(2)

STATE OF TENNESSEE
COUNTY OF WILLIAMSON

THE ACTUAL CONSIDERATION OR VALUE, WHICHEVER IS GREATER, FOR THIS TRANSFER IS $147,000.00

x Mary Lou Deal Smith
Affiant

Sworn to and subscribed before me, the undersigned, a Notary Public this 31st day of July, 2003.

Notary Public

My Commission Expires: 11/2/05

THOMAS SIDWELL NOTARY PUBLIC AT LARGE WILLIAMSON COUNTY, TN

SUBLEASE AND CONVEYANCE OF CONDOMINIUM APARTMENT

THIS INSTRUMENT WAS PREPARED BY
Sidwell, Barrett & McCann, P.C.
121 First Avenue South
Suite 200
Franklin, TN 37064

Davidson County DEEDWARR
Recvd: 08/01/03 13:50 2pgs
Fees:13.00 Taxes:543.90
20030801-0109448

ADDRESS NEW OWNER(S) AS FOLLOWS:
Mary Lou Deal-Smith
426 Siena Drive
Nashville, Tennessee 37205

SEND TAX BILLS TO:
NEW OWNER

MAP-PARCEL NUMBERS:
129-110-A-426.00CO

For and in consideration of the sum of Ten Dollars ($10.00), cash in hand paid by the Grantees, and other good and valuable consideration, the receipt of which is hereby acknowledged, **Robert Coleman Lineberger, Robert T. Officer, and Martha Officer-Uffelman** hereinafter referred to as Grantors, hereby transfers and conveys to **Mary Lou Deal-Smith**, married hereinafter referred to as Grantees, their heirs and assigns a certain tract or parcel of land in Davidson County, State of Tennessee described as follows, TO WIT:

Unit No. 426 created under Title 66, Chapter 27, Section 101, et. seq. as amended Tennessee Code Annotated, and as established by the Master Deed of The Cloister at St. Henry, phase 1B, of record in Book 6237, Page 665, Register's Office for Davidson County, Tennessee, together with the undivided percentage interest in common elements appurtenant to said unit, as set forth in said Master Deed. Reference is hereby made to the Plat for The Cloister at St. Henry, Phase IB, attached as Exhibit "B" to said Master Deed for proper identification.

Being part of the property leased to St. Henry's Property Development, Inc. by Ground Lease of record in Book 6208, Page 137, Register's Office for Davidson County, Tennessee.

Being the same property conveyed to Evelyn T. Officer, a widow by Sublease and Conveyance of Condominium Apartment from St. Henry's Property Development, Inc. of record in Book 6418, Page 571, Register's Office for Davidson County, Tennessee, dated November 2, 1984. Evelyn T. Officer is now deceased.

THIS CONVEYANCE IS MADE SUBJECT TO THE FOLLOWING:

Provisions of Tennessee Code Annotated, Section 64-27-101, et seq.

The Plan of record in Plat Book 6250, Page 585, Register's Office for Davidson County, Tennessee.

Restrictive covenants contained in an instrument of record in Book 6237, Page 665; Book 6042, Page 602; Book 6317, Page 688: Book 6533, Page 580; Book 6675, Page 173: Book 6834, Page 449, Register's Office for Davidson County, Tennessee.

By-Laws of record in Book 6042, Page 650; Book 6519, Page 187; Book 6533, Page 580; Book 7590, Page 273; Book 9269, Page 285; and at Instrument No. 2002 010900 03376, Register's Office for Davidson County, Tennessee.

Easement for Sewer of record in Book 4191, Page 157, Register's Office for Davidson County, Tennessee.

HOA Charter of record in Book 6076, Page 203, Register's Office for Davidson County, Tennessee.

Any and all visible easements lying on or across the property.

Rights or claims of parties in possession not shown by the public records.

Encroachments, overlaps, boundary line disputes, or other matters which would be disclosed by an accurate survey or inspection of the premises.

County and/or City taxes for the year 2003, a lien not yet due and payable. Said taxes have been prorated between the parties as of the date of this instrument, with the GRANTORS paying their prorata share thereof to GRANTEES who will be responsible for payment of said taxes.

This is improved property known as 426 Siena Drive, Nashville, Tennessee 37205.

TO HAVE AND TO HOLD the said condominium apartment, with the appurtenances estate title and interest thereto belonging to said Grantee, his, her or their heir and assigns for the term of the grantor's Ground Lease of record in Book 6208, Page 137, Register's Office for Davidson County, Tennessee, and any extension thereof but not further.

Grantee understands that grantor is not conveying the real estate in fee simple and the conveyance is both a sublease by Grantor to Grantee of the above described condominium apartment for the full term of Grantor's Ground Lease and any extension thereof, and a conveyance by Grantor of all right, title and interest of the Grantor agrees to assume jointly with The Cloister Owners' Association all obligations of the Grantor under Grantor's Ground Lease, including payment of all real estate taxes assessed against both land and building.

Witness my hand this 31st day of July, 2003.

Robert Coleman Lineberger

Robert T. Officer

Martha Officer Uffelman

STATE OF TENNESSEE
COUNTY OF

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named Robert Coleman Lineberger and Robert T. Officer, with whom I am personally acquainted or proved to me on the basis of satisfactory evidence, and who acknowledged they executed the foregoing instrument for the purposes therein contained.

Witness my hand and official seal this 31st day of July, 2003.

Notary Public

My Commission Expires: 11/2/05

T. THOMAS SIDWELL NOTARY PUBLIC AT LARGE WILLIAMSON COUNTY, TN

STATE OF TENNESSEE
COUNTY OF WILLIAMSON

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, Robert T. Officer, with whom I am personally acquainted and who proved himself to be the attorney-in-fact for Martha Officer Uffelman and who, being authorized to do so, further acknowledged that he executed the foregoing instrument for the purposes therein contained by signing his name as the attorney-in-fact for Martha Officer Uffelman.

Witness my hand and official seal this 31st day of July, 2003.

Notary Public

My Commission Expires: 11/2/05

T. THOMAS SIDWELL NOTARY PUBLIC AT LARGE WILLIAMSON COUNTY, TN

09052-BW