FB 12
JLR

Davidson County DEEDQC
Recvd: 09/22/04 10:08 14pgs
Fees:72.00 Taxes:0.00
20040922-0113887

QUITCLAIM DEED

| Address New Owner as Follows: | Send Tax Bills To: | Map-Parcel No. |
|---|---|---|
| Robert E. Harwell, Jr. and AmSouth Bank, as Co-Trustees | (same) | Map 93-6-2 |
| 315 Deaderick Street | | Parcel 85 |
| Nashville, Tennessee 37237-0402 | | |

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

JANETTE 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 of Nashville, 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 Robert E. Harwell, Jr. and AmSouth Bank, as Co-Trustees of the Robert E. Harwell, Jr. 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:

Parcel #1 – Land in Davidson County, Tennessee, in the 5th Ward of the City of Nashville, being parts of Lot No. 15 on the Original Plan of Nashville, not of record, described according to a survey made by E. R. Southgate, Surveyor, January 18, 1944, as follows:

Beginning on the northerly margin of Broad Street 66 feet 8 inches east of the southeast corner of 2nd Avenue, North, and Broad Street, running thence northwardly and parallel with 2nd Avenue, North, 77 feet 6 inches to the southerly line of the property owned by McEwell Corporation; thence with McEwell's southerly line eastwardly 146 feet 5 inches to the westerly margin of 1st Avenue, North; thence with the westerly margin of said Avenue, southwardly 37 feet 6 inches to an iron pin, S. T. Ross' northeast corner; thence with his line, westwardly and parallel with Broad Street, and with the southerly wall of the filling station building now on the land being here described 63 feet 4 inches to a point in the east line of the land described as the First Tract in the deed from Jos. R. West, Clerk & Master, to Sarah F. Cohen; thence southwardly and parallel with 1st Avenue, North 40 feet to the northerly margin of Broad Street; thence with the northerly margin of said street, westwardly 83 feet to the point of beginning.

Parcel #2 – Being Lot No. 15 on the Original Plan of Nashville, not of record described as follows:

Beginning on the northerly margin of Broad Street about 40 feet easterly from the easterly margin of Second Avenue North, formerly Market Street,

the southwest corner of a brick building on the lot herein described; thence with the northerly margin of Broad Street, easterly, about 21 feet 7 inches to the center of the division wall; thence through the center of said wall, northerly 72 feet to the margin of a private alley; thence with said private alley westerly, about 21 feet 7 inches to the northwest corner of said brick building; thence with the wall of the same, southerly, about 72 feet to the beginning.

In addition thereto a certain tract or parcel of land, alley or areaway, between the northerly line of the property conveyed to McEwell Corporation by deed from Elizabeth Chambers and husband, J. D. Chambers, of record in Deed Book 1784, page 401, and the southerly line of the property conveyed to McEwell Corporation by deed from Sally Core Looney, a widow, of record in Book 1278, page 157, Register's Office of Davidson County, Tennessee, said tract of land situated in the First Civil District of Davidson County, Tennessee, extends east and west approximately 21 feet 7 inches, more or less, and north and south approximately 5 feet, more or less.

Parcel #3 – Land in Davidson County, Tennessee, being part of Lot No. 15 on the Original Plan of the Town of Nashville, not of record, described as follows:

Beginning on the easterly margin of Second Avenue, North, formerly Market Street, at a point 19 feet north of the northerly margin of Broadway, formerly Broad Street, said point being the northwest corner of the property conveyed to Mrs. E. B. Shwab by deed from J. R. Whitmore of record in Book 168, page 480, Register's Office for said County; thence with the easterly margin of said Avenue, northwardly 37 feet 3 inches to the southwest corner of the property conveyed to McEwell Corporation by deed from Irvin G. Chase and wife, of record in Book 1136, page 423, said Register's Office; thence with said Corporation's southerly line, eastwardly 40 feet, more or less, to the westerly margin of an alley; thence with said alley, southwardly 37 feet 2 inches to the northeast corner of said Shwab property; thence with the northerly line of same, westwardly 40 feet, more or less, to the beginning.

Also and together with the land, alley, or areaway between the easterly line of the above described property, the said I. Komisar and wife, Eva Komisar, did grant to the McEwell Corporation all of their right, title, and interest, if any, in and to the aforesaid property described in parcel #2 hereinabove as quit claimed from Elizabeth Chambers and husband, J. D. Chambers, to McEwell Corporation.

Parcel #4 – Being part of Lot No. 15 on the Original Plan of the Town of Nashville, not of record, described as follows:

Beginning on the easterly margin of Second Avenue North, formerly Market Street, at a point 56 feet 2 inches more or less, north of the northerly margin of Broadway, formerly Broad Street, said point being the northwest corner of the property conveyed to I. Komisar by deed from Vanderbilt University of record in Book 1194, page 109, Register's Office for said County; thence with the easterly margin of said Avenue northwardly 21 feet, more or less, to the southwest corner of the property conveyed to McEwell Corporation by deed from Sallie Core Looney of record in Book 1278, Page 157, said Register's Office; thence with the southerly line of same eastwardly 40 feet, more or less, to the westerly margin of an alley; thence with said alley southwardly 21 feet, more or less, to the northeast corner of said Komisar property; thence with the northerly line of same westwardly 40 feet, more or less, to the beginning.

Parcel #5 – In the 5th Ward of the City of Nashville, being part of Lot No. 15 on the Original Plan of Nashville, not of record, described as follows:

Beginning on the easterly margin of Second Avenue North, formerly Market Street, at a point 76 feet 8 inches, more or less, northwardly from the northerly margin of Broad Street, being the northwest corner of the lot conveyed by the Executors of the William Litterer estate to James H. Gordon by deed of record in Book 611, page 353, Register's Office for said County; running thence with the easterly margin of said Second Avenue North northwardly 26 feet 10 inches, more or less, to the southwest corner of the lot owned by Benjamin Herman, now deceased; thence with Herman's southerly line eastwardly 213 feet to the westerly margin of First Avenue North, formerly Front or Water Street; thence with the westerly margin of First Avenue North southwardly 26 feet 10 inches, more or less, to the northerly margin of a private alley; thence westwardly with said margin of said alley, to the northeast corner of the aforesaid Gordon lot, and continuing with said Gordon's northerly line to the point of beginning on Second Avenue North, this southerly line of the Litterer lot measuring like its northerly line 213 feet.

Parcels #1 through #5 being the same property conveyed to First American National Bank of Nashville, Robert E. Harwell, Jr., Jonathan McKelvey Harwell and Coleman A. Harwell, II, Co-Trustees of trusts established under the will of Robert E. Harwell, deceased, by deed from McEwell Corporation, of record in Book 4649, page 846, said Register's Office. AmSouth Bank is the successor by merger to First American National Bank of Nashville.

Parcel #6:
Land in Davidson County, Tennessee, being part of Lot 15 on the Plan of Original Town of Nashville, and further identified as Parcel 96 on Metropolitan Property Map 93-6-2. Said lot fronts 63.41 feet on the north side of Broadway and extends back 40 feet along the west margin of First Avenue, North to a dead line in the rear, on which it measures 63.33 feet.

Parcel #6 being the same property conveyed to First American National Bank of Nashville, Coleman A. Harwell, II, Robert E. Harwell, Jr. and Jonathan M. Harwell, as Co-Trustees under the will of Robert E. Harwell Marital Trust, by deed from Ward Dewitt Stiff and wife, Lisa Stiff, and Dennis Ross Stiff, single, of record in Book 4917, page 451, said Register's Office. Upon the death of Jane McKelvey Clements on September 16, 1986, said property passed to the Family Trust established under the Will of Robert E. Harwell. AmSouth Bank is the successor by merger to First American National Bank of Nashville.

Parcel #7:
Land in Davidson County, Tennessee, being part of Lot No. 15 on the Original Plan of Nashville, not of record, described as follows:

Beginning at a point on the easterly margin of 2nd Avenue, North, formerly Market Street, 103 feet 8 inches, north of the northerly margin of Broadway, and running thence eastwardly through the center of a party wall 210 feet to a point on the westerly margin of 1st Avenue North, formerly Front Street, 104 feet 1 inch north of the northerly margin of Broadway; thence northwardly, along the westerly margin of 1st Avenue North, 25 feet 7 inches; thence westerly through the center of a party wall 210 feet to the easterly margin of 2nd Avenue North; thence southwardly 25 feet 9 inches to the beginning, according to a survey made on September 30, 1931, by W. B. Southgate, Surveyor.

Parcel #7 being the same property conveyed to First American National Bank of Nashville, Robert E. Harwell, Jr., Jonathan McKelvey Harwell and Coleman A. Harwell, II, Co-Trustees of trusts established under the will of Robert E. Harwell, deceased, by deed from McEwell Corporation, of record in Book 4649, page 844, said Register's Office. AmSouth Bank is successor by merger to First American National Bank of Nashville.

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

_____
NOTARY PUBLIC

My Commission Expires: 1/29/05

PENNY L. D. NOTARY PUBLIC AT LARGE DAVIDSON COUNTY

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 26th day of February, 2004.

NOTARY PUBLIC

My Commission Expires: 1/29/05

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 26th day of February, 2004.

NOTARY PUBLIC

My Commission Expires: 1/29/05

NOTARY PUBLIC AT LARGE DAVIDSON COUNTY

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.

NOTARY PUBLIC

My Commission Expires: 7/19/08

MICHELLE SAWYER NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

**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.** | ) | |

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## ORDER

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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

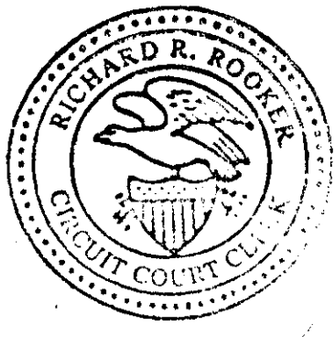
**STATE OF TENNESSEE**

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,

SEAL




By _____
Deputy Clerk