3113
FBT

GENERAL WARRANTY DEED

TO:	Sullivan's of Tennessee, Inc.	THIS INSTRUMENT PREPARED BY: Ralph Z. Levy, Jr., Esq. Frost Brown Todd LLC 424 Church Street, Suite 1600 Nashville, TN 37219
FROM:	Joel Morris, Elaine Eskind, Alyse Sprintz, Co-Trustees U/W/O Jennie Morris F/B/O Joel Morris, F/B/O Elaine Eskind/ F/B/O Alyse Sprintz, and Joel P. Morris, Elaine Morris Eskind and Alyse Morris Sprintz	

Davidson County DEEDWARR
Recvd: 05/04/05 14:05 7 pgs
Fees:38.00 Taxes:4440.00
20050504-0050031

Address New Owner(s) as Follows:	Send Tax Bills To:	Map/Parcel Numbers
Sullivan's of Tennessee, Inc. Suite 700, 224 East Douglas Wichita, Kansas 67202	Same	093-06-4-015.00

STATE OF Kansas)
COUNTY OF Sedgwick)

The actual consideration for this transfer is $1,200,000.00.

SULLIVAN'S OF TENNESSEE, INC.

By: _____
John D. White, President

Sworn to and subscribed before me, this 28th day of April, 2005.

_____
Notary Public

My Commission Expires: 6-23-05

KARON PERRILL
Notary Public - State of Kansas
My Appt. Expires June 23, 2006

GENERAL WARRANTY DEED

FOR AND IN CONSIDERATION OF the sum of Ten Dollars, cash in hand paid by the hereinafter named Buyer, and other good and valuable considerations, the receipt of which is hereby acknowledged Joel Morris, Elaine Eskind and Alyse Sprintz, Co-Trustees of the Trusts U/W/O Jennie Morris F/B/O Joel Morris, F/B/O Elaine Eskind and F/B/O Alyse Sprintz, and Joel Morris, Elaine Morris and Alyse Morris Sprintz (collectively referred to as hereinafter the "Sellers"), have bargained and sold, and by these presents do transfer and convey unto Sullivan's of Tennessee, Inc., a Tennessee corporation (hereinafter called the "Buyer"), and Buyer's successors and assigns certain real property located in Davidson County, Tennessee, described on Exhibit A attached hereto and incorporated herein by reference, and any improvements thereon.

TO HAVE AND TO HOLD the said real property, together with all rights and appurtenances thereunto belonging or in any wise appertaining to Buyer, its successors and assigns, forever in fee simple. Sellers covenant with Buyer that they are lawfully seized and possessed of the said real property in fee simple, have a good right to convey it, and the same is unencumbered, unless otherwise set out herein. Sellers further covenants and binds themselves, their representatives, heirs, successors and assigns to warrant and defend the title to said real estate to Buyer, and Buyer's successors and assigns, against the lawful claims of all persons (other than claims arising out of the matters set forth in Exhibit B hereto). 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.

[SIGNATURE PAGES TO FOLLOW]

EXECUTED this 29 day of April, 2005.

Joel P. Morris

Joel P. Morris

Joel Morris

Joel Morris, Co-Trustee

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON) SS:

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named Joel P. Morris, with whom I am personally acquainted or proved to be on the basis of satisfactory evidence, and who acknowledged that he executed the foregoing for the purposes herein contained. Witness my hand and official seal this 29 day of ~~October~~ April, 2005.

THERESA G. BURSON NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

Notary Public

My Commission Expires: 7.30.05

My Commission Expires JULY 30, 2005

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Personally appeared before me, the undersigned, a Notary Public in and for the aforesaid County and State, Joel Morris, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon oath, acknowledged to be a Co-Trustee of the Joel Morris Trust, the Elaine Eskind Trust, and the Alyse Sprintz Trust, each created under the will of Jennie Morris, and that as such he executed the foregoing instrument for the purposes contained therein by personally signing his name as Co-Trustee.

Witness my hand and seal, on this 29 day of April, 2005.

THERESA G. BURSON NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

Notary Public

My commission expires: 7.30.05

My Commission Expires JULY 30, 2005

[Remaining Signatures Pages to Follow]

EXECUTED this 29 day of April, 2005.

Elaine Morris Eskind

Elaine Morris Eskind

Elaine Eskind

Elaine Eskind, Co-Trustee

STATE OF Tennessee)
) SS:
COUNTY OF Davidson)

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named Elaine Morris Eskind, with whom I am personally acquainted or proved to be on the basis of satisfactory evidence, and who acknowledged that she executed the foregoing for the purposes herein contained. Witness my hand and official seal, this 29 day of April, 2005.

THERESA G. BURSON NOTARY PUBLIC DAVIDSON COUNTY, TENN.

Notary Public

My Commission Expires: 7.30.05

My Commission Expires JULY 30, 2005

STATE OF Tennessee

COUNTY OF Davidson

Personally appeared before me, the undersigned, a Notary Public in and for the aforesaid County and State, Elaine Eskind, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon oath, acknowledged to be a Co-Trustee of the Joel Morris Trust, the Elaine Eskind Trust, and the Alyse Sprintz Trust, each created under the will of Jennie Morris, and that as such she executed the foregoing instrument for the purpose contained therein by personally signing her name as Co-Trustee.

Witness my hand and seal, on this 29 day of April, 2005.

THERESA G. BURSON NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

Notary Public

My commission expires: 7.30.05

My Commission Expires JULY 30, 2005

[Remaining Signatures Pages to Follow]

EXECUTED this 29 day of April, 2005

Alyse Morris Sprintz

Alyse Morris Sprintz

Alyse Sprintz

Alyse Sprintz, Co-Trustee

STATE OF TENNESSEE)
) SS:
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named Alyse Morris Sprintz, with whom I am personally acquainted or proved to be on the basis of satisfactory evidence, and who acknowledged that she executed the foregoing for the purposes herein contained. Witness my hand and official seal, this 29 day of April, 2005.

THERESA G. BURSON NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

Notary Public

My Commission Expires: 7.30.05

My Commission Expires JULY 30, 2005

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Personally appeared before me, the undersigned, a Notary Public in and for the aforesaid County and State, Alyse Sprintz, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon oath, acknowledged to be a Co-Trustee of the Joel Morris Trust, the Elaine Eskind Trust, and the Alyse Sprintz Trust, each created under the will of Jennie Morris, and that as such she executed the foregoing instrument for the purpose contained therein by personally signing her name as Co-Trustee.

Witness my hand and seal, on this 29 day of April, 2005

THERESA G. BURSON NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

Notary Public

My Commission Expires: 7.30.05

My Commission Expires JULY 30, 2005

EXHIBIT A

PROPERTY DESCRIPTION

Being a part of Lot No. 21 on the First Plan of Davidson Academy Lots, not of record, being Lots Nos. 2 and 3 and the easterly 5½ inches of Lot No. 1 in the partition of the Frederick E. Fisher property on the south side of Broad Street, and a 10 foot strip of ground immediately in the rear of said Lots Nos. 1, 2 and 3 and described as follows:

Beginning at the southeast corner of Broad Street and Fourth Avenue South, formerly Cherry Street, as widened, thence with the southerly margin of Broad Street easterly 46 feet and 2 ½ inches to the corner of Lots Nos. 3 and 4; thence with the line between said Lots 3 and 4 parallel with said Fourth Avenue South, southerly 90 feet to the northerly line of a lot owned by D.W. Morse, Trustee; thence with the line of said lot westerly 46 feet, 2 ½ inches to the easterly margin of said Fourth Avenue South, as widened; thence with the easterly margin of said Avenue northerly 90 feet to the beginning.

Being the same property conveyed to Jennie Morris and Aaron Morris by deed from Nathan Rothschild et al, or record in Book 1235, page 207, Register's Office for Davidson County, Tennessee; the said Jennie Morris having since died, her interest in the property was devised to First American National Bank, Trustee by Will of record in Will Book 100, page 518, Probate Court Clerk's Office for Davidson County, Tennessee, and Joel Morris, Elaine Eskind, and Alyse Sprintz having been named successor Co-Trustees by order of the Seventh Circuit Court, Davidson County, Tennessee docket No. 01P-1728, the said interest in the property was conveyed by AmSouth Bank, as Successor Trustee to First American National Bank, as follows: (1) to the said Co-Trustees of the trust U/W/O Jennie Morris F/B/O Alyse Sprintz by deeds of record as Instruments Nos. 20020327-0037771, 20020412-0045781, and 20030421-0052027, said Register's Office; (2) to the said Co-Trustees of the trust U/W/O Jennie Morris F/B/O Joel Morris by deed of record as Instrument No. 20020327-0037772, said Register's Office; and (3) to the said Co-Trustees of the trust U/W/O Jennie Morris F/B/O Elaine Eskind by deeds of record as Instruments Nos. 20020327-0037773, 20020412-0045782, and 20030421-0052028, said Register's Office; and the said Aaron Morris having since died, his interest in the property was devised to Joel P. Morris, Elaine Morris Eskind and Alyse Morris Sprintz by Will of record in Will Book 1635, page 299747, Probate Court Clerk's Office for Davidson County, Tennessee.

EXHIBIT B
PERMITTED ENCUMBRANCES

1. Taxes and assessments for the year **2005**, not yet due and payable. (Tract I: Map & Parcel #093-06-4-040.00 - 2004 Taxes Paid for $7,842.80 and $269.70; Tract II: Map & Parcel #093-06-4-039.00 - 2004 Taxes Paid for $2,108.64 and $72.51; Tract III: Map & Parcel #093-06-4-015.00 - 2004 Taxes Paid for $15,463.92 and $531.78)

2. Survey prepared by Robert M. Searson, RLS No. 1666, Littlejohn Engineering Associates, Inc., dated May 28, 2004, last revised June 17, 2004, shows the following:
   - overhead power lines crossing the land from the northerly and southern boundaries to an easterly boundary
   - two doors on adjacent properties to the north of the land that open onto and have access from the land
   - fence with gate surrounding a ramp that appears to serve property adjoining the land to the north, or encroachment of the fence onto the adjoining property
   - encroachment onto the sidewalk bordering Broadway by the building and lights on the land
   - party walls between Tracts I and III of the land and adjacent properties
   - encroachment of asphalt parking area onto adjacent property to the north.

3. Rights of others in and to all party walls and all roofs, chimneys, fixtures and other appurtenances to the buildings susceptible to common use, and easements for support and maintenance thereof.

4. Capital Mall Redevelopment Project Plan as set out in the following ordinances of the Metropolitan Council: 77-716; 82-845; 87-1695; 91-1567; 93-774; 97-755 (also recorded in Book 10512, page 464, Register's Office for Davidson County, Tennessee); 98-1187; and BL2002-1033 (also recorded as Instrument No. 20020626-0076795, said Register's Office).