FROM: Cumberland Penthouses, LLC, a Tennessee limited liability company
TO: Joseph Tootle and Michael Smith

Address New Owner as follows:	Send Tax Bills to:	Tax-Parcel No.
Joseph Tootle and Michael Smith 555 Church St., Unit 2205 Nashville, TN 37219	Same as New Owner	Map 93-6-1 Part of Parcels 76 and 77

THIS INSTRUMENT PREPARED BY: Waller Lansden Dortch & Davis, PLLC, 511 Union Street, Suite 2700, Nashville, Tennessee 37219-1760

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $270,000.00.

JOHN GLEAVES STATE OF TENNESSEE NOTARY PUBLIC DAVIDSON COUNTY, TENN.
My Commission Expires JULY 29, 2006

Affiant

Subscribed and sworn to before me, this the 22th day of July, 2005.

Notary Public

My Comm. Expires:_____

SPECIAL WARRANTY DEED

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, Cumberland Penthouses, LLC, a Tennessee limited liability company, hereinafter called "GRANTOR", has bargained and sold, and by these presents does transfer and convey unto Joseph Tootle, a single person, and Michael Smith, a single person, as Joint Tenants, hereinafter called "GRANTEES", their heirs and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described as follows, to wit:

Real property in Davidson County, Tennessee, being Unit No. FU-2205, together with the appurtenant interest in the common elements of Cumberland Penthouses, a Condominium, a horizontal property regime established by Master Deed of record as Instrument No. 20050405-0037081, Register's Office for Davidson County, Tennessee, as amended and restated by Amended and Restated Master Deed, of record as Instrument No. 20050527-0060253, said Register's Office, said Unit being depicted on the Condominium Plat attached as Exhibit C to the aforementioned Master Deed, as amended and restated.

Davidson County DEEDWARR
Recvd: 08/03/05 16:11 3 pgs
Fees:18.00 Taxes:999.00
20050803-0091387

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Being part of the same property conveyed to Cumberland Penthouses, LLC, a Tennessee limited liability company, by Quitclaim Deed dated April 5, 2005 from Cumberland Apartments, LLC, a Tennessee limited liability company, and Cumberland Penthouses, LLC, a Tennessee limited liability company, of record as Instrument No. 20050405-0037083 Register's Office for Davidson County, Tennessee.

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

1. 2005 Metropolitan Government Taxes.

2. Master Deed for Cumberland Penthouses, a Condominium, of record as Instrument No. 20050405-037081, said Register's Office, as amended and restated by Amended and Restated Master Deed of record as Instrument No. 20050527-0060253, said Register's Office.

3. All matters shown on the plan of record in Book 8250, page 512, said Register's Office

4. Capitol Mall Redevelopment Project restrictive covenants of record in Book 7423, page 374, Book 8421, page 587, Book 9208, page 613, Book 10512, page 464 and Instrument No. 20020626-0076795, said Register's Office.

5. Rights of others in and to the common areas.

This is improved property located at 555 Church Street, Unit FU-2205, Nashville, Tennessee 37219.

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 GRANTOR further covenants and binds itself, its successors and assigns to warrant specially and forever defend the title to said real estate to GRANTEES, their heirs and assigns, against the lawful claims of all persons claiming through and under GRANTOR (other than claims arising out of the matters set forth above), but not further or otherwise. 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 its hand this 22 day of July, 2005.

CUMBERLAND PENTHOUSES, LLC, a Tennessee limited liability company
BY: MP Realty Management, Inc., a Pennsylvania corporation, its Managing Member

BY: _____
Anthony D. Giarratana, Agent

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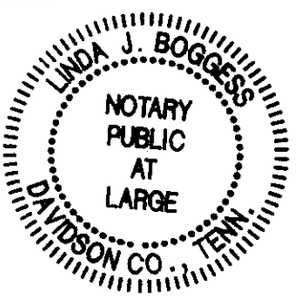
STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared Anthony D. Giarratana, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged himself to be Agent of MP Realty Management, Inc., a Pennsylvania corporation, the Managing Member of Cumberland Penthouses, LLC, a Tennessee limited liability, the within named bargainor, and that he as such Agent of such Managing Member, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the limited liability company by the said Managing Member, by himself as Agent of such Managing Member.

Witness my hand and seal, at office in Nashville, Tennessee, this the 25th day of July, 2005.

Linda J. Boggess
NOTARY PUBLIC

My Commission Expires: 2-25-06



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