PICK-UP

This Instrument Prepared By:
John M. Brittingham, Attorney
Harwell Howard Hyne Gabbert & Manner, P.C.
18th Floor, AmSouth Center
315 Deaderick St.
Nashville, TN 37238

Davidson County AFFIDAVIT
Recvd: 04/19/04 14:13 4pgs
Fees:22.00 Taxes:0.00
20040419-0044161

STATE OF TENNESSEE)
) SS:
COUNTY OF DAVIDSON)

AFFIDAVIT OF HEIRSHIP

This Affidavit of Heirship is made this 13th day of March, 2004 by Sam K. Harwell and Ellen R. Sadler. The Affiants do hereby state as follows:

1. Samuel Knox Harwell, IV is the son of Samuel Knox Harwell, III, the grandson of Samuel Knox Harwell, Jr., and the grandson of Josephine Douglass, also known as Josephine Douglass Harwell, who was the wife of Samuel Knox Harwell, Jr.

2. Ellen R. Sadler is the widow of Samuel Knox Harwell, III. Ellen R. Sadler was married to Samuel Knox Harwell, III at the time of his death on December 18, 1972.

3. Samuel Knox Harwell, Jr. died in Nashville, Davidson County, on the 22nd day of August, 1944. A copy of his will is recorded in the Will Book of The Davidson County Probate Court (Will Book 59, Pages 489-496).

4. Samuel Knox Harwell, Jr. was survived by his wife Josephine Douglass. Samuel Knox Harwell, Jr. owned at his death the real property located at 2300 West End Avenue, Nashville, Tennessee, described on Exhibit "A" attached hereto and incorporated herein by reference (the "Property").

5. The will of Samuel Knox Harwell, Jr. provided that several assets be divided and put into separate trusts established for his heirs. However the trustee (bank) misinterpreted the Will of Samuel Knox Harwell, Jr. and only established one (1) Trust for all heirs. After approximately 10-15 years this error on the part of the bank was corrected and the assets in this trust were divided among the heirs. At this time, the entire Property was put into a trust for the benefit of Josephine Douglass Harwell. The other heirs received different assets from the estate of Samuel Knox Harwell, Jr. that did not include the Property. The trust established for the welfare of Josephine Douglass held the entire Property during her entire life.

6. Josephine Douglass was born January 10, 1906 and died November 17, 1986. The Trust for Josephine Douglass provided that upon her death the Property would be passed in equal shares 1/3rd each to: The Evalina Harwell Trust (beneficiary: Evalina Harwell Andrews),

The Leila Harwell Trust (beneficiary: Leila Harwell, also known as Leila Harwell Fuqua) and Samuel Knox Harwell, III or his heirs (outright).

7. As of the date of the execution of this document the Evalina Harwell Trust holds a 1/3rd interest in the Property. This Trust provides that upon the death of Evalina Harwell Andrews this 1/3rd interest in the Property be passed to her children.

8. The Leila Harwell Trust provided that upon her death this trust's 1/3rd interest in the Property would be passed to her children. Leila Fuqua was born June 5, 1930 and died December 10, 1994. Upon the death of Leila Harwell Fuqua this Trust's 1/3rd interest in the Property was passed outright in equal shares to her sons, Knox H. Fuqua, Stewart Vincent Fuqua and Alexander S. Fuqua who each became owners of 1/9th of the Property upon the death of Leila Harwell Fuqua. Said 1/3rd interest was transferred to Alexander S. Fuqua by Quitclaim Deed of record in Book 10045, page 932 and to Buckhead Investments, LLC by Quitclaim Deed of record as Instrument No. 20030506-0059854, both in the Register's Office for Davidson County, Tennessee.

9. Because the death of Samuel Knox Harwell, III on December 18, 1972, preceded the death of Josephine Douglass, the trust established by the will of Samuel Knox Harwell, Jr. for the benefit of Josephine Douglass provided that 1/3rd of the Property be passed outright to the sons of Samuel Knox Harwell, III who are: Sam K. Harwell, F. Russell Harwell, and James D. Harwell. As of the date of the execution of this document each of these three individuals each own a 1/9th share of the Property.

The above information is true and accurate to the best of our knowledge.

Samuel Knox Harwell, IV

Ellen R. Sadler

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public of said county and state, **Samuel Knox Harwell, IV** which whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that he/she executed the within instrument for the purposes therein contained.

Witness my hand, on this the 13th day of March, 2004.

Heather B. Watters
Notary Public

My Commission Expires:

3-14-05

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public of said county and state, **Ellen R. Sadler** which whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that he/she executed the within instrument for the purposes therein contained.

Witness my hand, on this the 13th day of March, 2004.

Heather B. Watters
Notary Public

My Commission Expires:

3-14-05

EXHIBIT "A"

Map 92-15; Parcel 146:

Being in the 21st Ward of the City of Nashville, and being a part of the Elliston Property in West Nashville, being undivided on said plan and of record in Book 21, page 141, Register's Office for Davidson County, Tennessee, and described as follows:

Beginning at a point in the westerly margin of Twenty Third Avenue North, formerly Elliston Avenue, 160 feet southerly from the southerly margin of Elliston Place, formerly the Harding Pike; thence southerly with the westerly margin of Twenty Third Avenue, 40 feet to the northerly margin of an alley; thence with said alley westerly 100 feet thence northerly 40 feet and thence easterly 100 feet to the point of beginning on Twenty Third Avenue. On the said lot there is a two story apartment house known on the said Avenue by its City Number as 109.

Map 92-15; Parcel 147:

Being part of the Elliston Property, a plan of which is of record in Book 21, page 141, Register's Office of Davidson County, Tennessee, being undivided on said plan.

Said property begins on the Westerly margin of 23rd Avenue North (formerly Elliston Avenue) 175 feet Northerly from the Northerly margin of West End Avenue, at the intersection of the Northerly margin of a fifteen foot Alley; Thence, with said 23rd Avenue North, Northerly fifty feet to the Southerly margin of another purposed Alley; Thence, with the Southerly margin of said last mentioned Alley. Westerly 100 feet; Thence, Southerly, parallel with 23rd Avenue North, fifty feet, to the Northerly margin of the first mentioned Alley; Thence, with the Northerly margin of said Alley, Easterly, 100 feet to the beginning.

Map 92-15; Parcel 148:

Being on the northwest corner of West End Avenue and 23rd Avenue, North, and more particularly bounded and described as follows:

Being part of the Elliston property, a plan of which is recorded in Book 21, page 141 of the Register's Office for Davidson County, Tennessee.

Beginning in the northerly margin of said West End Avenue at its intersection with the westerly margin of said 23rd Avenue, running thence northerly with said westerly margin of said 23rd Avenue, North 160 feet to an Alley; Thence westerly with the southerly margin of said Alley 50 feet; Thence southerly and parallel with said 23rd Avenue, North 160 feet to the northerly margin of West End Avenue, and Thence easterly with the northerly margin of said West End Avenue, 50 feet to the beginning.