Address New Owner as follows:

MHP ASSOCIATES, LLC
The Mathews Co.
300 Broadway
Nashville, TN 37202

Send tax bills to:

Same

Map-Parcel:

70-16
Parcel No. 7

Davidson County DEEDQC
Recvd: 02/13/04 15:19 3pgs
Fees:17.00 Taxes:0.00

20040213-0017648

QUITCLAIM DEED

FOR AND IN CONSIDERATION of the sum of One Dollar ($1.00), cash in hand paid by the hereinafter named Grantee, and other good and valuable consideration, the receipt of which is hereby acknowledged, and for the purpose of making a capital contribution to the Grantee, **Nashville Heritage, LLC** hereinafter called Grantor, by these presents does transfer, quitclaim and convey unto **MHP Associates, LLC,** a Tennessee limited liability company, hereinafter called Grantee and Grantee's successors and assigns all of Grantor's right, title and interest in and to certain real property lying and being situated in the County of Davidson, State of Tennessee, described as follows, to-wit :

See Exhibit attached hereto.

Being the same property conveyed to Nashville Heritage, LLC by Deed from SunTrust Bank, N.A. of record in Book 11066, page 611, Register's Office for Davidson County, Tennessee.

IN WITNESS WHEREOF, the undersigned has caused this instrument to be executed as of the 13th day of February, 2004.

Nashville Heritage, LLC
By: Henry E. Kromer
Its: Chief Manager

County of Davidson)
State of Tennessee)

Personally appeared before me, the undersigned authority, a Notary Public in and for said County and State, the within named Henry E. Kromer, with whom I am personally acquainted (or proved to me in the basis of satisfactory evidence), and who upon oath acknowledged himself to be Chief Manager of Nashville Heritage,LLC, the within named bargainor aand that he as such Chief Manager executed the within instrument for the purposes therein contained by signing the name of Nashville Heritage,LLC by himself as Chief Manager.

WITNESS my hand and official seal at office this 13th day of February, 2004.

Notary Public

My Commission Expires: 7-30-05

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $0.00

AFFIANT

Sworn to and subscribed before me this 13th day of February, 2004.

NOTARY PUBLIC

My commission expires: 7-30-05

This instrument prepared by
Thomas C. Scott
TUNE, ENTREKIN & WHITE
315 Deaderick Street, Suite 2100
Nashville, Tennessee 37238

H:\PWelch\CLOSINGS.DIR\Heffington-Southmark\ScrogginsQuitclaimto Southmark

EXHIBIT A

SURVEYOR'S DESCRIPTION

Being a parcel of land in Nashville, First Civil District, Second Councilmanic District, Davidson County, Tennessee, located on the easterly side of French Landing Drive, north of Vantage Way; being Lot No. 6C as shown on the plan of Section 14, Metrocenter, as of record in Book 5190, Page 491, R.O.D.C. and being more particularly described as follows:

BEGINNING at a point in the easterly right-of-way line of French Landing Drive, said point being northerly 535 feet, more or less, from the centerline of Vantage Way.

THENCE, with said right-of-way line with a curve to the left 435.53 feet to a point, said curve having a central angle of 22° 04' 59", a radius of 1130.00 feet, a tangent of 220.50 feet and a chord of N 04° 53' 09" E, 432.84 feet;

THENCE, leaving said right-of-way line, with the southerly line of Lot no. 7A, as shown on the plan of First Revision, Resubdivision of part of Block G , Metrocenter, Section One as of record in Book 4885, Page 12, R.O.D.C., Lot no. 7B, as shown on the plan of Section Twenty-Two, Metrocenter, as of record in Book 6050, Page 230, R.O.D.C., and Lot no. 7C as shown on the plan of Section Fifteen, Metrocenter, as of record in Book 5190, Page 490, R.O.D.C., N 83° 50' 39" E, 432.11 feet to a point;

THENCE, leaving said line with a westerly line of Lot no. 6B, as shown on the plan of Metrocenter, Tract 6B as of record in Book 5190, Page 42, R.O.D.C., S 22° 44' 13" E, 355.63 feet to a point;

THENCE, with a northerly line of said Lot no. 6B, S 67° 15' 47" W, 380.75 feet to a point;

THENCE, with the northerly line of Lot no. 6A as shown on the plan of Metrocenter, Tract 6A as of record in Book 5190, Page 305, R.O.D.C. S 86° 25' 00" W, 214.73 feet to a point;

THENCE, continuing with the northerly line of said Lot no. 6A, N 74° 04' 22" W, 40.00 feet to the point of beginning.

Containing 214.667 square feet or 4.93 acres, more or less.