This Instrument Prepared By:
Sherrard & Roe PLC (CLL)
424 Church Street, Suite 2000
Nashville, TN 37219

Davidson County DEEDWARR
Recvd: 12/28/05 15:56 4 pgs
Fees:22.00 Taxes:0.00
20051228-0155739

EXECUTORS' DEED

Address New Owners:
Marvin T. Runyon, Jr. Marital Trust – QTIP Share
c/o Cumberland Trust & Investment Company
Suite 120, Woodmont Center
104 Woodmont Blvd.
Nashville, TN 37205

Send Tax Bills To:
same

Map/Parcel Number:
144-09-0-014-00
144-09-0-015-00

WHEREAS, Marvin T. Runyon, Jr. (the "Decedent") died on May 3, 2004 and Decedent's Last Will and Testament, dated January 15, 2004, was admitted to probate on May 11, 2004, as File No. 04P-840 in the Seventh Circuit Court for Davidson County, Tennessee (Probate Division) (the "Will");

WHEREAS, Sue G. Atkinson and Cumberland Trust & Investment Company, Nashville, Tennessee are the duly appointed Executors (the "Executors") of the Decedent's Estate (the "Estate") under the Will; and

WHEREAS, under paragraph 2 of Article II of the Will, the Decedent bequeathed certain property described on Exhibit A attached hereto and incorporated herein by this reference (the "Property") to Sue G. Atkinson and Cumberland Trust & Investment Company, as Co-Trustees of the Marvin T. Runyon, Jr. Marital Trust; and

WHEREAS, under the authority granted to the Executors under the terms of the Decedent's Will and in order to take advantage of the Decedent's available exemptions from federal estate tax and Tennessee inheritance tax, the Executors subsequently elected to divide the Marvin T. Runyon, Jr. Marital Trust into three (3) trusts, namely the Marvin T. Runyon, Jr. Marital Trust –Non-QTIP Share, the Marvin T. Runyon, Jr. Marital Trust – Tennessee QTIP Share, and the Marvin T. Runyon, Jr. Marital Trust – QTIP Share; and

WHEREAS, the Executors now desire to clarify the title to the Property and specifically convey all of the Decedent's right, title and interest in and to the Property to the Marvin T. Runyon, Jr. Marital Trust – QTIP Share in order to settle matters of the Estate in accordance with the terms of the Will;

NOW, THEREFORE, in consideration of the foregoing premises and no other monetary consideration, the Executors do hereby transfer, and convey all of the Executor's right, title and interest in the Property to Sue G. Atkinson and Cumberland Trust & Investment Company, and

their successors in trust, of the Marvin T. Runyon, Jr. Marital Trust – QTIP Share (the "Beneficiary").

This Property is being transferred expressly subject to all limitations, restrictions and encumbrances that may affect the Property.

TO HAVE AND TO HOLD the Property, with the appurtenances, estate, title and interest thereto belonging to the Beneficiary, its successors and assigns, forever; and the Executors, do hereby transfer, assign, and set over unto the Beneficiary, all of the Estate's right, title and interest in the said Property with full benefit of the Executors' warranties to the maximum extent that they can or should do as Executors, but not further or otherwise.

IN WITNESS WHEREOF, the Executors have executed this instrument to be effective as of the 22nd day of December, 2005.

Sue G. Atkinson, Executor
Estate of Marvin T. Runyon, Jr.

Cumberland Trust & Investment Company
Executor, Estate of Marvin T. Runyon, Jr.

BY: C. Runcie Clementate

ITS: Secretary & Treasurer

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, a Notary Public in and for said State and County, Sue G. Atkinson, who upon oath acknowledged that she is a Co-Executor of the Estate of Marvin T. Runyon, Jr., deceased (the "Estate"), the within named bargainor, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who further acknowledged that she executed the within instrument for the purposes therein contained.

WITNESS my hand and seal at office in Nashville, Tennessee, this 22nd day of December, 2005.

Notary Public

My Commission Expires: 7.25.09

ALLISON G. ROBINSON STATE OF TENNESSEE NOTARY PUBLIC DAVIDSON COUNTY, TN

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared C. Runcie Clements, IV with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be Secretary | Treasurer of Cumberland Trust & Investment Company, the within named Co-Executor of the Estate of Marvin T. Runyon, Jr., a corporation, and that he as such Secretary | Treasurer, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as Secretary | Treasurer.

Witness my hand and seal at office in Nashville, Tennessee, this 22nd day of December, 2005.

Allison G. Robinson
Notary Public

ALLISON G. ROBINSON STATE OF TENNESSEE NOTARY PUBLIC DAVIDSON COUNTY, TN

My Commission Expires: 7.25.09

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

This transfer is exempt from taxation pursuant to T.C.A. 67-4-409 (a)(3)(D).

C. Runcie Clements IV
Affiant

Subscribed and sworn to before me this 22nd day of December, 2005.

Allison G. Robinson
Notary Public

ALLISON G. ROBINSON STATE OF TENNESSEE NOTARY PUBLIC DAVIDSON COUNTY, TN

My Commission Expires: 7.25.09

EXHIBIT A

Being Lot Nos. 2 and 3 on the Plan of Chickering Woods as of record in Book 3842, page 105, Register's Office for Davidson County, Tennessee, as more particularly described by a survey of White Taylor Walker/G.M. dated May 22, 1989 and by that certain Resubdivision of Parcels 15 and 21 of record in Book 6900, page 941, Register's Office for Davidson County, Tennessee, as follows:

BEGINNING at an iron pin in the south boundary of the subdivision at the corner of Lots 1 and 2; thence with the south boundary of Lots 2 and 3 South 84° 08' 57" East, 809.15 feet to an iron pin set in a 24" hollow tree, said iron pin being the southeast corner of Lot 3; thence with the east boundary of Lot 3 north 1° 34' 29" East, 110.44 feet to an iron pin; thence North 1° 27' 50" East, 255.90 feet to an iron pin, said iron pin being the northeast corner of Lot 3; thence with the north boundary of Lots 2 and 3 North 85° 05' 31" West, 704.01 feet to an iron pin in the line between Lots 1 and 2; thence with said line South 4° 48' 21" West, 304.62 feet to an iron fence post; thence North 82° 54' 30" West, 82.46 feet to an iron pin; thence South 6° 30' 57" West, 50.73 feet to the point of beginning, and containing 5.99 acres, more or less.

INCLUDED IN THE ABOVE DESCRIPTION BUT EXPRESSLY EXCLUDED THEREFROM IS THE FOLLOWING DESCRIBED PROPERTY:

Being a part of Lot No. 3 on the Plan of Chickering Woods as of record in Book 3842, page 105, Register's Office for Davidson County, Tennessee, as more particularly described by a survey of White Taylor Walker/G.M. dated May 22, 1989 and by that certain Resubdivision of parcels 15 and 21 of record in Book 6900, page 941, Register's Office for Davidson County, Tennessee, as follows:

BEGINNING at an iron pin in the northeast corner of Lot No. 3 on the Plan of Chickering Woods aforesaid, and proceeding thence with the north line of said lot North 85° 5' 31" West, 300.30 feet to a point; thence South 67° 30' 19" East, 321.15 feet to a point in the East Margin of Lot No. 3; thence with the East Margin of Lot No. 3 North 1° 27' 50" East, 97.21 feet to the Point of Beginning.

Together with all easement rights in the common driveway serving Lots 1, 2, and 3 in the above subdivision as shown on the Plan of Record in Book 3842, page 105, said Register's Office.

Being the same property conveyed to Marvin Runyon by Deed dated October 13, 1989 from John S. Beasley, II and wife, Allison T. Beasley of record at Book 7961, page 902, said Register's Office.

This is improved property known as 5 St. James Place, Nashville, Tennessee, 37215.