PREPARED BY:
COMMONWEALTH TITLE AGENCY OF NASHVILLE, INC.
333 GALLATIN ROAD SOUTH
MADISON, TN 37115

WARRANTY DEED

THIS INDENTURE is made and entered into this 28th day of April, 2004, by and between THOMAS E. STEWART, TRUSTEE WITH FULL POWER TO BARGAIN, SELL, CONVEY, TRANSFER, MORTGAGE, LEASE OR OTHERWISE ENCUMBER WITHOUT THE NECESSITY OF JOINDER BY ANY BENEFICIARY, hereinafter called Grantor, and JAMES A. CROSSMAN, MARRIED, hereinafter called Grantee.

W I T N E S S E T H: That for and in consideration of Ten Dollars ($10.00) and other good and valuable considerations, the receipt of which are hereby acknowledged, THOMAS E. STEWART, TRUSTEE WITH FULL POWER TO BARGAIN, SELL, CONVEY, TRANSFER, MORTGAGE, LEASE OR OTHERWISE ENCUMBER WITHOUT THE NECESSITY OF JOINDER BY ANY BENEFICIARY, as Grantor, does hereby bargain, sell, transfer and convey unto JAMES A. CROSSMAN, MARRIED, hereinafter referred to as Grantee, his successors, heirs and assigns, all of that certain real estate located in DAVIDSON County, Tennessee, being more particularly described in Exhibit "A", which is attached hereto and incorporated herein by reference, together with all right, title and interest of Grantor in and to all buildings and fixtures located on said real estate, and any easements and rights-of-way adjoining or abutting said real estate and any covenants and other rights appurtenant thereto (collectively, the "Property"). This conveyance of the "Property" and all covenants and warranties contained herein, are made expressly subject to the exceptions and other matters set forth in Exhibit "B", which is attached hereto and incorporated herein by reference.

This is improved property known as 414 GALLATIN PIKE S./106 MADISON ST., MADISON, TN 37115.

TO HAVE AND TO HOLD said land with the appurtenances, hereditaments, estate, title and interest unto Grantee, his successors, heirs and assigns forever. The Grantor covenants and agrees with the said Grantee that Grantor is lawfully seized and possessed of the said real estate and that Grantor hass a good and lawful right to sell the same. The Grantor further covenants that the same is unencumbered except as otherwise set forth in Exhibit "B".

Grantor further covenants and binds himself and his successors, heirs and assigns and beneficiaries, to warrant and forever defend the title to said Grantee, his successors, heirs and assigns, against the lawful claims of all person whomsoever.

WITNESS the hand and seal of Grantor on the day and year first above written.

Davidson County DEEDWARR
Recvd: 05/14/04 09:34 4pgs
Fees:23.00 Taxes:2220.00

20040514-0056605

THOMAS E. STEWART, TRUSTEE WITH FULL POWER TO BARGAIN, SELL, CONVEY, TRANSFER, MORTGAGE, LEASE OR OTHERWISE ENCUMBER WITHOUT THE NECESSITY OF JOINDER BY ANY BENEFICIARY
SIGNATURE OF SELLER

INDIVIDUAL
STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, a Notary Public of said County and State, THOMAS E. STEWART, TRUSTEE WITH FULL POWER TO BARGAIN, SELL, CONVEY, TRANSFER, MORTGAGE, LEASE OR OTHERWISE ENCUMBER WITHOUT THE NECESSITY OF JOINDER BY ANY BENEFICIARY, an unmarried woman, the within named bargainor, 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, at office, this **28th** day of April, 2004.

Notary Public

My Commission Expires: 5/30/2004

Name and Address of Property Owner:

JAMES A. CROSSMAN, MARRIED
4420 Herbert Place
Nashville, TN 37215

Property Address:

414 GALLATIN PIKE S./106 MADISON ST.
MADISON, TN 37115

Person Responsible for Taxes:

SAME

Map & Parcel #: MAP 42-16, PARCELS 169 AND 203

AFFIDAVIT OF VALUE

STATE OF TENNESSEE
COUNTY OF DAVIDSON

I hereby swear or affirm that the actual consideration for this transfer, or value of the property or interest in property transferred, whichever is greater is **$600000** which amount is equal to, or greater than, the amount which the property, or interest in property transferred, would command at a fair and voluntary sale.

James A Crossman
Affiant

Sworn to and subscribed before me, a Notary Public, this **28th** day of **April, 2004.**

Notary Public

My Commission Expires: 5/30/2004

RETURN TO:

COMMONWEALTH TITLE AGENCY OF NASHVILLE, INC.
333 GALLATIN ROAD SOUTH
MADISON, TN 37115 04-7397

EXHIBIT 'A'

TRACT NO. 1: A tract of land in the 9th Councilmanic District of Davidson County, Tennessee, being a part of Lot 1 on the Plan of the Douglas-Levine subdivision at Madison, Tennessee, of record in Book 547, page 44, Register's Office for Davidson County, Tennessee, and more particularly described as per a survey by Steven E. Artz & Associates, Inc., Steven E. Artz, Tennessee License No. 1708, dated April 27, 2004, as follows:

Beginning at an iron pin (old), in the westerly margin of Gallatin Road, the southeast corner of a tract of land which belongs to Juanita B. Howell, having a deed reference in Book 7545, page 456, Register's Office for Davidson County, Tennessee, the northeast corner of this tract, and continuing, as follows:

S 11 deg. 30' 27" W, 33.30 feet to an iron pin (new), in the westerly margin of Gallatin Road; thence with a curve to the right, having a radius of 20.00 feet, an arc distance of 28.65, and a chord bearing of S 52 deg. 32' 44" W, 26.26 feet to a chiseled "X" (new), in the northerly margin of Madison Street; thence, N 86 deg. 25' 00" W, 134.17 feet to a rail road spike (new), at the intersection of the northerly margin of Madison Street, and the easterly margin of Alley Number 1410; thence, N 11 deg. 30' 27" E, 69.26 feet to a rail road spike (new), in the easterly margin of Alley Number 1410, the southwest corner of said land which belongs to Juanita B. Howell; thence S 79 deg. 23' 16" E, 150.15 feet, to the point of beginning.

Being the same property conveyed to Madison Food Fair, a Tennessee general partnership composed of Julio Pierpaoli, a one-sixth interest, Cleston Daniels, a one-sixth interest, David Pitzer, a one-sixth interest, Thomas E. Stewart, a one-third interest and Herman Wind, a one-sixth interest, by Executor's Warranty Deed from J. Edwin Brown, Executor of the Will of Anna White Doolittle Underwood, deceased, of record in Book 11056, page 235, Register's Office for Davidson County, Tennessee.

TRACT NO. 2: Land in the 9th Councilmanic District of Davidson County, Tennessee, being Lots Nos. 11 and 12 on the Plan of Douglas-Levine Subdivision at Madison, Tennessee, as of record in Book 547, page 44, Register's Office for Davidson County, Tennessee, and being more particularly described as per a survey by Steven E. Artz & Associates, Inc., Steven E. Artz, Tennessee RLS No. 1708, dated April 28, 2004, as follows:

Beginning at an iron pin (new), in the northerly margin of Madison Street, the southeast corner of a tract of land which belongs to Robert L. Pettus, Jr., having a deed reference in Book 3101, page 191, Register's Office for Davidson County, Tennessee, the southwest corner of this tract, and continuing, as follows: N 20 deg. 01' 40" E, 235.67 feet to an iron pin (new), the northeast corner of said tract of land which belongs to Robert L. Pettus, Jr., in the southerly boundary of a tract of land which belongs to Larry D. and Billy D. Butler, having a deed reference in Book 7062, page 345, said Register's Office; thence S 70 deg. 06' 55" E, 100.00 feet to an iron pin (new), the southeast corner of said tract of land which belongs to Larry D. and Billy D. Butler, in the westerly margin of Alley No. 1410; thence, S 20 deg. 02' 13" W, 222.21 feet to an iron pin (new), at the intersection of the westerly margin of Alley No. 1410 and the northerly margin of Madison Street; thence, N 77 deg. 46' 53" W, 100.90 feet, to the point of beginning.

BEING THE SAME PROPERTY CONVEYED TO THOMAS E. STEWART, TRUSTEE WITH FULL POWER TO SELL, MORTGAGE AND CONVEY WITHOUT THE NECESSITY OF JOINDER BY ANY BENEFICIARIES, BY QUITCLAIM DEED FROM THE MADISON OFFICE BUILDING, A PARTNERSHIP, OF RECORD IN BOOK 6087, PAGE 548, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

SUBSEQUENTLY, THOMAS E. STEWART, TRUSTEE, WITH FULL POWER TO SELL, MORTGAGE AND CONVEY WITHOUT THE NECESSITY OF JOINDER BY ANY BENEFICIARIES, BEING THE TRUSTEE FOR MADISON STREET GROUP, A PARTNERSHIP COMPOSED OF CLESTON DANIELS, JULIO PIERPAOLI, DAVID PITZER AND THOMAS E. STEWART, and MADISON FOOD FAIR, A TENNESSEE GENERAL PARTNERSHIP COMPOSED OF JULIO PIERPAOLI, CLESTON DANIELS, DAVID PITZER, THOMAS E. STEWART, MRS. HERMAN (PATSY) WIND AND DAVID WIND, ALL BEING NOW KNOWN AS MADISON FOOD FAIR, A PARTNERSHIP COMPOSED OF CLESTON DANIELS, JULIO PIERPAOLI, DAVID PITZER, THOMAS E. STEWART, MRS. HERMAN (PATSY) WIND AND DAVID WIND PURSUANT TO THAT CERTAIN PARTNERSHIP MERGER ATTACHED THERETO, CONVEYED ALL OF THEIR RIGHT, TITLE AND INTEREST IN AND TO SAID PROPERTY UNTO THOMAS E. STEWART, TRUSTEE WITH FULL POWER TO BARGAIN, SELL, CONVEY, TRANSFER, MORTGAGE, LEASE AND OTHERWISE ENCUMBER WITHOUT THE NECESSITY OF JOINDER BY ANY BENEFICIARY, BY QUITCLAIM DEED RECORDED IMMEDIATELY PRIOR HERETO IN INSTRUMENT NO 20040514 - 0056604, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

EXHIBIT 'B'

1. All REAL PROPERTY taxes for the year 2004 and subsequent years, A LIEN, not yet due and payable (MAP 42-16, PARCELS 169 AND 203). 2003 real property taxes are PAID in the total amount of 4200.96 (as to both tracts).

2. All matters as set forth on the Plan of record in Plat Book 547, page 444, said Register's Office, including any and all setback lines, easements, notes, restrictions, etc., as may be shown thereon (as to both tracts).

3. Permanent Easement and Right-of-Way for Street Purposes and Right of Entry for Temporary Construction

Easement to the Metropolitan Government of Nashville and Davidson County, Tennessee, of record in Book 4515, page 472, said Register's Office (as to Tract 1)

4. Declaration of Parking and Restrictive Covenants, of record in Book 7663, page 984, said Register's Office (Tract 1-beneficial; Tract 2-subject to).