THIS INSTRUMENT PREPARED BY:
JOHN T. COOK, ESQ.
2927 Berry Hill Drive
Nashville, Tennessee 37204

Davidson County DEEDWARR
Recvd: 10/16/03 11:30 5pgs
Fees:28.00 Taxes:5180.00



20031016-0153408

Davidson County Box 14-A
G#16581-2

ADDRESS NEW OWNER AS FOLLOWS:	SEND TAX BILLS TO:	MAP-PARCEL NOS.
Thomas W. Wills 201-B, Thirty Second Avenue South Nashville, TN 37212	"New Owner"	Map 104-8 Parcels 108, 109, 110, and 111

WARRANTY DEED

For and in consideration of the sum of Ten ($10.00) Dollars, cash in hand paid by the hereinafter named Grantee, and other good and valuable considerations, the receipt of which is hereby acknowledged, the undersigned, **THE BELCOURT PARTNERSHIP, a Tennessee general partnership**, hereinafter called the Grantor, has bargained and sold, and by these presents does transfer and convey unto **THOMAS W. WILLS**, hereinafter called the Grantee, his heirs and assigns, certain land in Davidson County, State of Tennessee, described as follows, to-wit:

See the attached **Exhibit "A"** which is incorporated herein by reference.

Being the same property conveyed to The Belcourt, LLC, a Tennessee limited liability company, by Warranty Deed from Emily Massey Scalise, a married person, of record in Book 10689, Page 333, and by Quitclaim Deed of record in Book 10691, Page 461; and by Warranty Deed from Wade B. Massey, an unmarried person, of record in Book 10689, Page 345; and by Warranty Deed from Laura M. Bearden, a married person, of record in Book 10689, Page 339; and, by Warranty Deed from Brett H. Massey, an unmarried person, of record in Book 10708, Page 516, Register's Office for Davidson County, Tennessee. The Belcourt, LLC, is now known as The Belcourt Partnership by Certificate of Merger of record in Instrument No. 20000214-0014895, Register's Office for Davidson County, Tennessee.

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, his heirs and assigns, forever; and Grantor does covenant with the said Grantee that it is lawfully seized and possessed of said land in fee simple, has a good right to convey it, and the same is unencumbered except as set forth on the attached **Exhibit "B"**; and it does further covenant and bind itself, its successors and assigns, to warrant and forever defend the title to the said land to the said Grantee, his heirs and assigns, against the lawful claims of all persons whomsoever.

IN WITNESS WHEREOF, the Grantor has executed this instrument this fifteenth day of October, 2003.

THE BELCOURT PARTNERSHIP
a Tennessee general partnership

By: Charles W. Hawkins III Managing Partner
Charles W. Hawkins III, Managing Partner

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public, within and for the State and County aforesaid, personally appeared Charles W. Hawkins III, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the Managing Partner of The Belcourt Parntership, a Tennessee general partnership, the within named bargainor, and that he as such Managing Partner, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of The Belcourt Parntership, by himself as such Managing Partner.

WITNESS my hand and official seal, this fifteenth day of October, 2003.

JOHN T. COOK NOTARY PUBLIC AT LARGE WILLIAMSON COUNTY, TN

NOTARY PUBLIC

My Commission Expires: 4/10/05

Comm. Expires 04/10/05

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $1,400,000.00.

Thomas W. Wills

Affiant

Subscribed and sworn to before me this
15th day of October, 2003.

JOHN T. COOK NOTARY PUBLIC AT LARGE WILLIAMSON COUNTY, TN

Notary Public

My commission expires: 4/10/05

Comm. Expires 04/10/05

Exhibit "A"

Legal Description

TRACT I:
LAND in Davidson County, Tennessee, being Map 104-8, Parcel 109, and also being the easterly half of Lot No. 5 on the Map of P.J. Tinsley's Addition to Nashville, as of record in Book 421, page 91, Register's Office for said County, and being more particularly described as follows:

Beginning at a P.K. nail set at the intersection of the westerly right-of-way line of Alley No. 814, 12 feet in width and the northerly right-of-way line of Belcourt Avenue, 50 feet in width; thence with the northerly right-of-way line of Belcourt Avenue North 83° 40' 05" West, 57.23 feet to a P.K. nail set at a corner common with Parcel 110; thence leaving the northerly right-of-way line of Belcourt Avenue with the easterly parcel line of Parcel 110 North 06° 49' 55" East, 139.39 feet to a P.K. nail set in the southerly right-of-way line of Alley No. 801, 10 feet in width; thence with the southerly right-of-way line of Alley No. 801, South 81° 29' 40" East, 56.38 feet to a P.K. nail set in the westerly right-of-way line of Alley No. 814; thence leaving the southerly right-of-way line of Alley No. 801 with the westerly right-of-way line of Alley No. 814, South 06° 28' 03" West, 137.25 feet to the point of beginning, containing 7,855 square feet (0.180 acres more or less).

Being part of the same property conveyed to The Mascobelle Partnership, as of record in Deed Book 9470, page 874, Register's Office for Davidson County, Tennessee.

TRACT II:
LAND in Davidson County, Tennessee, being Map 104-8, Parcel 110, and also being the westerly half of Lot 5 on the Map of P.J. Tinsley's Addition to Nashville, as of record in Book 421, page 91, Register's Office for said County, and being more particularly described as follows:

Commencing at a P.K. nail set at the intersection of the westerly right-of-way line of Alley No. 814, 12 feet in width and the northerly right-of-way line of Belcourt Avenue, 50 feet in width; thence with the northerly right-of-way line of Belcourt Avenue North 83° 40' 05" West, 57.23 feet to a P.K. nail set at a corner common with Parcel 109, said P.K. nail being the point of beginning; thence continuing with the northerly right-of-way line of Belcourt Avenue North 83° 40' 05" West, 57.23 feet to a P.K. nail set at a corner common with Parcel 111; thence leaving the northerly right-of-way line of Belcourt Avenue with the easterly parcel line of Parcel 111, North 07° 11' 07" East, 141.54 feet to a P.K. nail set in the southerly right-of-way line of Alley No. 801, 10 feet in width; thence with the southerly right-of-way line of Alley No. 801, South 81° 29' 40" East, 56.38 feet to a P.K. nail set at a corner common with Parcel 109; thence leaving the southerly right-of-way line of Alley No. 801 with the westerly parcel line of Parcel 109, South 06° 49' 55" West, 139.39 feet to the point of beginning, containing 7,978 square feet (0.183 acres, more or less).

Being part of the same property conveyed to The Mascobelle Partnership as of record in Deed Book 9470, page 874, Register's Office for Davidson County, Tennessee.

TRACT III:
LAND in Davidson County, Tennessee, being Map 104-8, Parcel 111, and also being the easterly 50 feet of Lot 19 on the Plan of Edward C. Scrugg's Lots, called Scrugg's Subdivision of the Burch Orchard and Read Tract, as of record in Book 57, page 114, Register's Office for said County, and being more particularly described as follow:

Commencing at a P.K. nail set at the intersection of the westerly right-of-way line of Alley No. 814, 12 feet in width and the northerly right-of-way line of Belcourt Avenue, 50 feet in width; thence with the northerly right-of-way line of Belcourt Avenue North 83° 40' 05" West, 114.46 feet to a P.K. nail set at a corner common with Parcel 110, said P.K. nail being the point of beginning; thence continuing with the northerly right-of-way line of Belcourt Avenue North 82° 35' 34" West, 50.00 feet to an existing P.K. nail at a corner common with the property of Vanderbilt University, as of record in Deed Book 8957, page 1, R.O.D.C., TN; thence leaving the northerly right-of-way line of Belcourt Avenue with the easterly property line of Vanderbilt University North 07° 11' 26" East,

142.50 feet to an existing iron rod in the southerly right-of-way line of Alley No. 801, 10 feet in width; thence with the southerly right-of-way line of Alley No. 801, South 81° 29' 40" East, 50 feet to a P.K. nail set at a corner common with Parcel 110; thence with the westerly parcel line of Parcel 110, South 07° 11' 07" West, 141.54 feet to the point of beginning, containing 7,100 square feet (0.163 acres more or less).

Being part of the same property conveyed to The Mascobelle Partnership as of record in Deed Book 9470, page 874, Register's Office of Davidson County, Tennessee.

TRACT IV:
LAND in Davidson County, Tennessee, being Map 104-8, Parcel 108, and also being Lot Nos. 3 and 4 on the Map of P.J. Tinsley's Addition to Nashville, as of record in Book 421, page 91, Register's Office for said County, and being more particularly described as follows:

Beginning at a P.K. nail set at the intersection of the northerly right-of-way line of Belcourt Avenue, 50 feet in width, and the easterly right-of-way of Alley No. 814, 12 feet in width; thence leaving the northerly right-of-way line of Belcourt Avenue with the easterly right-of-way line of Alley No. 814, North 06° 28' 03" East, 112.36 feet to a P.K. nail set at a corner common with the property of David Ideka, as of record in Deed Book 4801, page 366, R.O.D.C., TN; thence leaving the westerly right-of-way line of Alley No. 814 with the southerly property line of David Ideka South 83° 40' 05" East, 105.50 feet to a chiseled "V" at a corner common with the property of H.A. Simons, as of record in Deed Book 2332, page 113, R.O.D.C.,TN; thence with the westerly property line, said property line also being the center of a common party wall with H.A. Simons, and the properties of Ted W. Davis, etux, as of record in Deed Book 8979, page 359, Frances E. Simons, etal, of record in Deed Book 6920, page 920; Ted W. Davis etux, of record in Deed Book 8979, page 369; Sam Caplan, etux, of record in Deed Book 1537, page 205; and Ted W. Davis, etux, of record in Deed Book 5130, page 762, R.O.D.C., TN; South 06° 28' 03" West, 112.36 feet to a building corner at the intersection of the westerly property line of Ted W. Davis, etux, as of record in Deed Book 5130, page 762, R.O.D.C., TN; and the northerly right-of-way line of Belcourt Avenue; thence with the northerly right-of-way line of Belcourt Avenue North 83° 40' 05" West, 105.50 feet to the point of beginning, containing 11,854 square feet (0.272 acres more or less).

Being the same property conveyed to The Mascobelle Partnership of record in Deed Book 9470, page 874, Register's Office for Davidson County, Tennessee.

Exhibit "B"

Permitted Exceptions

1. County Taxes for 2003, a lien, now due and payable. County Taxes for 2004 and subsequent years, a lien, not yet due and payable. Map 104-08-0, Parcel 108.00; Map 104-08-0, Parcel 109.00; Map 104-08-0, Parcel 110.00; and, Map 104-08-0, Parcel 111.00

2. Easement for a passageway and party walls as set out in an Agreement between M. A. Lightman, Trustee, and S. A. Shore, dated November 28, 1924, of record in Book 660, Page 103, Register's Office for Davidson County, Tennessee.

3. Easement for party walls described in Deed, of record in Book 660, Page 105, Register's Office for Davidson County, Tennessee.

4. Easement for passageway described in Deed, of record in Book 741, Page 453, Register's Office for Davidson County, Tennessee.

5. Rights of Tenant, Belcourt YES!, Inc., pursuant to Lease Agreement dated November 17, 1999, as amended by Amendment to Lease Agreement dated October 18, 2001 and further amended by Lease Extension Agreement dated June 9, 2003 executed by Belcourt YES!, Inc., as Tenant, and The Belcourt, LLC or The Belcourt Partnership, successor by merger to The Belcourt, LLC, as Landlord.

6. Matters on ALTA/ACSM Land Title Survey prepared by R. Scot Cherry, Tennessee Registered Land Surveyor No. 1512, Cherry Land Surveying, Inc., 622 West Iris Drive, Nashville, TN 37204, dated September 23, 2003, updated from a previous survey dated July 8, 1999 and reinspected on September 22, 2003.