STATE OF TENNESSEE
COUNTY OF DAVIDSON

THE ACTUAL CONSIDERATION OR VALUE, WHICHEVER IS GREATER, FOR THIS TRANSFER IS $ 2,775,000.00.

Affiant

SUBSCRIBED AND SWORN TO BEFORE ME, THIS THE 30TH DAY OF November, 2004.

NOTARY PUBLIC

MY COMMISSION EXPIRES: 7/30/08
(AFFIX SEAL)

SHARON HACKETT STATE OF TENNESSEE NOTARY PUBLIC DAVIDSON COUNTY

Davidson County DEEDWARR
Recvd: 11/30/04 16:05 3pgs
Fees:18.00 Taxes:10267.50
20041130-0142617

THIS INSTRUMENT WAS PREPARED BY

R. Patrick Parker Suite 1R, 631 Second Avenue South, Nashville, Tennessee 37210

WARRANTY DEED

ADDRESS NEW OWNER(S) AS FOLLOWS:	SEND TAX BILLS TO:	MAP-PARCEL NUMBERS
Westside Property Holdings, LLC a Tennessee limited liability company 313 Silvercreek Court Franklin, Tennessee 37069	Westside Property Holdings, LLC 11 Vaughn's Gap Road Nashville, Tennessee 37205	Map 143 Parcel 7

FOR AND IN CONSIDERATION OF THE SUM OF TEN DOLLARS, CASH IN HAND PAID BY THE HEREINAFTER NAMED GRANTEES, AND OTHER GOOD AND VALUABLE CONSIDERATIONS, THE RECEIPT AND SUFFICIENCY OF WHICH ARE HEREBY ACKNOWLEDGED, **WESTSIDE ATHLETIC CLUB, L.P. f/k/a WESTSIDE ATHLETIC CLUB, LTD., A TENNESSEE LIMITED PARTNERSHIP,** HEREINAFTER CALLED THE GRANTOR, HAS BARGAINED AND SOLD, AND BY THESE PRESENTS DOES TRANSFER AND CONVEY UNTO **WESTSIDE PROPERTY HOLDINGS, LLC, A TENNESSEE LIMITED LIABILITY COMPANY**, HEREINAFTER CALLED THE GRANTEE, ITS SUCCESSORS AND ASSIGNS, A CERTAIN TRACT OR PARCEL OF LAND IN DAVIDSON COUNTY, TENNESSEE, DESCRIBED AS FOLLOWS:

SEE EXHIBIT A

Said property is transferred subject to the limitations, restrictions, and encumbrances as set forth below:

1. Easement of record in Book 4889, page 188, said Register's office;

2. Such other restrictions that may appear as of record.

The premises herein conveyed is improved property located on 11 Vaughn's Gap Road, Nashville, Davidson County, 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, its successors and assigns, forever: and we so covenant with the said GRANTEE that we are lawfully seized and possessed of said land in fee simple, have a good right to convey it, and the same is unencumbered, unless otherwise herein set out: and we do further covenant and bind ourselves, our successors and assigns, to warrant and forever defend the title to the said GRANTEE, its successors and assigns, against the lawful claims of all persons whomsoever. Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

Witness my hand this 30 day of NOVEMBER, 2004.

WESTSIDE ATHLETIC CLUB, L.P.,
f/k/a Westside Athletic Club, Ltd.

Westside Corp., general partner

By: _____
Stan Hardaway

Its: President

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Personally appeared before me, the undersigned, a Notary Public in and for said State and County, Stan Hardaway, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the President of Westside Corp., a Tennessee corporation and general partner of Westside Athletic Club, L.P., and is authorized to execute this instrument for the purposes therein contained.

Witness my hand, at office, this 30th day of November, 2004.

_____
Notary Public

My commission expires 7/30/05

SHARON HACKETT
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY

EXHIBIT A

Legal Description

A tract of land in the First Civil District of Davidson County, Tennessee located on the west side of Vaughn's Gap Road and North of the Seaboard Systems Railroad (formerly L & N Railroad) and being more particularly described as follows:

Beginning on an iron pin at the northern right of way of the Seaboard Systems' Railroad at its intersection with the Western right-of-way of Vaughn's Gap Road; thence in a southwesterly direction with a curve to the right having a radius of 1884.92 feet, a central angle of 20 degrees 57' 02'' and a tangent of 348.51 feet, a distance of 689.15 feet along the Seaboard Systems' right-of-way to a pin; thence the following seven calls bounded by the Harpeth Glen Condominium Apartments property (Phases I, II, & III) north 43 degrees 52' west 97.22 feet to an iron pin; thence north 43 degrees 47' west 45.13 feet to an iron pin; thence north 34 degrees 35' West 200.00 feet to an iron pin; thence north 17 degrees 05'00'' west 200.0 feet to an iron pin; north 46 degrees 49' east 34.13 feet to an iron pin; thence north 03 degrees 53' east 149.00 feet to an iron pin; thence north 13 degrees 19' east 44.25 feet to an iron pin; said iron pin being the northeast corner of Harpeth Glen Condominium Apartments and the southeast corner of Lot 15 of West Meade Highlands, Section One, Book 3700, pages 69 and 70, Register's Office for Davidson County, Tennessee, and also being the southeast corner of Bellmeade Highlands as of record in Book 7091, page 345, Register's Office for Davidson County, Tennessee; thence the following six calls bounded by Bellmeade Highlands property, north 13 degrees 22' east 55.75 feet to an iron pin; thence north 18 degrees 26' east 100.00 feet to an iron pin; north 29 degrees 43' east 199.83 feet to an iron pin; thence south 54 degrees 59' east 281.80 feet to an iron pin; thence south 51 degrees 49' east 247.00 feet to an iron pin; thence south 88 degrees 49' east 163.90 feet to an iron pin in the westerly margin of Vaughn's Gap Road; thence south 1 degree 11' west 212.32 feet with said westerly margin to the point of beginning. Containing 10.7 acres, more or less.

Being the same property conveyed to Westside Athletic Club, L.P. f/k/a Westside Athletic Club, Ltd., a Tennessee limited partnership, by deed of record in Book 6246, page 471, Register's Office for Davidson County, Tennessee. Westside Athletic Club, Ltd. now being known as Westside Athletic Club, L.P. by name change.