(2) 3/13 H3

This Instrument Was Prepared By:
Harwell Howard Hyne Gabbert & Manner, P.C.
315 Deaderick Street, Suite 1800
Nashville, Tennessee 37238-1800

Davidson County DEEDQC
Recvd: 05/26/04 15:32 5pgs
Fees:12.00 Taxes:0.00
20040526-0062174

Address New Owner:
Villa Properties Joint Venture, LLC
118 Hidden Point
Hendersonville, TN 37075

Send Tax Bills To:
Same

Map-Parcel Numbers:
Map 105-1, Parcel 229

QUITCLAIM DEED

FOR AND IN CONSIDERATION of One Dollar ($1.00) and no other consideration, **Villa Way, LLC**, a Tennessee limited liability company, by these presents hereby quitclaims and conveys unto **Villa Properties Joint Venture, LLC**, a Tennessee limited liability company, and its successors, representatives and assigns, all its right, title and interest in and to the following described tracts or parcels of land, to wit:

See Attached Exhibit A

Said property is conveyed subject to such limitations, restrictions, and encumbrances as may affect the premises and/or all instruments of record in the Register's Office of this county affecting this property.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand on this the 26th day of May, 2004.

VILLA WAY, LLC

By: Wade H. Elam, Chief Manager
Wade H. Elam, Chief Manager

332249-1

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, Leslie B. Wilkinson Jr. of the state and county aforesaid, personally appeared Wade H. Hampton, with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence and who, upon oath, acknowledged himself to be Chief Manager (or other officer authorized to execute the instrument), of Villa Way, LLC, the within named bargainor, a limited liability company, and that he as such Chief Manager executed the foregoing instrument for the purpose therein contained, by signed the name of the limited liability company by himself as Chief Manager.

Witness my hand and seal, at office in Nashville, Tennessee, this 26th day of May, 2004.

LESLIE B. WILKINSON JR. NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

NOTARY PUBLIC

My Commission Expires:

My Commission Expires MAY 30, 2007

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The conveyance herein is by quitclaim and therefore the amount of tax due is controlled by T.C.A. § 67-4-409(a)(4). The actual consideration for this transfer is $1.00.

President + Chief Manager
Grantee or Grantee's Agent

Subscribed and sworn to before me this 26th day of May, 2004.

LESLIE B. WILKINSON JR. NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

NOTARY PUBLIC

My Commission Expires:

My Commission Expires MAY 30, 2007

Exhibit A

PROPERTY DESCRIPTION

Tract No. 1

The westerly one-half of Lot No. 25 on the Plan of O.B. Hayes Large Lots, as of record in Book 21, Page 87, of the Register's Office for Davidson County, Tennessee. Said westerly one-half of said Lot No. 25 is more particularly described as follows:

Beginning at a point where Edgehill Street intersects Villa Place, running thence a southerly three hundred and five (305) feet along the easterly margin of Villa Place; thence easterly and parallel to the southerly margin of Edgehill Street one hundred and fifty-two (152) feet six (6) inches to the westerly margin of a proposed alley; thence northerly and parallel with the easterly margin of Villa Place three hundred and five (305) feet to the southerly margin of Edgehill Street at a point one hundred fifty-two (152) feet six (6) inches easterly from the easterly margin of Villa Place; thence westerly one hundred fifty-two (152) feet six (6) inches to the point of beginning.

Tract No. 2

Being the northerly part of the easterly part of Lot No. 24 on the Plan of O.B. Hayes' Large Lots, called "Rokeby," as of record in Book 21, Page 87, Register's Office for said County.

Said part of Lot No. 24 fronts 105 feet on the westerly side of Villa Place and runs back between parallel lines 164 ½ feet, more or less, with the southerly margin of Edgehill Avenue, to an alley.

Tract No. 3

Being part of Lot No. 24 on the plan of O.B. Hayes' Large Lots, called "Rokeby," as of record in Book 21, Page 87, R.O.D.C., described as follows:

Beginning on the westerly margin of Villa Place at a point 105 feet south of the southerly margin of Edgehill Street or Avenue, said point being the S.E. corner of the property conveyed to White Way Laundry Company by deed from E. P. Wilson, Tr. of record in Book 967, Page 133, R.O.D.C., Tennessee, thence with the westerly margin of Villa Place, southwardly 50 feet to the N.E. corner of the R. Boyd Bogle lot; thence with said Bogle's northerly line westerly 150 feet, more or less, to a point in the center of an alley; thence along the center of the alley northerly 50 feet; thence along a line easterly 150 feet more or less to the point of beginning.

Tract No. 4: Land in Davidson County, Tennessee, to-wit:

Land in Davidson County, Tennessee, being the north 50 feet of the south 100 feet of the east part of Lot No. 24 on the Map of O.B. Hayes' Plan of Large Lots, as of record in Book 21, Page 87, Register's Office for said County, described as follows:

Beginning at a point in the center of Villa Place 50 feet north of the common easterly corner of Lots Nos. 24 and 29; thence with the center line of said Villa Place, northerly 50 feet to a point 230 feet south of the intersection of the center line of said Street and the center line of Edgehill Avenue; thence westerly parallel to said Avenue and the line between Lots Nos. 24 arid 29, 164 feet to the center line of an alley; thence with the center line of the same southerly 50 feet to a point 50 feet north of the line between Lots Nos. 24 and 29, thence easterly parallel to said line 164 feet to the point of beginning.

Tract No. 5: Land in Davidson County, Tennessee, to-wit:

Beginning on the west side of Villa Street at a point 255 ft. south of the southwest corner of Villa Street and Edgehill St.; thence 130 ft. in a southerly direction along the west side of Villa Street; thence westerly and parallel with Edgehill Street 150 feet to the east margin of an alley; thence northerly 130 feet along the margin of said alley to a point 255 ft. from the southerly margin of Edgehill Street; thence easterly and parallel with Edgehill Street 150 feet, more or less, to the point of beginning, being the southeastern 50 ft. of Lot No. 24 in the O.B. Hayes Rokeby Plan of record in Plan Book 21, Page 87, R.0.D.C., Tennessee. And also the northern 80 feet off the east one-half of Lot No. 29 in said plan.

Tracts 1 through 5 being the same property conveyed to Villa Way, LLC by deed from The Elam Company of record in Instrument No. 20020107-0002332, Register's Office for Davidson County, Tennessee.

Tract 6

Land in Davidson County, Tennessee, being a part of Lot No. 24 of the O. B. Hayes Plan of Large Lots, as of record in Book 21, page 87, Register's Office for said County.

Beginning in the west margin of Villa Street, 100 feet northerly from the southerly line of said Lot No. 24; thence with the westerly margin of the said street, northerly 50 feet; thence parallel with the southerly line of said lot westerly 164 1/2 feet, more or less, to the center of an alley which runs parallel with and midway between said street, and Belmont Avenue; thence with the center of said alley, southerly 50 feet; thence parallel with the first line easterly 164 1/2 feet, more or less, to the beginning. *20040526-0062173

Tract 6 being the same property conveyed to Villa Way, LLC by deed from Wade H. Elam of record as Instrument No. _____*_____, Register's Office for Davidson County, Tennessee.

Tract 7

LAND in Davidson County, TN, Being the North 145 feet of the Northeast corner of Tract No. 24 on the Map of O.B. Hayes' Plan of Large Lots as of record in Plat Book 21, Page 87, Register's Office for Davidson County, TN and BEGINNING at an iron pin, being the Northeast corner of a 10-foot alley and being the Northwest corner of this tract; thence with the Easterly margin of said alley 155.0 feet to a point; thence with the Northerly property line (William H. Elam as of record in Deed Book 10993, Page 55) 145.0 feet to a point; thence with the Westerly right-of-way of Villa Place 155.00 feet to a point in the Southwest intersection of Villa Place and

Edgehill Avenue; thence with the Northerly right-of-way of Edgehill Avenue 145.00 feet to the point of beginning, containing 22,475 square feet or 0.516 acres, more or less.

Tract 7 being a portion of the property conveyed to VILLA Way, LLC by Special Warranty Deed dated January 7, 2002, and executed by THE ELAM COMPANY, a Tennessee Corporation and recorded as Instrument No. 20020107-00002332, said Register's Office and by Quitclaim Deed of record as Instrument No. 20040518-0058318.