THIS DOCUMENT PREPARED BY: **JEFFREY MOBLEY** One Belle Meade Place 4400 Harding Road, Suite 101 Nashville, Tennessee 37205 (615) 777-5400	**This transfer is exempt from real estate transfer tax pursuant to T.C.A. § 67-4-409(a)(3)(F).**

Davidson County DEEDWARR
Recvd: 10/13/05 08:25 9 pgs
Fees:47.00 Taxes:0.00
20051013-0123232

Address of new owner:

William S. O'Neil, Trustee
6611 Fox Hollow Road
Nashville, Tennessee 37205

Send tax bills to:

SAME

Map-parcel numbers:

Davidson County:

Map 116-13	Parcel 20
Map 130-5	Parcels 90 & 91
Map 142-7	Parcel 3
Map 142-9	Parcel 12
Map 129-7	Parcel 27
Map 103-6	Parcel 229

WARRANTY DEED

For and in consideration of the sum of Ten Dollars ($10.00), cash in hand paid, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, William S. O'Neil, hereinafter called the Grantor, for the purpose of transferring the Grantor's entire ownership interest in the subject real property to a revocable inter-vivos (living) trust established by the Grantor, has bargained and sold, and by these presents does transfer and convey unto **William S. O'Neil, Trustee of The William S. O'Neil Living Trust, established by the Revocable Trust Agreement of William S. O'Neil, dated June 23, 2004**, as amended from time to time, and to his successors in trust, with full power to sell, transfer, mortgage and convey without

signature of any beneficiary, hereinafter called the Grantee, and the Grantee's successors, heirs and assigns, all of the Grantor's right, title and interest in and to a certain tracts or parcels of land in the State of Tennessee, being more particularly described on Exhibit A attached hereto and incorporated herein by reference.

New legal descriptions were not prepared for this transaction. The legal descriptions are the same as the previous instruments of record.

This conveyance is subject to the following:

1. Current year's State and County taxes, which have been assumed by the Grantee.

2. Any matters of record.

TO HAVE AND TO HOLD the said real property herein conveyed, with the appurtenances, estate, title and interest thereto belonging, to the said Grantee, the Grantee's successors, heirs and assigns, forever; and the Grantor does covenant with the said Grantee that the Grantor is lawfully seized and possessed of said real property, has a good right to convey it, and the same is unencumbered, unless otherwise herein set out; and the Grantor does further covenant and bind the Grantor, the Grantor's heirs, assigns and representatives, to warrant and forever defend the title to the said real property to the said Grantee, the Grantee's successors, heirs and assigns, against the lawful claims of all persons whomsoever.

WITNESS my hand this 14 day of September, 2005.

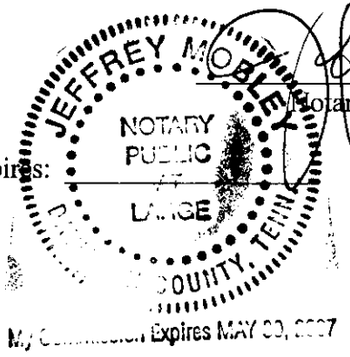
William S. O'Neil

William S. O'Neil

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, William S. O'Neil, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained.

WITNESS my hand, at office, this 14th day of September, 2005.



Notary Public

My Commission Expires: _____

EXHIBIT A

Legal Description

Map 116-13 Parcel 20

104 Haverford Drive, Nashville, TN 37205

Being Lot No. 2 on the Plan of West Meade Farms, Section III, as of record in Book 1035, page 4, Register's Office for said County.

Said Lot No. 2 fronts 95 feet on the northeasterly side of Haverford Drive and runs back between parallel lines, 168 feet to a dead line.

Being the same property conveyed to Mary Proctor O'Neil and husband, William S. O'Neil, by Quitclaim Deed from The Mary Hicks Proctor Trust, Mary Hicks Proctor, Trustee, of record in Book 11174, page 225, Register's Office for Davidson County, Tennessee.

Also being the same property conveyed to William S. O'Neil by deed from Mary Lee Proctor O'Neil of record as Instrument No. 20050916-0111778, Register's Office for Davidson County, Tennessee.

EXHIBIT A, cont.

Legal Description

Map 130-5 Parcels 90 & 91

122 and 124 Brookfield Avenue, Nashville, TN 37205

Land in the 7th Civil District of Davidson County, Tennessee, being Lots Nos. 10 and 11, of Block "E" on the Second Revised Plan of Highlands of Belle Meade No. 2, as of record in Book 1130, Pages 71 and 72, Register's Office for said County.

Said Lots Nos. 10 and 11 front 100 feet each on the northerly side of Brookfield Avenue and run back between parallel lines 200 feet to a dead line.

Being the same property conveyed to William S. O'Neil and Mary L. O'Neil by quitclaim deed from Mary Hicks Proctor, of record in Book 8528, page 906, Register's Office for Davidson County, Tennessee.

Also being the same property conveyed to William S. O'Neil by deed from Mary Lee Proctor O'Neil of record as Instrument No. 20050916-0111778, Register's Office for Davidson County, Tennessee.

EXHIBIT A, cont.

Legal Description

Map 142-7 Parcel 3

7139 Old Harding Pike, Nashville, TN 37221

LAND in Davidson County, Tennessee, being Lot No. 50 on the Plan of Resubdivision of lots 50, 51 and 53 on the plan of Valley West of record in Plat Book 5210, Page 96, Register's Office for said County.

SAID Lot No. 50 fronts 95.0 feet on the southeasterly margin of Old Harding Pike and extends back 166.86 feet on the northeasterly line and 171.85 feet on the southwesterly line to a dead line in the rear, measuring 85.11 feet thereon.

BEING the same property conveyed to William S. O'Neil and spouse, Mary L. O'Neil, by warranty deed from Gary W. Duncan and spouse, Carol R. Duncan, of record in Book 10841, page 178, Register's Office for Davidson County, Tennessee.

Also being the same property conveyed to William S. O'Neil by deed from Mary Lee Proctor O'Neil of record as Instrument No. 20050916-0111778, Register's Office for Davidson County, Tennessee.

EXHIBIT A, cont.

Legal Description

Map 142-9 Parcel 12

7435-7437 George Gaines Road, Nashville, TN 37221

LAND in Davidson County, Tennessee, being Lot No. 16 on the plan of Harpeth Estates, Section Two, of record in Book 4175, page 23, Register's Office for said County.

SAID Lot No. 16 fronts 90.0 feet on the southerly margin of George Gaines Road and extends back 131.6 feet on the easterly line and 123.7 feet on the westerly line to a dead line in the rear, measuring 104.47 feet thereon.

BEING the same property conveyed to William S. O'Neil et ux Mary L. O'Neil by deed from Zack R. Cheek et ux Emelyn T. Cheek, of record in Book 5180, page 313, Register's Office for Davidson County, Tennessee.

Also being the same property conveyed to William S. O'Neil by deed from Mary Lee Proctor O'Neil of record as Instrument No. 20050916-0111778, Register's Office for Davidson County, Tennessee.

EXHIBIT A, cont.

Legal Description

Map 129-7 Parcel 27

6611 Fox Hollow Road, Nashville, TN 37205

Being Lot No. 95 on the Plan of West Meade Park, Section 1, of record in Book 2900, page 103, Register's Office for Davidson County, Tennessee.

Said Lot No. 95 fronts 111.0 feet on the easterly side of Fox Hollow Road and extends back 268.4 feet on the southerly line and 545.0 feet on the northerly line to a dead line, measuring 348.0 feet thereon.

Being the same property conveyed to Mary Proctor O'Neil by deed from West Meade Park Corporation, a Tennessee corporation, of record in Book 3928, page 729, Register's Office for Davidson County, Tennessee.

Also being the same property conveyed to William S. O'Neil by deed from Mary Lee Proctor O'Neil of record as Instrument No. 20050916-0111777, Register's Office for Davidson County, Tennessee.

EXHIBIT A, cont.

Legal Description

Map 103-6 Parcel 229

5529-5531 Knob Road, Nashville, TN 37209

Land in Davidson County, Tennessee, being Lot No. 24 on the Plan of Brookside Court Subdivision as of record in Plat Book 1424, page 145, Register's Office for said County, to which plan reference is made for a more complete description.

Being the same property conveyed to Mary Hicks Proctor and Mary Proctor O'Neil by deed from Carolyn D. Young, of record in Book 6073, page 92, Register's Office for Davidson County, Tennessee.

Also being the same property conveyed to William S. O'Neil by deed from Mary Lee Proctor O'Neil of record as Instrument No. 20050916-0111777, Register's Office for Davidson County, Tennessee.