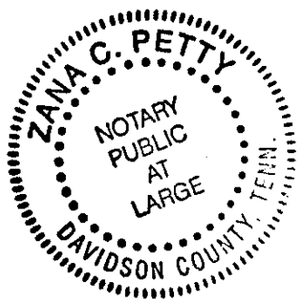
FILE BOX 45

WARRANTY DEED



STATE OF TENNESSEE
COUNTY OF Wilson
THE ACTUAL CONSIDERATION OR VALUE, WHICHEVER IS GREATER, FOR THIS TRANSFER IS $ 2,500,000.00

Affiant

SUBSCRIBED AND SWORN TO BEFORE ME, THIS THE 10th day of December, 2004.

Notary Public:

MY COMMISSION EXPIRES: 01/27/07
(AFFIX SEAL)

Davidson County DEEDWARR
Recvd: 12/15/04 12:35 6pgs
Fees:33.00 Taxes:9250.00

20041215-0149116

THIS INSTRUMENT WAS PREPARED BY:
RICHARD A. NORTHCUTT, METROPOLITAN ESCROW, INC., 217 PINEWAY DRIVE, NASHVILLE, TN 37217

ADDRESS NEW OWNER (S) AS FOLLOWS:	SEND TAX BILLS TO:	MAP - PARCEL NUMBERS:
Bridgewater Hermitage, LLC	NEW OWNER	Map 98
120 Donelson Pike		Group
Nashville, TN 37214		Parcel 34

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 of which is hereby acknowledged, we

Nancy Smith Waddey and Neal Smith and Frances June Smith and Eric Edward Smith and Hermitage Church of Christ, Heirs of the Estate of F. E. Smith, Jr., Annie Pearl Sanders Smith, and Edward Ewing Smith

hereinafter called the GRANTORS, has bargained and sold, and by these presents do transfer and convey unto
Bridgewater Hermitage, LLC
hereinafter called the GRANTEES, their heirs and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described as follows, to wit:

SEE ATTACHED FOR COMPLETE LEGAL DESCRIPTION

BEING part of the same property conveyed to F. E. Smith, Jr. by deed from W. B. Binkley, J. B. Binkley, Florence Binkley, May Binkley Byrn, and R. W. Byrn, her husband, Martha Binkley Denslow, V. A. Denslow, her husband, S.F. Binkley and wife, Margaret Binkley, Fred D. Binkley and wife, Mildred Binkley, R. T. Binkley and wife, Oneida Binkley, of record in Book 1104, Page 527, Register's Office for Davidson County, Tennessee. The said F. E. Smith, Jr. having since died intestate (his estate being administered in the Probate Court of Davidson County, Tennessee, No. 76727). The said decedent's wife, Edna Bass Smith, having predeceased F. E. Smith, Jr. The decedent and wife, Edna Bass Smith had three children to wit, Nancy Smith Waddey, Edward Smith and Neal B. Smith. The said decedent was married twice in his lifetime and at the time of his death, leaving a wife, Annie P. Smith, having a 1/3 interest and the above three children each having a 2/9 interest. The said Annie P. Smith having died testate (her estate being administered in the Probate Court of Davidson County, Tennessee, No. 98159) devising her interest in said property to Hermitage Church of Christ in Hermitage, Tennessee. The said Edward Smith having since died with a surviving spouse, Frances June Smith and one child to wit, Eric Edward Smith.

This conveyance is subject to: (1) 2004 taxes which have been prorated and paid by the Grantors; (2) TVA Right-of-Way Easement of record in Book 1291, Page 99 and Book 1318, Page 28, said Register's Office; (3) Sanitary Sewers and/or Storm Drainage Easement of record in Instrument 20030827-0124253, said Register's Office.

Power of Attorney of record in Instrument 20041215-0149115, said Register's Office.

This conveyance is subject to any and all, recorded and unrecorded, zoning regulations, building restrictions and setback lines, easements and rights of way for public utilities.

Unimproved (X)

This is Improved ( ) property, known as Earhart Road, Hermitage, TN 37076

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate title and interest thereto belonging to the said GRANTEES, their heirs and assigns forever; and we do covenant with the said GRANTEES 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 heirs and representatives, to warrant and forever defend the title to the said land to the said GRANTEES, their heirs 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 our hands this 10th day of December, 2004.

Nancy Smith Waddey, BY NEAL SMITH, ATTY.-IN-FACT
Nancy Smith Waddey
By: Neal Smith, Attorney-in-Fact

Neal Smith

Frances June Smith
Frances June Smith

Eric Edward Smith
Eric Edward Smith

Hermitage Church of Christ

BY: Grant Carruth, Trustee
Grant Carruth, Trustee

STATE OF TENNESSEE
COUNTY OF WILSON

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named, Neal Smith, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence) and who acknowledged that he executed the within instrument on behalf of Nancy Smith Waddey as her Attorney in Fact as the free act and deed of the within named Nancy Smith Waddey.

Witness my hand and official seal at Lebanon, Tennessee, this 10th day of December, 2004.

My Commission Expires: 01/27/07

Notary Public

ZANA C. PETTY NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

STATE OF TENNESSEE
COUNTY OF WILSON

Personally appeared before me, the undersigned, a Notary Public in and for the State and County aforesaid, Neal Smith, the within named bargainer, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence) and who acknowledged that he executed the within instrument for the purposes therein contained.

Witness my hand and official seal at Lebanon, Tennessee, this 10th day of December, 2004.

My Commission Expires: 01/27/07

Notary Public

ZANA C. PETTY NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

STATE OF TENNESSEE
COUNTY OF WILSON

Personally appeared before me, the undersigned, a Notary Public in and for the State and County aforesaid, Frances June Smith, the within named bargainer, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence) and who acknowledged that she executed the within instrument for the purposes therein contained.

Witness my hand and official seal at Lebanon, Tennessee, this 10th day of December, 2004.

My Commission Expires: 01/27/07

Notary Public

ZANA C. PETTY NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

STATE OF TENNESSEE
COUNTY OF WILSON

Personally appeared before me, the undersigned, a Notary Public in and for the State and County aforesaid, Eric Edward Smith, the within named bargainer, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence) and who acknowledged that he executed the within instrument for the purposes therein contained.

Witness my hand and official seal at Lebanon, Tennessee, this 10th day of December, 2004.

My Commission Expires: 01/27/07

Notary Public

ZANA C. PETTY NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

STATE OF TENNESSEE
COUNTY OF WILSON

Before me, the undersigned, a Notary Public in and for the State and County aforesaid, personally appeared Grant Carruth, Trustee of Hermitage Church of Christ, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon his oath, acknowledged himself to be Trustee of Hermitage Church of Christ, and that he, as such Trustee, being authorized so to do, executed the within instrument for the purposes therein contained by signing the name of Grant Carruth, as Trustee.

Witness my hand and official seal at Lebanon, Tennessee, this 10th day of December, 2004.

My Commission Expires: 01/27/07

Notary Public

ZANA C. PETTY NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

FILE BOX 45

EXHIBIT "A" - LEGAL DESCRIPTION

Land lying in the 12th Councilmanic District of Nashville, Davidson County, Tennessee, and being the property of F.E. Smith, Jr., of record in Deed Book 1104, Page 527, and being bound on the north by Roxborough East, Phase II B, of record in Plat Book 7900, Page 601, the property of Murray N. Fuqua, Jr., of record in Deed Book 10289, Page 637, the property of C.D. Contractors, being Lot 4, of the Richard Gleaves Subdivision, of record in Plat Book 9700, Page 507, the property of Orville Clark, of record in Deed Book 5330, Page 493, and the property of George T. Hodges, or record in Deed Book 4036, Page 223, on the east by Earhart Road, and the properties of Tim C. & Karen Davis, of record in Deed Book 11361, Page 638, the property of Edward E. Smith, of record in Deed Book 4826, Page 385, the property of Gareth W. Cornelius & Patricia Cornelius, of record at Instrument No. 20011206-0134416, and the property of Hugh W. Giles, of record in Deed Book 8577, Page 241, on the south by a cemetery and the centerline of John Hagar Road, and on the west by the property of John Roger George, of record in Deed Book 10539, Page 437, the property of George A.E. Woods, of record in Deed Book 5054, Page 80, Hampton Hall, Section Four, of record in Plat Book 11700, Page 2, and Hampton Hall, Revision One to Section Five, of record at Instrument No. 20000728-0074425 and being more particularly described as follows;

BEGINNING at a P.K. Nail new in the centerline of John Hagar Road, thence with the easterly line of the George and Woods properties, N 07 deg 31' 25" E, 648.76' to an iron pin old;

Thence, continuing with the Woods property, N 07 deg 31' 42" E, 462.56' to an iron pin old, being the southeasterly corner of Hampton Hall, Section Four;

Thence, with the easterly line of Section Four, N 07 deg 33' 17" E, 730.30' to an iron pin old, being the southeasterly corner of Hampton Hall, Revision One to Section Five;

Thence, with the easterly line of Revision One, Section Five, N 08 deg 40' 19" E, 503.78' to an 18" Cedar Tree in the southerly line of Roxborough East, Phase II B;

Thence, S 82 deg 22' 46" E, 510.67' to an iron pin new at the southeasterly corner of the Fuqua property;

Thence, with the C.D. Contractors property, S 80 deg 51' 09" E, 728.96' to a old fence post old;

Thence, S 14 deg 40' 08" W, 32.60' to an axle old;

Thence, with the southerly line of the Clark property, S 81 deg 38' 19" E, 804.14' to a fence post old;

Thence, with Earhart Road , S 14 deg 53' 23" E, 225.00' to an iron pin new;

Thence, with a curve to the right, having a radius of 520.87', a central angle of 21 deg 21' 20", chord bearing and distance of S 04 deg 12' 43" E, 193.02', along an arc length of 194.14' to an iron pin new;

Thence, with the northerly line of the Davis property, N 84 deg 38' 58" W, 566.64' to an iron pin old;

Thence, with the westerly line of said Davis property, S 27 deg 45' 33" W, 165.85' to an iron pin old;

Thence, S 06 deg 06' 16" W, 204.88' to an iron pin old, being the southwesterly corner of said Davis property;

Thence, with the westerly line of the Smith property, S 06 deg 03' 24" W, 209.85' to an iron pin old;

Thence, with the westerly line of the Cornelius property, S 06 deg 13' 15" W, 209.47' to an iron pin old;

Thence, with the westerly and southerly line of the Giles property, S 07 deg 33' 26" W, 210.35' to an iron pin old;

Thence, S 83 deg 36' 44" E, through an iron pin old at 609.07', a total distance of 626.22' to a P.K. Nail new in the centerline of Earhart Road;

Thence, with said centerline, S 05 deg 16' 20" W, 89.19' to a P.K. Nail new;

Thence, with a curve to the right, having a radius of 850.00', a central angle of 19 deg 13' 13", chord bearing and distance, S 03 deg 38' 41" E, 283.80', along an arc length of 285.14', to a P.K. Nail new;

Thence, S 13 deg 15' 18" E, 135.71' to a P.K. Nail new;

Thence, S 10 deg 58' 10" E, 45.89' to a P.K. Nail new;

Thence, with a curve to the left, having a radius of 1266.50', a central angle of 17 deg 41' 55", chord bearing S 02 deg 17' 33" E, 389.67', along an arc length of 391.22' to a P.K. Nail new;

Thence, S 06 deg 33' 25" W, 46.47' to a P.K. Nail new;

Thence, with a curve the left, having a radius of 1117.00', a central angle of 05 deg 07' 51", chord bearing S 03 deg 59' 30" W, 99.99', along an arc length of 100.02' to a P.K. Nail new;

Thence, a reverse curve to the right, having a radius of 1537.25', central angle of 02 deg 17' 55", chord bearing and distance, S 88 deg 49' 17" W, 61.67', along an arc length of 61.67' to a P.K. Nail new;

Thence, N 74 deg 15' 31" W, 337.81' to the a point in the easterly line of a cemetery;

Thence, with said cemetery, N 05 deg 01' 14" E, 180.09' to an iron pin new;

Thence, N 84 deg 58' 46" W, 82.50' to an iron pin new;

Thence, S 05 deg 01' 14" W, 237.30' to a P.K. Nail new in the centerline of John Hagar Road;

Thence, with said centerline, N 82 deg 14' 24" W, 328.48'' to a P.K. Nail new;

Thence, N 83 deg 26' 41" W, 552.36' to a P.K. Nail new;

Thence, N 84 deg 40' 25" W, 171.84' to a P.K. Nail new;

Thence, N 85 deg 09' 36" W, 234.64' to a P.K. Nail new;

Thence, N 84 deg 49' 14" W, 193.91' to a P.K. Nail new;

Thence, N 84 deg 47' 40" W, 240.33' to a P.K. Nail new;

Thence, N 85 deg 28' 48" W, 24.92' to a P.K. Nail new;

Thence, with a curve to the left, having a radius of 877.84', a central angle of 11 deg 21' 30", chord bearing and distance, S 88 deg 50' 27" W, 173.74', along an arc length of 174.02' to the POINT OF BEGINNING and containing 5,002,533 square feet or 114.842 acres, more or less, according to a survey by Stanley K. Draper, RLS #2389, of Hart Freeland Roberts, Inc., P.O. Box 1974, 7101 Executive Center Drive, Suite 300, Brentwood, TN. 37027-1974.