40A

This Instrument Prepared By:
Gibson, Gregory & Gwyn, PLLC
201 Fourth Avenue, N. Suite 1900
Nashville Tennessee 37219

Davidson County DEEDWARR
Recvd: 01/02/04 14:43 8pgs
Fees:43.00 Taxes:7622.00
20040102-0000764

ADDRESS NEW OWNER:

Spiva/Hill Management and Investment, LLC
4121 Hillsboro Road, Suite 302
Nashville, TN 37215

SEND TAX BILL:

New Owner

MORTGAGEE:
Pinnacle National Bank
211 Commerce Street
Nashville, TN 37201

MAP AND PARCEL:
MAP 131-02-0
PARCEL 37

WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of Ten ($10.00) Dollars, cash in hand paid by the Grantee named herein, and other good and valuable considerations, the receipt and sufficiency of which are hereby acknowledged, Angelo Formosa Family Partnership, a Tennessee General Partnership, successor by merger to Angelo Formosa Family Limited Partnership, Rose M. Formosa Bromley, Salvatore J. Formosa, Sr. and the Devisees under the Last Will and Testament of Pete Anthony Formosa, Sr., being Krista Regina Formosa-Golden, Pete Anthony Formosa, Jr., Karla Maria Formosa and Karina Renea Formosa, and Loretta Jean Tippit Formosa, individually by dissent to the Last Will and Testament of Pete Anthony Formosa, Sr. and as Trustee under the Trusts for Karla Maria Formosa and Karina Renea Formosa (collectively, the "Grantor"), have bargained and sold, and by these presents do transfer and convey unto Spiva/Hill Management and Investment, LLC, a Tennessee Limited Liability Company ("Grantee"), its successors and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee (the "Property"), described as follows, to wit:

All that tract or parcel of land described in Exhibit "A" attached hereto and made a part hereof.

This conveyance is made subject to those items listed in Exhibit "B" attached hereto and made a part hereof.

This is improved property known as 4109-4111 Hillsboro Road, Nashville, TN 37215.

TO HAVE AND TO HOLD the Property, with the appurtenances, estate, title and interest thereto belonging to Grantee, its successors and assigns, forever; and Grantor does covenant with Grantee that they are lawfully seized and possessed of the Property in fee simple, has a good right to convey it, and the same is unencumbered unless otherwise herein set out; and Grantor does further covenant and bind themselves, their heirs, successors, assigns and

representatives, to warrant and forever defend the title to the Property to Grantee, its successors and assigns, against the lawful claims of all persons whomsoever. Wherever used, the singular shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

Witness our hands this 2nd day of January, 2004.

ANGELO FORMOSA FAMILY PARTNERSHIP, A Tennessee General Partnership

By: _____
Angelo M. Formosa, III, Class A Partner

_____
Rose M. Formosa Bromley

_____
Salvatore J. Formosa, Sr.

_____
Krista Regina Formosa-Golden

_____ by _____
Pete Anthony Formosa, Jr., , a/k/a Pete A. Formosa, Jr. by Loretta Formosa, Attorney in Fact by Power of Attorney recorded in Instrument No. 20040102-0000763 Register's Office for Davidson County, Tennessee

_____
Karla Maria Formosa

_____
Karina Renea Formosa

_____
Loretta Jean Tippit Formosa

_____, Trustee
Loretta Jean Tippit Formosa, Trustee under the Trusts for Karla Maria Formosa and Karina Renea Formosa

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned, of the state and county aforesaid, personally appeared Angelo M. Formosa, 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 sole Class A Partner of Angelo Formosa Family Partnership, a Tennessee General Partnership, the within named bargainor, and that he as such Class A Partner executed the foregoing instrument for the purpose therein contained by signing the name of the partnership by himself as such Class A Partner.

Witness my hand and official seal this 2 day of January, 2004.

NOTARY PUBLIC

My Commission Expires: 7/21/07

ANDREW B. GIBSON, JR. Notary Public At Large DAVIDSON COUNTY, TENN. My Commission Expires July 21, 2007

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned authority, a Notary Public in and for said County and State, Rose M. Formosa Bromley, with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence), and who acknowledged that she executed the within instrument for the purposes therein contained.

Witness my hand and official seal on this the 2 day of January, 2004.

NOTARY PUBLIC

My Commission Expires: 7/21/07

ANDREW B. GIBSON, JR. Notary Public At Large DAVIDSON COUNTY, TENN. My Commission Expires July 21, 2007

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned authority, a Notary Public in and for said County and State, Salvatore J. Formosa, Sr., 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 on this the 2 day of January, 2004.

NOTARY PUBLIC

My Commission Expires: 7/21/07

ANDREW B. GIBSON, JR. Notary Public At Large DAVIDSON COUNTY, TENN. My Commission Expires July 21, 2007

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned authority, a Notary Public in and for said County and State, Krista Regina Formosa-Golden, with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence), and who acknowledged that she executed the within instrument for the purposes therein contained.

Witness my hand and official seal on this the 2 day of January, 2004.

NOTARY PUBLIC

My Commission Expires: 7/21/07

ANDREW B. GIBSON, JR. Notary Public At Large DAVIDSON COUNTY, TENN. My Commission Expires July 21, 2007

STATE OF TENNESSEE)
COUNTY OFDAVIDSON)

Personally appeared before me, the undersigned, a Notary Public for and in the State and County aforesaid, Loretta Formosa, to me known, (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged herself to be the person who executed the foregoing instrument on behalf of Pete Anthony Formosa, Jr. and who acknowledged that she executed the same as the free act and deed of the said Pete Anthony Formosa, Jr.

Witness my hand and official seal this 2 day of January, 2004.

Notary Public

My Commission Expires: 7/21/07

ANDREW B. GIBSON, JR. Notary Public At Large DAVIDSON COUNTY, TENN. My Commission Expires July 21, 2007

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned authority, a Notary Public in and for said County and State, Karla Maria Formosa, with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence), and who acknowledged that she executed the within instrument for the purposes therein contained.

Witness my hand and official seal on this the 2 day of January, 2004.

NOTARY PUBLIC

My Commission Expires: 7/21/07

ANDREW B. GIBSON, JR. Notary Public At Large DAVIDSON COUNTY, TENN. My Commission Expires July 21, 2007

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned authority, a Notary Public in and for said County and State, Karina Renea Formosa, with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence), and who acknowledged that she executed the within instrument for the purposes therein contained.

Witness my hand and official seal on this the 2 day of January, 2004.

NOTARY PUBLIC

My Commission Expires: 7/21/07

ANDREW B. GIBSON, JR. Notary Public At Large DAVIDSON COUNTY, TENN. My Commission Expires July 21, 2007

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned authority, a Notary Public in and for said County and State, Loretta Jean Tippit Formosa, individually and as Trustee under the Trusts for Karla Maria Formosa and Karina Renea Formosa, with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence), and who acknowledged that she executed the within instrument for the purposes therein contained.

Witness my hand and official seal on this the 2 day of January, 2004.

NOTARY PUBLIC

My Commission Expires: 7/21/07

ANDREW B. GIBSON, JR. Notary Public At Large DAVIDSON COUNTY, TENN. My Commission Expires July 21, 2007

STATE OF TENNESSEE)
COUNTY OF Davidson)

The actual value or consideration, whichever is greater, for this transfer is $2,060,000.00.

AFFIANT

Subscribed and sworn to before me
this 2 day of January, 2004.

NOTARY PUBLIC

My Commission Expires: 7/21/07

ANDREW B. GIBSON, JR. Notary Public At Large DAVIDSON COUNTY, TENN. My Commission Expires July 21, 2007

STATE OF TENNESSEE:
COUNTY OF DAVIDSON:

AFFIDAVIT OF ATTORNEY IN FACT

LORETTA FORMOSA, being duly sworn, says:

1. I was appointed attorney in fact by writing dated October 29, 2003, the original of which is being recorded immediately prior to this Warranty Deed.

2. Pete Anthony Formosa, Jr., being one and the same as Pete A. Formosa, Jr., is now alive, is not under any disability and has not revoked the Limited Power of Attorney, and it is now in full force and effect.

3. I executed the Warranty Deed this 2nd day of January, 2004 as attorney in fact of the said Pete Anthony Formosa, Jr., under the authority granted to me by the Limited Power of Attorney.

Loretta Formosa

Loretta Formosa, Affiant

STATE OF TENNESSEE:
COUNTY OF DAVIDSON:

Subscribed and sworn to me this 2nd day of January, 2004.

Notary Public

My Commission Expires: 7/21/07

ANDREW B. GIBSON, JR.
Notary Public At Large
DAVIDSON COUNTY, TENN.
My Commission Expires July 21, 2007

EXHIBIT "A"

Land in Davidson County, Tennessee, being Lot Nos. 14 and 15 on the Plan of Hillsboro-Hobbs Road Subdivision, not of record, as shown on a survey by R. L. Montoya Land Surveying, Inc., R.L.S Number 697, dated October 23, 2003 as follows:

Beginning at an iron rod in the northwest margin of Hillsboro Pike, said point being the southeast corner of Parcel 36, Metro Tax Map 131-02, the southwest corner of this described Parcel 37, Lot No. 14 on the Plan of Hillsboro-Hobbs Road Subdivision, not of record, thence, leaving said northwest margin along the common line of Parcel 36 and this parcel North 55 degrees 58 minutes 39 seconds West 150.00 feet to a P. K. Nail in the south line of Parcel 25, Metro Tax Map 131-02, Lot No. 16, the northwest corner of this lot; thence, along the south line of Lot No. 16, the north line of Lots 14 and 15 North 37 degrees 44 minutes 12 seconds East 100.22 feet to an iron rod in the westerly margin of Hillsboro Drive, the northeast corner of Lot No. 15; thence, along said westerly margin South 55 degrees 53 minutes 36 seconds East 146.21 feet to a P.K. Nail; thence South 5 degrees 20 minutes 33 seconds West 7.06 feet to a P.K. Nail in the northerly margin of Hillsboro Pike; thence along said northerly margin South 37 degrees 44 minutes 41 seconds West 93.8 feet to the point of beginning, containing 14,974 sq. ft., 0.34 acres, more or less.

Being the same property conveyed to Angelo Formosa and wife, Catherine Formosa, by deed from N. L. Thompson and husband, John F. Thompson, of record in Book 1199, page 72, said Register's Office. The said Angelo Formosa and wife, Catherine St. Charles Formosa, conveyed an undivided one-half interest to Angelo Formosa, as separate property and as tenant in common and an undivided one-half interest to Catherine St. Charles Formosa, as separate property and as tenant in common by Quitclaim Deed of record in Book 4626, page 769, said Register's Office. The said Catherine St. Charles Formosa has since died. Title to her one-half interest in the property was devised to Angelo Formosa, Jr., Rose M. Formosa Bromley, Salvatore J. Formosa, Sr. and Pete A. Formosa, pursuant to the Last Will and Testament of Catherine M. Formosa, of record in Probate No. 75529, in the Probate Court for Davidson County, Tennessee, and by Quitclaim Deed of record in Book 8479, page 525, said Register's Office. The said Angelo Formosa has since died. Title to his one-half interest in the property was devised to Angelo Formosa, Jr., Rose M. Formosa Bromley, Salvatore J. Formosa, Sr. and Pete A. Formosa, pursuant to the Last Will and Testament of Angela Formosa of record in Probate No. 91041, in the Probate Court for Davidson County, Tennessee, and by Quitclaim Deed of record in Book 8479, page 525, said Register's Office. The said Angelo Formosa, Jr. and wife, Carolyn H. Formosa, conveyed their interest in the property unto the Angelo Formosa Family Limited Partnership, by Quit Claim Deed of record in Book 9557, page 756, said Register's Office. The Angelo Formosa Family Limited Partnership is now known as Angelo Formosa Family Partnership pursuant to Certificate of Merger of record in Instrument No. 199912280307484, said Register's Office. The said Pete A. Formosa, Sr. has since died. Title to his portion of the property was devised to Krista Regina Formosa-Golden, Pete Anthony Formosa, Jr., Karla Maria Formosa and Karina Renea Formosa pursuant to the Last Will and Testament of Pete Anthony Formosa, Sr., of record in Will Book 170, page 398, Probate Court Clerk's Office for Davidson County, Tennessee. By order entered in Minute Book 378317 under Probate No. 95096, Probate Court for Davidson County, Tennessee, Loretta Jean Tippit Formosa was awarded a 1/3 interest in the net estate of Pete Anthony Formosa, Sr.

Loretta Jean Tippit Formosa joins in the execution of this instrument in her capacity as remaining Trustee for Karla Maria Formosa and Karina Renea Formosa by Trust established in the Will of Pete A. Formosa, Sr.

The legal description contained herein is different from the legal description contained in the previous deed of record.

EXHIBIT "B"

1. Taxes for the year 2003 and the years subsequent thereto.

2. Right of Way Deed to the State of Tennessee for highway purposes of record in Book 4747, page 557, Register's Office for Davidson County, Tennessee.

3. All matters appearing on the survey by R. L. Montoya Land Surveying, Inc. dated October 23, 2003, including, but not limited to the following: (1) 0.35'x2' Dock Encroachment on the southwesterly line of the subject property; (2) 0.7' Sign Encroachment on the southwesterly line of the subject property; (3) Encroachment by the Covered Deck onto the right of way for Hillsboro Drive by 5.63' on the northerly portion of the Deck and by 4.98' on the southerly portion of the Deck.