THIS INSTRUMENT PREPARED BY:
Hugh W. Entrekin
TUNE, ENTREKIN & WHITE, P.C.
17th Floor, AmSouth Center
315 Deaderick Street
Nashville, Tennessee 37238
(615) 244-2770

Davidson County DEEDWARR
Recvd: 04/11/05 09:43 4 pgs
Fees:23.00 Taxes:2775.00

20050411-0039395

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater for this transfer is $750,000.00

AFFIANT

Subscribed and sworn to before me, this 31st day of March, 2005.

NOTARY PUBLIC

My Commission Expires: 7-19-08

AMY D. NIX
STATE OF TENNESSEE
NOTARY PUBLIC
DAVIDSON COUNTY

New Owners as Follows:	**Send Tax Bills To:**	**Map-Parcel Number:**
RIVERWALK DEVELOPMENT PARTNERS, INC. c/o CPS Land, LLC 213 Overlook Circle, Suite B-2 Brentwood, TN 37027	SAME	Map 126 Parcel 152

Address

GENERAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of Ten Dollars ($10.00), cash in hand paid by the hereinafter named Grantee, and other good and valuable considerations, the receipt of which is hereby acknowledged,

RIVERWALK INVESTMENT PARTNERS, a Tennessee general partnership whose managing partner is G. Allen Patton("Grantor") does hereby bargain, sell, transfer and convey unto **RIVERWALK DEVELOPMENT PARTNERS, INC.**, a Tennessee corporation ("Grantee") its successors and assigns, property located in Nashville Davidson County, Tennessee and more particularly described as follows:

SEE EXHIBIT A attached hereto.

Being the same property conveyed to **RIVERWALK INVESTMENT PARTNERS** ("Grantee"), a Tennessee general partnershipwhose managing partner is G. Allen Patton by deed from **CECIL D. BRANSTETTER** of record in Instrument Number 20040220-0019573 Register's Office for Davidson County, Tennessee.

TO HAVE AND TO HOLD said tract or parcel of land with the appurtenances, estate, title

and interest thereto belonging to the saidGrantee, its successors and assigns, forever.

AND **RIVERWALK INVESTMENT PARTNERS** does hereby covenant with the said Grantee that it is lawfully seized and possessed of said land in fee simple, has a good right to convey it and that the same is unencumbered, exceptfor (i) current year's taxes which are being prorated and will be paid by Grantee, (ii) title to any portion of the property within the charter right of way of CSX Railroad, (iii) TVA easement over the easterly portion of the property , (iv) easement for the flow of the waters of the Harpeth River and rights of the public therein, (v) rights of upper and lower riparian owners to the flow of the water of the Harpeth River free from diminution or pollution, (vi) changes in the boundary of the subject property resulting from erosion or accretion caused by the flow of the Harpeth River, and (vii) title to that portion of the subject property lying below the ordinary low water mark of the Harpeth River

AND **RIVERWALK INVESTMENT PARTNERS** does further covenant and binditself, its successors, and assigns to warrant and forever defendthe title to said land to the saidGrantee, its successors and assigns against the lawful claims of all personswhomsoever.

IN WITNESS WHEREOF, this Warranty Deed has been executed this 31st day of March, 2005.

RIVERWALK INVESTMENT
PARTNERS

By: _____
G. ALLEN PATTON, Managing Partner

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 G. ALLEN PATTON, with whom I am personally acquainted, and who, upon oath, acknowledged himself to be the Managing General Partner of RIVERWALK INVESTMENT PARTNERS, the bargainor, a partnership, and that he as such Managing General Partner, being authorized so to do, executed the within instrument for the purposes therein contained by signing the name of the partnership by himself as such Managing General Partner.

WITNESS my hand and official seal at Nashville, Tennessee, effective the 31st day of March, 2005.

_____
NOTARY PUBLIC

My Commission Expires: 10/2/05

LISA W. CARNES NOTARY PUBLIC AT LARGE WILLIAMSON CO., TENN.

EXHIBIT A

BEING A TRACT OF LAND LYING IN THE TWENTY-THIRD COUNCILMANIC DISTRICT OF NASHVILLE, DAVIDSON COUNTY, TENNESSEE, SAID TRACT BEING A PORTION OF CECIL D. BRANSTETTER, OWNERSHIP OF RECORD IN DEED BOOK 9937, PAGE 247, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, SAID TRACT BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE SOUTHWEST CORNER OF SAID CECIL D. BRANSTETTER, SAID CORNER LYING IN THE NORTH RIGHT-OF-WAY LINE OF CSX TRANSPORTATION RAILROAD (100 FOOT RIGHT-OF-WAY), SAID CORNER BEING THE SOUTHEAST CORNER OF R.G. SULLIVAN, PROPERTY OF RECORD IN DEED BOOK 2087, PAGE 591, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, SAID CORNER LYING IN THE APPROXIMATE CENTER LINE OF THE HARPETH RIVER;

THENCE LEAVING THE NORTH RIGHT-OF-WAY LINE OF SAID CSX TRANSPORTATION RAILROAD AND WITH THE WEST AND NORTH LINES OF SAID CECIL D. BRANSTETTER WHICH FOLLOWS THE APPROXIMATE CENTER LINE OF THE HARPETH RIVER, SAID LINES ARE ALSO THE CONTIGUOUS SOUTH AND EAST LINES OF SAID R.G. SULLIVAN, THE FOLLOWING,
NORTH 53 DEGREES 58 MINUTES 14 SECONDS EAST 264.69 FEET TO A POINT,
NORTH 36 DEGREES 21 MINUTES 42 SECONDS EAST 224.36 FEET TO A POINT,
NORTH 31 DEGREES 25 MINUTES 21 SECONDS EAST 120.46 FEET TO A POINT,
NORTH 47 DEGREES 08 MINUTES 53 SECONDS EAST 137.03 FEET TO A POINT,
NORTH 51 DEGREES 44 MINUTES 37 SECONDS EAST 226.20 FEET TO A POINT,
NORTH 53 DEGREES 29 MINUTES 20 SECONDS EAST 183.26 FEET TO A POINT,
NORTH 57 DEGREES 33 MINUTES 23 SECONDS EAST 188.04 FEET TO A POINT,
NORTH 66 DEGREES 29 MINUTES 59 SECONDS EAST 115.85 FEET TO A POINT;

THENCE LEAVING THE CENTER LINE OF SAID HARPETH RIVER AND SAID CONTIGUOUS LINE OF
SAID R.G. SULLIVAN, ON A SEVERANCE LINE ACROSSSAID CECIL D. BRANSTETTER THE FOLLOWING,
SOUTH 29 DEGREES 32 MINUTES 38 SECONDS EAST 448.19 FEET TO A POINT,
ON A CURVE TO THE LEFT WITH A RADIUS OF 1202.00 FEET, A CENTRAL ANGLE OF 01 DEGREES 09 MINUTES 33 SECONDS, A CHORD OF NORTH 61 DEGREES 02 MINUTES 08 SECONDS EAST 24.32 FEET ALONG THE TOTAL CURVE LENGTH OF 24.32 FEET TOA POINT,
SOUTH 28 DEGREES 23 MINUTES 05 SECONDS EAST 110.00 FEET TO A POINT,
NORTH 62 DEGREES 47 MINUTES 25 SECONDS EAST 44.78 FEET TO A POINT,
NORTH 65 DEGREES 08 MINUTES 24 SECONDS EAST 44.78 FEET TO A POINT,
NORTH 67 DEGREES 29 MINUTES 24 SECONDS EAST 44.78 FEET TO A POINT,
NORTH 69 DEGREES 50 MINUTES 23 SECONDS EAST 44.78 FEET TO A POINT,
NORTH 72 DEGREES 11 MINUTES 23 SECONDS EAST 44.78 FEET TO A POINT
NORTH 74 DEGREES 27 MINUTES 46 SECONDS EAST 28.45 FEET TO A POINT,
SOUTH 15 DEGREES 08 MINUTES 08 SECONDS EAST 109.82 FEET TO A POINT,
SOUTH 05 DEGREES 34 MINUTES 29 SECONDS EAST 46.68 FEET TO A POINT,
SOUTH 15 DEGREES 36 MINUTES 35 SECONDS EAST 125.95 FEET TO A POINT,

SOUTH 74 DEGREES 06 MINUTES 45 SECONDS WEST 38.96 FEET TO A POINT,
NORTH 14 DEGREES 14 MINUTES 17 SECONDS WEST 15.24 FEET TO A POINT,
SOUTH 70 DEGREES 10 MINUTES 38 SECONDS WEST 44.40 FEET TO A POINT
SOUTH 67 DEGREES 06 MINUTES 03 SECONDS WEST 44.40 FEET TO A POINT
SOUTH 64 DEGREES 01 MINUTES 29 SECONDS WEST 51.42 FEET TO A POINT,
SOUTH 26 DEGREES 56 MINUTES 26 SECONDS EAST 144.33 FEET TO A POINT
SOUTH 63 DEGREES 03 MINUTES 34 SECONDS WEST 113.99 FEET TO A POINT,
SOUTH 26 DEGREES 56 MINUTES 26 SECONDS EAST 171.00 FEET TOA POINT,
SOUTH 05 DEGREES 03 MINUTES 59 SECONDS WEST 109.51 FEET TO A POINT IN THE SOUTH LINE OF SAID CECIL D. BRANSTETTER BEING THE NORTH RIGHT-OF-WAY LINE OF CSX TRANSPORTATION RAILROAD;

THENCE WITH CONTIGUOUS LINES OF SAID CSX TRANSPORTATION RAILROAD AND CECIL D. BRANSTETTER THE FOLLOWING,
NORTH 84 DEGREES 56 MINUTES 01 SECONDS WEST 815.13 FEET TO A POINT,
ON A SPIRAL CURVE LENGTH OF 186.33 FEET, SAID CURVE HAVING A CHORD OF NORTH 84 DEGREES 17 MINUTES 34 SECONDS WEST 186.32 FEET TO A POINT,
ON A CURVE TO THE RIGHT WITH A RADIUS OF 2753.05 FEET, A CENTRAL ANGLE OF 11 DEGREES 58 MINUTES 46 SECONDS, A CHORD OF NORTH 77 DEGREES 01 MINUTES 21 SECONDS WEST 574.57 FEET ALONG THE TOTAL CURVE LENGTH OF 575.61 FEET TO THE POINT OF BEGINNING.

CONTAINING 1,085,805 SQUARE FEET, OR 24.93 ACRES, MORE OR LESS.

A SURVEY BY CRAWFORD LAND SURVEYORS, P.C., ENTITLED "BOUNDARY SURVEY BRANSTETTER PROPERTY", DATED 08-28-03 WAS SIGNIFICANTLY REFERENCED FOR PERIMETER BOUNDARY DATA OF THE BRANSTETTER PROPERTY IN THE AFOREDESCRIBED TRACT.