PREPARED BY (AND RETURN TO):

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Davidson County DEEDWARR
Recvd: 11/03/04 15:00 2pgs
Fees:13.00 Taxes:628.63
20041103-0132743

W & I Ref: (GJ) Title No: 44337

Dav. Co. File: Box 8

ADDRESS NEW OWNER:	**RESPONSIBLE FOR TAX PAYMENT:**
James B. Carter Betty S. Carter 263 Cana Circle Nashville, TN 37205	SunTrust Mortgage, Inc. 901 Semmes Avenue Richmond, VA 23224

TAX MAP-PARCEL NUMBERS: 129-11-A-263

DEED OF LEASEHOLD INTEREST

FOR AND IN CONSIDERATION of the sum of **$169,900,** cash in hand paid by the hereinafter named Grantee, and other good and valuable consideration, the receipt of which is hereby acknowledged, the undersigned **Edward Paul McLendon, and Virginia C. Dysart, both unmarried,** hereinafter called the **Grantors**, has bargained and sold, and by these presents does hereby transfer and convey unto **James B. Carter and spouse, Betty S. Carter,** hereinafter called the **Grantee**, Grantee's heirs and assigns, a certain tract or parcel of land in **Davidson** County, Tennessee, described as follows: **To Wit:**

A Condominium Apartment in Davidson County, Tennessee, created upon a leasehold Estate, Being Unit No 263 of The Cloister at St. Henry, Phase IC, a horizontal property regime pursuant to the Tennessee Horizontal Property Act, as shown on Exhibit "B" to the Master Deed of record in Book 6675 page 173 Register's Office for said County, to which source reference is hereby made for more complete details of description, together with the said Apartment's appurtenant undivided interest in the general and limited common elements of the condominium.

Being the same property conveyed to Edward Paul McLendon and Virginia C. Dysart, as tenants in common with a right of survivorship by deed from Diana Leah Riggins Evans and Joseph Clinton Riggins, devisees under the will of Leah Lamb Riggins of record in Doc. No. 20020521-0062070, Register's Office for Davidson County, Tennesse.

Grantee understands that Grantor is not conveying the real estate in fee simple and this conveyance is both a sublease by Grantor to Grantee of the above described condominium apartment for the full term of Grantors Ground Lease and any extension thereof, and conveyance by Grantor of all right, title and interest of the Grantor in the described condominium apartment. By acceptance of this conveyance, Grantee agrees to assume jointly with the Cloister Owners' Association all obligations of the Grantor under Grantors Ground Lease including payment of all real estate taxes assessed against both land and buildings. The attached copy of a resolution of the Board of Directors of St. Henry Property Development, Inc. is incorporated herein as **Exhibit "A"** to this instrument.

Description Reference: The description is the same as that used in the last deed prior to this transaction.

This conveyance is subject to: Taxes for 2005, and subsequent years; Provisions of the Master Deed and By-Laws of record in Book 6675, page 173, Book 6675, page 226, Book 7590, page 273, said Register's Office; Exhibit "B" to the Master Deed of record in Book 6675, page 173, Book 6042, page 602, Book 6519, Page 187 Book 9269, page 285, Doc. No. 20020109-0003376 Register's Office, shows an owner's certificate, minimum setback lines and easements to which plan reference is hereby made for a more complete description; the terms and conditions of a Ground Lease of record in Book 6596, page 608, said Register's Office; a Storm Water Detention Agreement of record in Book 6824, page 870, and Book 6145, page 293 said Register's Office. Deeds of Conveyance of record in Book 6065, page 132, Book 6065, page 127 to the Metropolitan Government of Nashville and Davidson County Department of Water and Sewage Services.

This is improved property, known as: 263 Cana Circle, Nashville, Tennessee 37205

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said Grantee, Grantee's heirs or assigns, forever.

GRANTOR COVENANTS with the said Grantee that Grantor is lawfully seised and possessed of said land in fee simple, has a good right to convey it, and the same is unencumbered, unless otherwise herein set out.

GRANTOR FURTHER COVENANTS and binds Grantor, Grantor's heirs and representatives, to warrant and forever defend the title to the said land to the said Grantee, Grantee's heirs and assigns, against the lawful claims of all persons whomsoever.

WITNESS THE EXECUTION HEREOF this 29th day of October, 2004 .

Edward Paul McLendon **Virginia C. Dysart**

State of TENNESSEE
County of DAVIDSON

On this 29th day of October, 2004, before me the undersigned authority, personally appeared **Edward Paul McLendon and Virginia C. Dysart** (or proved to me on the basis of satisfactory evidence) to be the person(s) described in and who executed the foregoing instrument, and acknowledged the execution of the same as a free act and deed.

My Commission Expires: _____ Notary

PERCY WILKINS, JR. NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.
My Commission Expires MAY 24, 2008

State of TENNESSEE
County of Williamson

AFFIDAVIT

The undersigned declares under oath that the actual consideration or value, whichever is greater, for this Conveyance of the ~~Leasehold is Exempt from tax~~ $169,900.00

Affiant

Sworn and subscribed before me this 29th day of October, 2004.

Notary Public

My Commission Expires: _____

D. ANNETTE MAPLES NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.
My Commission Expires NOV. 25, 2006