 11° 18' 50" W, 103.08 feet to an existing iron pin; thence.
9. With the north line of Brick Church Investments, Inc., S 76° 35' 47" W, 143.10 feet to an iron pin on the easterly right-of-way line of Brick Church Pike; thence,
10. With the easterly right-of-way line of Brick Church Pike, N 13° 35' 04" W, 100.0 feet to the point of beginning and containing 163.938 square feet or 3.764, more or less.

Included in the above but specifically excluded therefrom is that portion thereof described in the deed to Metropolitan Government of Nashville and Davidson County, Tennessee of record in Book 10319, page 830, said Register's Office.

Being the same property conveyed to Hotel South, a Tennessee general partnership by General Warranty Deed from Stag Associates, Inc., of record in Book 8815, page 563, said Register's Office.

Permitted Exceptions

Matters shown on the Plan of record in Book 7900, page 109, said Register's Office.

Agreement for Dedication of Easement for Sanitary Sewers and/or Storm Drainage of record in Book 4190, page 938, said Register's Office.

Agreement for Dedication of Easement for Sanitary Sewers and/or Storm Drainage of record in Book 5036, page 247, said Register's Office.

Reservation of alley mentioned in Deed Book 754, page 253, said Register's Office.

Taxes for 2003, not yet due and payable.