Address New Owner:

Nashville Biltmore, LP

1800 Valley View Lane, #150

Dallas, TX 75234

Send Tax Bills to:

Nashville Biltmore, LP

1800 Valley View Lane, #150

Dallas, TX 75234

Map - Parcel:
Davidson County:
140-00-010, 011, 012, 013, 017, 018, 019, 020, 021, 022, 023, 024, 026, 027, 028, 029, 040

Cheatham County:
100-5

Davidson County DEEDWARR
Recvd: 05/27/05 08:41 12 Pg
Fees:63.00 Taxes:35150.00

20050527-0059794

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of Ten and No/100 Dollars ($10.00) cash in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, **BRANSTETTER FAMILY PARTNERS, AND CECIL D. BRANSTETTER, SR.**, hereinafter called the GRANTOR, has bargained and sold, and by these presents does transfer and convey unto **NASHVILLE BILTMORE, L.P.** hereinafter called the GRANTEE, its successors and assigns, a certain tract or parcel of land in Davidson and Cheatham County, Tennessee, described as follows, to-wit:

(SEE ATTACHED EXHIBIT "A")

This is unimproved property located south of I-40 and west of McCrory Lane, Nashville, Tennessee.

TO HAVE AND TO HOLD said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said GRANTEE, its successors and assigns forever.

GRANTOR further covenants and binds itself, its successors and assigns to warrant and forever defend the title to said real estate to said GRANTEE, its successors and assigns against the lawful claims of all persons claiming by, through or under it, but no further or otherwise.

Witness our hands this 26th day of May, 2005.

BRANSTETTER FAMILY PARTNERS
By: Branstetter Properties, Inc.,
General Partner

By: Cecil D Branstetter, Sr Pres.
Cecil D. Branstetter, Sr.,
President

Cecil D Branstetter, Sr
CECIL D. BRANSTETTER, SR., Individually

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned authority, a Notary Public of the State and County aforesaid, personally appeared Cecil D. Branstetter, Sr., with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be President of Branstetter Properties, Inc., a corporation, and that said corporationis the General Partner of Branstetter Family Partners, the within named bargainor, a partnership, and that he as such President, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation as General Partner, by himself as President

Witness my hand and official seal at office this 20th day of May, 2005.

Brandy K. Pirk
Notary Public

My Commission expires: 11-25-06

BRANDY K. PIRK NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.
My Commission Expires NOV. 25, 2006

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public of the State and County aforesaid, the within named Cecil D. Branstetter, Sr., the bargainor, 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 at office this 20th day of May, 2005.

Brandy K. Pirk
Notary Public

My Commission expires: 11-25-06

BRANDY K. PIRK NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.
My Commission Expires NOV. 25, 2006

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $9,500,000.00.

Affiant

Subscribed and sworn to before me, this 20th day of May, 2005.

Brandy K. Pirk
Notary Public

My Commission expires: 11-25-06

Prepared by:
Devereaux D. Cannon, Jr. Attorney
201 Fourth Avenue, North, Suite 150
Nashville, TN 37219

BRANDY K. PIRK NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.
My Commission Expires NOV. 25, 2006

EXHIBIT "A"

SURVEYOR'S DESCRIPTION

Tract One

Being a parcel of land located in the Second Civil District, Thirty-Fifth Councilmanic District, Nashville, Davidson County, Tennessee, Twelfth Civil District, Cheatham County, Tennessee, said parcel being located south of Interstate 40 and west of McCrory Lane, being more particularly described as follows:

BEGINNING at an iron pin in the southern right-of-way line of McCrory Lane, said point being approximately 1.3 miles east of the intersection of McCrory Lane and Interstate 40 and also being the northwest corner of the R.H. Buchanan property, as recorded in Book 3136, page 415, R.O.D.C., and Book 5114, page 629, R.O.D.C.;

THENCE, along a fence line and bounded by the Buchanan property the following seven calls:

N 84^ 42' 42" W, 167.62 feet to an iron pin;
S 04^ 03' 48" W, 382.27 feet to an iron pin;
S 19^ 33' 42" E, 383.19 feet to a corner stone;
S 09^ 11' 19" W, 118.06 feet to an iron pin;
S 31^ 17' 57" E, 527.15 feet to an iron pin;
S 66^ 54' 18" E, 240.98 feet to a fence corner;
S 07^ 33' 33" W, 394.50 feet to a post at an old stump, being the northeast corner to the Gatlinburg Trace Subdivision, unrecorded;

THENCE, with the northerly line of Tract 18 of said subdivision deeded to Lloyd Greene, as recorded in Book 11588, page 321, R.O.D.C., N 81^ 23' 59" W, 992.56 feet to an iron pin, also being the northwest corner of said tract;

THENCE, with the westerly line of said Tract 18 and Tract 17 deeded to Lloyd Greene, as recorded in Book 11588, page 325, R.O.D.C., S 06^ 56' 27" W, 526.75 feet to a planted stone, also being the southwest corner of said Tract 17 and in the northerly line of Tract 11 deeded to Lloyd Greene, as recorded in Book 11588, page 317, R.O.D.C.;

THENCE, with the northerly line of said Tract 11 and Tract 10 deeded to Jaye K. Bilyeu, as recorded in Instrument No. 20031201172655, R.O.D.C., N 83^ 23' 37" W, 784.38 feet to an iron pin, also being the northwest corner of said Tract 10 and the southeastern most corner of Tract 9 deeded to

Richard W. Moore and wife Marlene Moore, as recorded in Book 9778, page 310, R.O.D.C.;

THENCE, with the easterly line of said Tract 9, N 06^ 43' 10" E, 538.77 feet to a planted stone, also being the northeast corner of said tract;

THENCE, with the northerly line of said tract, N 82^ 09' 12" W, 647.27 feet to a red painted rock in the middle of a stump, also being the northwest corner of said tract;

THENCE, with the westerly line of said Tract 9 and Tract 8 deeded to Keith Sherril, as recorded in Book 9778, page 305, R.O.D.C., Tract 7 deeded to Karen A. Surber, as recorded in Book 9778, page 300, R.O.D.C., Tract 6 deeded to Kirk S. Chaberski and wife Sharon L. Chaberski, as recorded in Book 9778, page 290, R.O.D.C., Tract 5 deeded to Farhad Davachi, as recorded in Book 9778, page 280, R.O.D.C., Tract 3 deeded to Jeffery B. Amann, as recorded in Book 9778, page 265, R.O.D.C., and Tract 2 deeded to Jeffery B. Amann, as recorded in Book 9778, page 260, R.O.D.C., S 07^ 31' 29" W, 2,521.22 feet to an iron pin, also being the southwest corner of said Tract 2;

THENCE, leaving said subdivision, near a fence line and bounded by the Terry J. and Diane B. Canady property, Instrument No. 20030909-131499, R.O.D.C., S 00^ 45' 12" W, 399.66 feet to an iron pin;

THENCE, the following call which is bounded by the Danny Sullivan property, Book 8040, page 819, the Imoline M. Watson property, Book 7349, page 501, the Mary Dunlap property, Instrument No. 20030905-130135, the Sherryl Jolly property of record in Instrument No. 20030916-135630, and the R.T. Pinkerton property, Book 9572, page 370, R.O.D.C., N 84^ 57' 38" W, 2,063.87 feet to an iron pin;

THENCE, continuing with the boundary of the R.T. Pinkerton property the following two calls:

S 07^ 51' 26" W, 1,066.73 feet to an iron pin;

N 84^ 44' 00" W, 352.00 feet to a planted stone with red paint;

THENCE, the following eight calls bounded by the Arthur S. Pinkerton and Dorothy Pinkerton property, Instrument No. 2001080683391, R.O.D.C.;

N 21^ 28' 07" W, 1,170.35 feet to an iron pin;

N 03^ 50' 15" E, 919.02 feet to the middle of a rock by a 30-inch beech;

N 84^ 10' 38" W, 716.27 feet to an iron pin;
N 05^ 41' 26" E, 869.27 feet to an iron pin;
N 76^ 52' 14" W, 2,794.85 feet to an iron pin;
S 02^ 49' 19" W, 1,409.60 feet to an iron pin;
N 87^ 13' 28" W, 2,419.64 feet to a 30-inch beech;
S 01^ 38' 43" E, 155.70 feet to an iron pin;

THENCE, N 84^ 50' 45" W, passing through the Davidson-Cheatham County line and bounded by the John Valiquette property, Instrument No. 20000104000960, R.O.D.C., 1,225.96 feet to an iron pin;

THENCE, continuing with the Valiquette property, as recorded in Book 490, page 695, R.O.C.C., the following three calls:

N 01^ 47' 19" E, 793.85 feet to an iron pin;

N 84^ 46' 36" W, 156.74 feet to a 24-inch beech with white paint;

N 83^ 03' 01" W, 53.53 feet to an iron pin;

THENCE, with the Valiquette property, N 01^ 27' 03" E, 532.51 feet to an iron pin;

THENCE, N 84^ 24' 05" W, 2,390.98 feet to a 2-inch iron pipe;

THENCE, continuing with the Valiquette property, the following four calls;

N 05^ 48' 08" E, 156.47 feet to a 1-inch pipe;
N 83^ 05' 26" W, 462.00 feet to an iron pin;
S 30^ 11' 14" W, 670.83 feet to an iron pin;
N 80^ 35' 01" W, 100.00 feet to a point in the center of the South Harpeth River;

THENCE, the following eight calls along the approximate centerline of the South Harpeth River, and bounded by the Arthur L. Brooks property, Book 307, page 295, R.O.C.C.;

N 37^ 49' 29" E, 451.22 feet to a point;
N 19^ 11' 21" E, 591.26 feet to a point;
N 23^ 17' 29" E, 155.93 feet to a point;
N 27^ 19' 26" E, 275.42 feet to a point;
N 20^ 42' 12" W, 68.57 feet to a point;
N 47^ 40' 00" W, 242.00 feet to a point;
N 62^ 07' 00" W, 192.50 feet to a point;
N 80^ 17' 59" W, 341.14 feet to a point;

THENCE, leaving the center of the river, the following three calls bounded by the Joe M. Rodgers property, Book 329, page 411, R.O.C.C.:

N 44^ 19' 25" E, 149.62 feet to an iron pin;

S 82^ 08' 27" E, 720.67 feet to an existing nail in a flat rock with carved "D";

N 07^ 11' 12" E, 2,972.27 feet to an iron pin;

THENCE, the following three calls bounded by the Paul Anderson property, Book 356, page 245, R.O.C.C.:

N 12^ 02' 26" E, 593.05 feet to a steel corner post;
N 60^ 52' 00" E, 181.50 feet to a steel corner post;
N 08^ 42' 24" E, 2,294.52 feet to a concrete monument in the southerly right-of-way line of Interstate 40, said point being located at Highway Station 515+00, said point also being the northwesterly corner of the herein described parcel;

THENCE, with said southerly right-of-way line in an easterly direction, the following calls:

S 52^ 31' 08" E, 399.32 feet to a concrete monument;
S 33^ 54' 33" W, 32.72 feet to a concrete monument;
S 52^ 51' 45" E, 1,299.65 feet to a concrete monument;
S 37^ 30' 43" W, 24.51 feet to a concrete monument;
S 52^ 53' 12" E, 700.73 feet to a concrete monument;
N 42^ 10' 41" E, 20.52 feet to a concrete monument;
S 52^ 50' 46" E, 620.71 feet to a concrete monument;
S 35^ 36' 51" W, 18.20 feet to a concrete monument;

With a curve to the left crossing the Cheatham-Davidson County line, having a delta of 14^ 29' 10", a radius of 3,989.72 feet, a distance of 1,008.72 feet to a concrete monument;

S 11^ 47' 51" W, 33.44 feet to a concrete monument;

With a curve to the left having a delta of 12^ 04' 15", a radius of 4,022.72 feet, a distance of 847.49 feet to a concrete monument;

S 81^ 27' 23" E, 205.34 feet to a concrete monument;
N 07^ 28' 43" E, 75.00 feet to a concrete monument;
S 82^ 31' 16" E, 675.98 feet to a concrete monument;
S 07^ 28' 44" W, 65.00 feet to a concrete monument;
S 82^ 31' 16" E, 693.13 feet to a concrete monument;
N 07^ 28' 45" E, 70.00 feet to a concrete monument;

With a curve to the left having a delta of 08^ 01' 50", a radius of 5,894.58 feet, a distance of 826.19 feet to a concrete monument;

N 89^ 17' 40" E, 651.03 feet to a concrete monument;

S 84^ 15' 21" E, 1,494.96 feet to an existing concrete monument;

With a curve to the right having a delta of 24^ 01' 43", a radius of 889.93 feet, a distance of 373.22 feet to a concrete monument;

S 59^ 27' 07" E, 146.91 feet to a concrete monument;

N 32^ 40' 46" E, 30.01 feet to a concrete monument in the southerly right-of-way line of McCrory Lane;

THENCE, with the southerly right-of-way line of McCrory Lane, the following five calls:

S 57^ 19' 37" E, 453.69 feet to an iron pin;

With a curve to the left having a delta of 16^ 29' 50", a radius of 1,454.37 feet, a distance of 418.76, to an iron pin;

S 73^ 49' 49" E, 258.33 feet to an iron pin;
N 16^ 09' 16" E, 4.97 feet to a point;

S 73^ 49' 26" E, 168.04 feet to an iron pin;

THENCE, leaving McCrory Lane right-of-way line, with Mary P. Jetto of record in Instrument No. 2002061974300, R.O.D.C., S 26^ 03' 06" W, 910.66 feet to an iron pin;

THENCE, S 51^ 43' 02" E, 755.52 feet to an iron pin in the southeast corner of Willis M. Farris of record in Book 10743, page 874, R.O.D.C.;

THENCE, with said Farris N 26^ 03' 32" E, 1,235.50 feet to an iron pin in the southerly right-of-way line of McCrory Lane;

THENCE, with the southerly right-of-way line of McCrory Lane;

With a curve to the left having a delta of 02° 23' 15", a radius of 2,807.77 feet, a distance of 117.00 feet to an iron pin;

S 85° 21' 21" E, 259.98 feet to an iron pin;

With a curve to the right having a delta of 08° 10' 30", a radius of 1,385.00 feet, a distance of 197.61 feet to a point;

THENCE, leaving McCrory Lane with an offset in said right-of-way as dedicated by Plat Book 9700, page 130, R.O.D.C., with a curve to the left in a southwesterly direction having a delta of 84° 52' 40", a radius of 25.00 feet, a distance of 37.03 feet to a point;

THENCE, with a curve to the left passing the new dedicated right-of-way of McCrory Lane and continuing with said curve and the westerly boundary of Lot 1 shown on the Sub-division of Biltmore Church of record in Plat Book 9700, page 130, R.O.D.C., curve having a delta of 60° 00' 07", a radius of 470.00 feet, a distance of 492.20 feet to a point;

THENCE, S 42° 03' 37" E, 160.37 feet to a point;

THENCE, continuing with said westerly boundary and a curve to the right having a delta of 41° 09' 06", a radius of 1,030.00 feet, a distance of 739.78 feet to a point;

THENCE, with a curve to the right having a delta of 02° 19' 23", a radius of 2,630.00 feet, a distance of 106.64 feet to the southwest corner of said Lot 1;

THENCE, with the southern boundary of said Lot 1,S 88° 35' 08" E, 424.27 feet to the southeast corner of said Lot in the center of a Tennessee Valley Authority Easement;

THENCE, with the center of said easement and the easterly boundary of said Lot 1, N 19° 30' 24" E, passing the dedicated right-of-way at 577.88 feet, in all a total distance of 630.19 feet to the southerly right-of-way of McCrory Lane;

THENCE, with said southerly right-of-way with a curve to the left having a delta of 05° 07' 07", a radius of 1,197.17 feet, a distance of 106.95 feet to an iron pin;

S 58° 21' 55" E, 363.22 feet to an iron pin;

With a curve to the right having a delta of 20° 39' 30", a radius of 2,823.29 feet, a distance of 1,017.95 feet to an iron pin;

S 37° 42' 25" E, 340.69 feet to an iron pin, this point being the Point of Beginning.

Containing 83,245,144 square feet or 1,911.08 acres, more or less.

Barge Waggoner Sumner and Cannon, Inc.
January 2, 1996
Revised July 6, 2004
Revised January 4, 2005
File 31833-00

SURVEYOR'S DESCRIPTION

Tract Five

Being a parcel of land in the Second Civil District, Thirty-Fifth Councilmanic District, Davidson County, Tennessee, laying southwardly of Interstate 40 and eastwardly of McCrory Lane and being more particularly described as follows:

BEGINNING at an existing concrete monument in the intersection of the southerly right-of-way line of Interstate 40 and the easterly right-of-way line of McCrory Lane;

THENCE, with the southerly right-of-way line of Interstate 40, N 81° 11' 01" E, 454.08 feet to a concrete monument;

THENCE, N 89° 24' 18" E, 999.82 feet to a point;

THENCE, S 00° 39' 00" E, 59.60 feet to a point;

THENCE, N 89° 21' 50" E, 399.67 feet to a concrete monument;

THENCE, N 83° 57' 17" E, 650.57 feet to a concrete monument;

THENCE, with a curve to the left having a radius of 23,068.32 feet and a central angle of 01° 15' 40" for a distance of 507.75 feet to a concrete monument;

THENCE, N 87° 32' 09" E, 536.07 feet to a concrete monument;

THENCE, S 02° 51' 27" E, 94.60 feet to a concrete monument;

THENCE, N 86° 16' 10" E, 265.44 feet to an iron pin;

THENCE, leaving the Interstate 40 right-of-way and with the west boundary of the J. P. Wilson, III, property of record in Book 4742, Page 699, R.O.D.C., S 06° 26' 40" E, 164.54 feet to an existing ½-inch pipe;

THENCE, continuing with the Wilson property, S 37° 06' 58" E, 1,540.17 feet to an iron pin set in the northerly line of the J. P. Pickard property of record in Book 5114, Page 623, R.O.D.C.;

THENCE, with Pickard's northerly line, N 82° 46' 42" W, 1,076.58 feet to an iron pin;

THENCE, with Pickard's westerly line, S 10° 06' 29" W, 321.26 feet to an iron pin in the northerly right-of-way line of McCrory Lane;

THENCE, with said northerly margin, N 40° 33' 10" W, 53.17 feet to an iron pin;

THENCE, with a curve to the left having a radius of 1,445 feet and a central angle of 07° 59' 51", a distance of 201.69 feet to a point;

THENCE, S 41° 27' 00" W, 5.00 feet to a point;

THENCE, with a curve to the left having a radius of 1,440 feet and a central angle of 14° 06' 59", a distance of 354.79 feet to a point;

THENCE, S 27° 20' 00" W, 5.00 feet to a point;

THENCE, with a curve to the left having a radius of 1,435 feet and a central angle of 22° 42' 09", a distance of 568.59 feet to an iron pin;

THENCE, N 85° 22' 09" W, 259.37 feet to an iron pin;

THENCE, with a curve to the right having a radius of 2,757.77 feet and a central angle of 11° 31' 18", a distance of 554.56 feet to an iron pin;

THENCE, N 73° 50' 51" W, 482.26 feet to an iron pin;

THENCE, N 16° 09' 09" E, 5.00 feet to a point;

THENCE, N 73° 50' 51" W, 259.79 feet to an iron pin;

THENCE, with a curve to the right having a radius of 1,371.71 feet and a central angle of 16° 32' 08", a distance of 395.87 feet to an iron pin;

THENCE, N 57° 18' 44" W, 453.87 feet to a point;

THENCE, N 32° 41' 16" E, 30.00 feet to a point;

THENCE, N 59° 32' 34" W, 435.61 feet to the Point of Beginning.

Containing 3,893,400 square feet or 89.38 acres, more or less.

Barge Waggoner Sumner and Cannon, Inc.
January 2, 1996
Revised July 7, 2004
File 31297-00

BEING property conveyed to BRANSTETTER FAMILY PARTNERS, L. P., A TENNESSEE GENERAL PARTNERSHIP, AS TO A 66.7% UNDIVIDED INTEREST, AND CECIL D. BRANSTETTER, AS TO A 33.3% UNDIVIDED INTEREST, by deeds of record in Book 10037, pages 402, 425 and 448, Register's Office for Davidson County, Tennessee, and Book 387, pages 677, 699 and 721, Register's Office for Cheatham County, Tennessee. Cecil D. Branstetter is also known as Cecil D. Branstetter, Sr. By Certificate of Merger of record as Instrument Number 200001040001046, Branstetter Family Partners, L.P. was merged into Branstetter Family Partners.