FB 12
JLR

Davidson County DEEDQC
Recvd: 09/22/04 10:06 13pgs
Fees:67.00 Taxes:0.00

20040922-0113883

QUITCLAIM DEED

Address New Owner as Follows:	Send Tax Bills To:	Map-Parcel No.
Coleman A. Harwell, II and	AmSouth Bank	
Fifth Third Bank, as Co-Trustees	315 Deaderick Street	Map 93-5
210 East Main Street	Nashville, Tennessee 37237-0402	Parcels 127, 128
Franklin, TN 37064		and 129

This instrument prepared by: WALLER LANSDEN DORTCH & DAVIS, A Professional Limited Liability Company, 511 Union Street, Suite 2100, Nashville, Tennessee 37219-1760

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration for this transfer is $-0-.

Affiant

Subscribed and sworn to before me, this the 9th day of September, 2004.

NOTARY PUBLIC

My Commission Expires: 7/21/07

JEANETTE L. RAMER
NOTARY PUBLIC AT LARGE
DAVIDSON COUNTY, TENN.

FOR AND IN CONSIDERATION of Ten Dollars ($10.00), and other good and valuable consideration, AmSouth Bank, successor by merger to First American National Bank, Robert E. Harwell, Jr., Jonathan Harwell and Coleman A. Harwell, II, Co-Trustees of a Trust under the Will of Robert E. Harwell, deceased, of record in Will Book 34, pages 525-534, County Court for Williamson County, a certified copy of which is of record in Book 4089, page 581, Register's Office for Davidson County, Tennessee ("Grantors"), by their presents, do hereby quitclaim and convey as Co-Trustees of the aforementioned Trust, unto Coleman A. Harwell, II, and Fifth Third Bank, as Co-Trustees of the Coleman A. Harwell, II Separate Share Trust established under the Will of Robert E. Harwell dated April 12, 1965, an undivided one-third interest, of their right, title and interest, in and to the following described land in Davidson County, Tennessee:

TRACT NO. I:
Being Lot No. 126 on the Plan of Hynes' Addition to Nashville, as of record in Minute Book "B", Page 85, and in Plan Book No. 1, Page 21, Chancery Court at Nashville, said Lot No. 126 fronts 79 feet on the Southerly side of Church Street, and runs back between parallel lines with the Easterly margin of an alley, 140 feet, more or less, to the North line of Lot No. 127, the East line of said Lot being 79 feet Westerly from the Westerly margin of 11th Avenue, North, formerly McCreery Street.

TRACT NO. II:
Being the Northerly part of Lot No. 128 on the Plan of Hynes' Addition to Nashville, as of record in Minute Book "B", Pages 85, and in Plan Book 1, Page 21, Chancery Court at Nashville, described as follows:

Beginning on the Westerly margin of 11th Avenue North, at the corner of Lots Nos. 127 and 128; thence with said Avenue Southwardly 13 feet; thence Westwardly 158 feet to the Easterly margin of an alley; thence with said alley, Northwardly 6-1/2 feet to the corner of said Lots; thence with the line between said two lots Eastwardly 158 feet to the beginning.

TRACT NO. III:
Being the Northerly part of Lot No. 125, on the Plan of Hynes' Addition to Nashville, as of record in Minute Book "B", Page 85, and Plan Book 1, Page 21, Chancery Court at Nashville, described as follows:

Beginning at the Southwest corner of Church Street and 11th Avenue, North; thence with the Southerly margin of said street, Westwardly 79 feet to the corner of Lots Nos. 125 and 126; thence with the line between

said two Lots, Southwardly 80 feet to the Northwest corner of the property conveyed to Martha Tillman Norvell by Deed from D. P. Wrenne, Jr., Trustee, of record in Book 1090, Page 398, Register's Office for said county; thence with Norvell's Northerly line, Eastwardly 79 feet to the Westerly margin of 11th Avenue, North; thence with said Avenue, Northwardly 80 feet, more or less, to the beginning.

TRACT NO. IV:
Being part of Lot No. 125 in Hyne's Addition to Nashville, a plan of which is of record in Minute Book "B", Page 85, Chancery Court at Nashville, and described as follows:

Beginning at a point on the Westerly side of Eleventh Avenue, North (formerly McCreery Street), the Southeast corner of Lot No. 125, being the Northeast corner of Lot No. 127 of said Plan, and running thence Northwardly with the Westerly side of 11th Avenue North, 60 feet, more or less, to the Southeast corner of the part of said Lot No. 125, formerly owned by Sherman C. Austin; thence Westwardly and at right angles to 11th Avenue North, and with the Southerly line of said Austin Lot, 79 feet to Lot No. 126; thence Southwardly with the line between Lots 125 and 126, 60 feet, more or less, to the Southwest corner of said Lot No. 125, and thence Eastwardly with the Northerly line of Lot No. 127 of said Plan, 79 feet to the beginning.

TRACT NO. V:
Being Lot No. 127 on the Plan of Hynes' Addition to Nashville, a plan of which is of record at Page 85 of Minute Book "B" and at Page 21 of Plan Book 1, of the Chancery Court at Nashville.

Said Lot No. 127 fronts 80 feet, more or less, on the Westerly side of 11th Avenue, North, formerly McCreery Street, and runs back 158 feet to an alley in the rear on which it measures 89 feet, more or less.

Tract Nos. I through V being the same property conveyed to First American National Bank, Robert E. Harwell, Jr., Jonathan Harwell and Coleman A. Harwell, II, Co-Trustees of a Trust under the Will of Robert E. Harwell, deceased, by deed from Coleman A. Harwell, of record in Book 5945, page 679, said Register's Office. AmSouth Bank is the successor by merger to First American National Bank. The remaining interest was conveyed to Robert E. Harwell by deeds from W. J. Fitts and wife, Nancy Lee Belote Fitts to Robert E. Harwell and Coleman A. Harwell, of record in Book 1373, page 204, said Register's Office, and by deed from Martha Tillman Norvell to Robert E. Harwell and Coleman A. Harwell, of record in Book 2739, page 352, said Register's Office, the said Robert E. Harwell having since died. By will of Robert E. Harwell of record in Book 4089, page 581, said Register's Office, his interest was devised to Robert E. Harwell, Jr., Jonathan McKelvey Harwell, Coleman A. Harwell, II, and First American National Bank of Nashville, Tennessee, as Co-Trustees.

IN WITNESS WHEREOF, Grantors have executed this instrument on the 26 day of February 2004.

AmSouth Bank, Co-Trustee of a Trust under the Will of Robert E. Harwell, deceased

BY: _____
Douglas A. Kirby, Vice President

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared Douglas A. Kirby, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged himself to be Vice President of AmSouth Bank, Co-Trustee of a Trust under the Will of Robert E. Harwell, deceased, the within named bargainor, an Alabama state bank, and that he as such Vice President, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the bank by himself as Vice President.

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

_____
NOTARY PUBLIC

My Commission Expires: 1/29/05

NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

985438.1

Robert E. Harwell, Jr., Co-Trustee of a Trust
under the Will of Robert E. Harwell, deceased

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named Robert E. Harwell, Jr., Co-Trustee of a Trust under the Will of Robert E. Harwell, deceased, the bargainor, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged that he executed the within instrument for the purposes therein contained.

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

NOTARY PUBLIC

My Commission Expires: 1/29/05

PENNY L. DENTON
NOTARY PUBLIC AT LARGE
DAVIDSON COUNTY, TENN.

Jonathan Harwell, Co-Trustee of a Trust under
the Will of Robert E. Harwell, deceased

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named Jonathan Harwell, Co-Trustee of a Trust under the Will of Robert E. Harwell, deceased, the bargainor, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged that he executed the within instrument for the purposes therein contained.

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

NOTARY PUBLIC

My Commission Expires: 1/29/05

PENNY L. DENTON
NOTARY PUBLIC AT LARGE
DAVIDSON COUNTY, TENN.

985438.1

Richard R. Rooker, Circuit Court Clerk/Probate Court Clerk for Davidson County, Tennessee, for and in the name of Coleman A. Harwell, II, Co-Trustee of a Trust under the Will of Robert E. Harwell, deceased, pursuant to direction of the Court per attached order

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named Richard R. Rooker, Circuit Court Clerk/Probate Court Clerk for Davidson County, Tennessee, to me known to be the person who executed the foregoing instrument for and in the name of Coleman A. Harwell, II, Co-Trustee of a Trust under the Will of Robert E. Harwell, deceased, pursuant to direction of the Court, the bargainor, and acknowledged that he executed the same for the purposes therein contained.

Witness my hand and seal, at office in Nashville, Tennessee, this the 3rd day of September, 2004.

Michelle Sawyer
NOTARY PUBLIC

My Commission Expires: 7/19/08

MICHELLE SAWYER
NOTARY PUBLIC AT LARGE
DAVIDSON COUNTY, TENN.

985438.1

IN THE SEVENTH CIRCUIT COURT FOR DAVIDSON COUNTY, TENNESSEE, PROBATE DIVISION

2004 AUG 27 AM 9:10

RICHARD R. ROOKER, CLERK

In re:	)	
	)	
Trust Under Last Will and	)	
Testament of Robert E. Harwell	)	**No. 02P-1928** D.C.
And Trust Under Last Will and	)	
Testament of Jane McKelvey	)	
Harwell Clements.	)	

ORDER

This matter came on for further hearing on the 27th day of August, 2004, upon the Petitioners' Motion to Enforce Order. Charles A. Trost appeared on behalf of the Petitioners. Coleman A. Harwell II, Respondent, appeared *pro se*. The Court was advised that on August 26, 2004, Mr. Harwell and Holly Bell, Trust Officer for Fifth Third Bank, met with Matt Harris, a member of Mr. Trost' law firm who had prepared the deeds to be executed to split the Family Trusts under the Wills of Robert E. Harwell and Jane McKelvey Harwell Clements into three separate share trusts, one each for the benefit of Robert E. Harwell, Jr. and his issue, Jonathan M. Harwell and his issue, and Coleman A. Harwell II and his issue. At the conclusion of that meeting, Mr. Harwell declined to execute the deeds and has not resigned as a Co-Trustee as heretofore Ordered by the Court. Mr. Harwell requested that the Court allow him additional time until Wednesday, September 1, 2004, to confer further about his concerns.

It is therefore ORDERED that:

1. Coleman A. Harwell II is deemed and hereby declared to have resigned as Co-Trustee of the Separate Share Trusts established under Robert Harwell's Will created for Jonathan M. Harwell and Robert E. Harwell, Jr. and their respective issue as he was ordered to do in paragraph 5 of the Amended Agreed Order entered herein on December 8, 2003.

2. The ~~Probate Master, Robert Bradshaw~~ Circuit Court Clerk / Probate Court Clerk Richard Rodgers, is authorized and directed to execute on behalf of and in the name of Coleman A. Harwell II the deeds prepared by attorney Matt Harris dividing the real property owned in the Family Trust under Will of Robert Harwell into three equal shares to be held as tenants-in-common, one share for the benefit of Robert E. Harwell, Jr. and his issue, one share for the benefit of Jonathan M. Harwell and his issue, and one share for the benefit of Coleman A. Harwell II and his issue, and to deliver said deeds when executed to their respective Co-Trustee owners for recordation; provided that if Mr. Coleman A. Harwell executes and delivers said deeds on or before September 1, 2004, such execution and delivery of deeds shall render the Court's direction to the ~~Probate Master~~ Clerk moot.

All other matters are reserved.

Honorable Randy Kennedy,
Seventh Circuit Judge (Probate)

1045731.1

APPROVED FOR ENTRY:

Charles A. Trost (#4079)
L. Bryan Howard (#10486)
Waller Lansden Dortch & Davis, PLLC
Suite 2700, Nashville City Center
511 Union Street
Nashville, Tennessee 37219-1760
(615) 850-8911

Attorneys for AmSouth Bank, Robert H. Harwell, Jr. and Jonathan M. Harwell, as Co-Trustees, Petitioners

CERTIFICATE OF SERVICE

I hereby certify that I caused a true and exact copy of the foregoing Order to be served by U.S. Mail, postage prepaid, on the following parties:

Coleman A. Harwell, II
P. O. Box 210438
Nashville, Tennessee 37221

K. LeMoyne B. Harwell
2513 Sunset Place
Nashville, TN 37212

Robert E. Harwell, Jr.
4416 Sheppard Place
Nashville, Tennessee 37205-3814

Jonathan Harwell, Esq.
Harwell, Howard, Hyne, Gabbert & Manner, PC
315 Deaderick Street, Suite 1800
Nashville, Tennessee 37238

Elizabeth R. Mayhall
Vice President and Senior Trust Officer
AmSouth Bank
400 AmSouth Center
317 Deaderick Street
Nashville, Tennessee 37237

Holly Bell, Trust Officer
Fifth Third Bank
210 E. Main Street
Franklin, Tennessee 37064

Allen D. Lentz, Esq.
Gullett, Sanford, Robinson & Martin, PLLC
230 Fourth Avenue North, Third Floor
Post Office Box 198888
Nashville, Tennessee 37219-8888
Attorney for Jonathan M. Harwell, Individually

Harris A. Gilbert, Esq.
Wyatt, Tarrant & Combs, LLP
2525 West End Avenue, Suite 1500
Nashville, Tennessee 37203
Attorney for Robert E. Harwell, Individually

This 27th day of August, 2004.

Charles G. Frost
Attorney for Petitioners

CERTIFICATE OF SERVICE

I, R.H. Bradshaw, Jr., Probate Master, do hereby certify, as evidenced by my signature below, that a true and exact copy of the foregoing signed Order has been forwarded via United States Mail, first class, with sufficient postage thereto, on this, the 31st day of August, 2004, to the following parties:

Mr. Charles A. Trost
Mr. Bryan Howard
Suite 2700, Nashville City Center
511 Union Street
Nashville, TN 37219

Mr. Coleman A. Harwell, II
P.O. Box 210438
Nashville, TN 37221

Mr. K. LeMoyne B. Harwell
2513 Sunset Place
Nashville, TN 37212

Mr. Robert E. Harwell, Jr.
4416 Sheppard Place
Nashville, TN 37205-3814

Mr. Jonathan Harwell
Attorney at Law
1800 AmSouth Center
315 Deaderick Street
Nashville, TN 37238

Ms. Elizabeth R. Mayhall
Attorney at Law
400 AmSouth Center
315 Deaderick Street
Nashville, TN 37237

Ms. Holly Bell
Fifth Third Bank
210 East Main Street
Franklin, TN 37064

Mr. Allen Lentz
Attorney at Law
P.O. Box 198888
Nashville, TN 37219-8888

Mr. Harris A. Gilbert
Attorney at Law
Suite 1500
2525 West End Avenue
Nashville, TN 37203

R.H. Bradshaw, Jr.
Probate Master

STATE OF TENNESSEE

I, **RICHARD R. ROOKER,** Clerk of the Circuit Court for Davidson County, in the State aforesaid, do hereby certify that the foregoing is a true and correct copy of the Order heretofore entered in the SEVENTH Circuit Court for Davidson County, Tennessee, on the 27 day of AUGUST , 2004 , in the Case Number 02P1928 between AMSOUTH BANK ET.AL Petitioner, and HARWELL, ROBERT E. (TUW) ET.AL Respondent, as same remains of record in Vol. 5687 , Page 1623991 of the Minutes of said Court.

IN TESTIMONY WHEREOF, I hereunto subscribe my name and affix the seal of said Court, at office, in Nashville, the 02 day of SEPTEMBER in the year two thousand four and in the 228th year of American Independence.

RICHARD R. ROOKER, Clerk,

By _____ Deputy Clerk

SEAL

