2nd

THIS INSTRUMENT PREPARED BY:	PROPERTY OWNER:	PROPERTY ADDRESS:	MAIL TAX BILLS TO:	TAX PARCEL NO.:
Jason A. Strain, Esq. Baker, Donelson, Bearman, Caldwell & Berkowitz, P.C. 165 Madison Avenue, Suite 2000 Memphis, Tennessee 38103 **WHEN RECORDED RETURN TO:** Michael Philbin, Esq. 2021 Richard Jones Road Suite 220 Nashville, TN 37215	Horrell Properties, Inc. 3030 Sidco Drive Nashville, Tennessee 37204	Sidco Drive Nashville, Tennessee 37204	Horrell Properties, Inc. 3030 Sidco Drive Nashville, Tennessee 37204 Attention: Steve Horrell	Part of 118-12/49; For 2005 118-12/70

Davidson County DEEDWARR
Recvd: 08/09/04 16:08 4pgs
Fees:23.00 Taxes:888.00

20040809-0096161

SPECIAL WARRANTY DEED

THIS INDENTURE, made and entered into this 6th day of August, 2004, by and between **FIRST TENNESSEE BANK NATIONAL ASSOCIATION**, a national banking association whose address is 165 Madison Avenue, Memphis, Tennessee 38103 (hereinafter "Grantor"), and **HORRELL PROPERTIES, INC.**, a Tennessee corporation whose address is 3030 Sidco Drive, Nashville, Tennessee 37204 (hereinafter "Grantee");

W I T N E S S E T H:

THAT for and in consideration of Ten Dollars ($10.00), cash in hand paid, and other good and valuable consideration, the receipt of all of which is hereby acknowledged, Grantor has bargained and sold and does hereby bargain, sell, convey, and confirm unto Grantee the following described real estate, situated and being in City of Nashville, County of Davidson, State of Tennessee, to-wit:

> LAND in Davidson County, Tennessee, being Lot 2, as shown on the Final Plat, Resubdivision of Lots 78, 79, 80, SIDCO -- SECTION TWO, 635 Thompson Lane, Sixteenth Councilmanic District, Nashville, Davidson County, Tennessee, as shown on Plat recorded as Instrument No. 20040528-0062975, in the Register's Office for Davidson County, Tennessee.

BEING a portion of the same property conveyed to Grantor by Deed of record under Instrument No. 20031008-0149429 in the Register's Office of Davidson County, Tennessee.

TO HAVE AND TO HOLD the aforesaid real estate, together with all appurtenances and hereditaments thereunto belonging or in anywise appertaining unto Grantee, its heirs, personal representatives, successors, and assigns in fee simple forever.

AND, subject always to those liens, easements, encumbrances and exceptions listed in Exhibit "A," attached hereto and incorporated herein by reference, Grantor does hereby covenant with Grantee that title to aforesaid real estate Grantor will warrant and forever defend against the lawful claims of all persons claiming by, through or under Grantor, but not further or otherwise.

As used herein, pronouns shall be construed according to their gender and number according to the context thereof.

IN WITNESS WHEREOF, Grantor has caused this instrument to be executed by and through its duly authorized officer on this the day and year first above written.

FIRST TENNESSEE BANK NATIONAL ASSOCIATION

Thomas F. Baker

By: Thomas F. Baker, IV
Title: Executive Vice-President

STATE OF TENNESSEE
COUNTY OF SHELBY

Before me, Jennifer L. Henman, a Notary Public in and for the State and County aforesaid, personally appeared Thomas F. Baker, IV, 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 Executive Vice-President of **FIRST TENNESSEE BANK NATIONAL ASSOCIATION**, the within named bargainor, a national banking association, and that he as such Executive Vice-President executed the foregoing instrument for the purposes therein contained, by signing the name of the association by himself as such Executive Vice-President.

WITNESS my hand and seal at office, on this 5th day of August, 2004.

Jennifer L. Henman
Notary Public

JENNIFER L. HENMAN NOTARY PUBLIC AT LARGE SHELBY COUNTY, TENN.

My Commission Expires:
April 10, 2007

M JS1 765001 v1
2100000-B07822 08/05/04

AFFIDAVIT OF VALUE

I, or we, hereby swear or affirm that to the best of affiant's knowledge, information and belief, the actual consideration for this transfer or value of the property transferred, whichever is greater, is $240,000.00 which amount is equal to or greater than the amount which the property transferred would command at a fair voluntary sale.

AFFIANT

SUBSCRIBED AND SWORN TO before me this 5th day of August, 2004.

Notary Public

JENNIFER L. HENMAN NOTARY PUBLIC AT LARGE SHELBY COUNTY, TENN.

My Commission Expires:

April 10, 2007

(For Recording Data Only)

M JS1 765001 v1
2100000-B07822 08/05/04

EXHIBIT "A"
TO
SPECIAL WARRANTY DEED
FROM
FIRST TENNESSEE BANK NATIONAL ASSOCIATION
TO
HORRELL PROPERTIES, INC.

Encumbrances

1. Taxes for the year 2004, a lien, which are not yet due and payable.

2. All matters shown on Plat recorded in Book 2331, page 93, in the Register's Office for Davidson County, Tennessee.

3. All matters shown on the Final Plat, Resubdivision of Lots 78, 79, 80 SIDCO -- SECTION TWO 635 Thompson Lane, Sixteenth Councilmanic District, Nashville, Davidson County, Tennessee, as shown on Plat recorded as Instrument No. 20040528-0062975, in said Register's Office.

4. The exception and reservation in favor of the United States of America in and to all fissionable materials as described in that certain deed of record in Book 2152, page 347, in said Register's Office.

5. Easement for use of all of the sewerage facilities and equipment in, on and over the premises of record in Book 2486, page 314, in said Register's Office.

6. Easement for railroad right of way as set forth in instrument of record in Book 2499, page 79, in said Register's Office.

7. Water mains and equipment appurtenant thereto and easements therefore that have been transferred to the City of Nashville by instrument of record in Book 2244, page 611, in said Register's Office.

8. Easements to the Metropolitan Government of Nashville and Davidson County for storm sewers of record in Book 4124, page 292, in said Register's Office.

9. Stormwater Detention Agreement as of record in Instrument No. 20040309-0027072, in said Register's Office.

10. Access Easement, Conditions, and Restrictions contained in Easement and Restrictive Covenants Agreement as of record in Instrument No. 20040809-0096169, in said Register's Office.

(For Recording Data Only)