LAW
31-B

OWNER/RESPONSIBLE TAXPAYER:
Chippington II, L.P.
900 South Gay St. Ste. 1600
Knoxville, TN 37902
Map 051, Parcel 12/0127.00

THIS INSTRUMENT PREPARED BY:
Tennessee Valley Title Insurance Co.
1500 First Tennessee Plaza
Knoxville, TN 37929
(82951/jlm)

Davidson County DEEDWARR
Recvd: 12/30/05 11:16 5 pgs
Fees:28.00 Taxes:16467.31
20051230-0156806

WARRANTY DEED

THIS INDENTURE made as of the 29th day of December, 2005, between **CHIPPINGTON TOWERS II, a Tennessee limited partnership,** First Party, and **CHIPPINGTON II, L.P., a Tennessee limited partnership**, Second Party:

W I T N E S S E T H

THAT SAID FIRST PARTY, for and in consideration of the sum of TEN NO/100 ($10.00) DOLLARS, and other good and valuable consideration, to it in hand paid by said Second Party, the receipt of which is hereby acknowledged, has granted, bargained, sold and conveyed, and does by these presents grant, bargain, sell and convey unto Second Party, the real property described as follows:

SITUATED in District No. Eleven (11) of Davidson County, Tennessee, and being known and designated as Lot 3, of Resubdivision of Lot 2 and Reserve Parcel of Chippington Plaza II, as shown by map of record in Plat Book 5050, page 72, in the Davidson County Register's Office, said lot being more particularly bounded and described as shown by map aforesaid, to which map specific reference is hereby made for a more particular description.

THERE IS ALSO INCLUDED herein rights of ingress and egress across a 40 foot easement running from the southern boundary of a 50 foot access easement serving the above described tract to Gallatin Road, more particularly described on plat of record in Plat Book 5050, page 72, in the Davidson County Register's Office.

BEING the same property conveyed to Chippington Towers II, a Tennessee limited partnership, by Warranty Deed dated June 28, 1977, from Frank Davis Buick, Inc., of record in Record Book 5164, page 758, in the Davidson County Register's Office.

with the hereditaments and appurtenances thereto appertaining, hereby releasing all claims therein. **TO HAVE AND TO HOLD** the same unto the Second Party, its successors, representatives and assigns, together with all of the rights and interest thereunto belonging, in fee simple.

AND said First Party, for itself and its successors and assigns, does hereby covenant with said Second Party, its successors, representatives and assigns, that it is lawfully seized in fee simple of the premises above conveyed and has full power, authority and right to convey the same, and that said premises are free from all encumbrances and that it will forever warrant and defend the said premises and the title thereto against the lawful claims of all persons whomsoever; provided, however, this conveyance is made subject to the matters set forth on Exhibit "A" attached hereto and made a part hereof and 2005 taxes which shall be prorated as of the date of closing and which Second Party assumes and agrees to pay.

Whenever in this instrument a pronoun is used it shall be construed to represent either singular or plural, or the masculine, feminine or neuter gender, as the case may demand.

IN WITNESS WHEREOF, the said First Party hereunder has caused this instrument to be executed as of the day and year first above written.

CHIPPINGTON TOWERS II, L.P.,
a Tennessee limited partnership

By: The Davis Family Limited Partnership,
a Tennessee limited partnership,
as General Partner

By: The Frank C. Davis Family
Corporation, a Tennessee corporation,
as General Partner to The Davis
Family Limited Partnership

By: Joanne Davis
Joanne Davis, President

STATE OF Ky.

COUNTY OF Marion

PERSONALLY appeared before me, the undersigned authority, a Notary Public in and for said County and State, **JOANNE DAVIS**, with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence and who upon oath, acknowledged herself to be the President of **The Frank C. Davis Family Corporation**, a Tennessee corporation, which is General Partner of **The Davis Family Limited Partnership**, a Tennessee limited partnership, which is General Partner of **Chippington Towers, II, L.P.**, a Tennessee limited partnership, the within named bargainor, and that she as such officer of the General Partner of General Partner, being authorized so to do, executed the within instrument for the purposes therein contained, by signing the name of the corporation by herself as such officer of the General Partner of the General Partner.

WITNESS my hand and official seal of office, this 29 day of December, 2005.

Lana K Cook
Notary Public

My Commission Expires: 7-22-06.



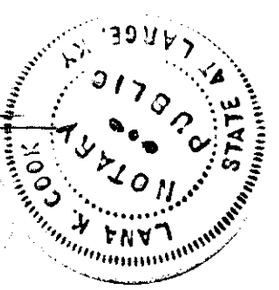
I hereby swear or affirm that the actual consideration or true value of this transfer, whichever is greater, is $_____.

Affiant

Subscribed and sworn to before me this 29 day of December, 2005.

Lana K Cook
Notary Public

My Commission Expires: 7-22-06.



See attached

\\nsgtkm\clientinfo\Lawyer's Documents\Brian's Documents\1631-Lawler Wood\LWH - Chippington\82951_c-c.doc

STATE OF _____

COUNTY OF _____

See previous page

PERSONALLY appeared before me, the undersigned authority, a Notary Public in and for said County and State, **JOANNE DAVIS**, with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence and who upon oath, acknowledged herself to be the President of **The Frank C. Davis Family Corporation**, a Tennessee corporation, which is General Partner of **The Davis Family Limited Partnership**, a Tennessee limited partnership, which is General Partner of **Chippington Towers, II, L.P.**, a Tennessee limited partnership, the within named bargainor, and that she as such officer of the General Partner of General Partner, being authorized so to do, executed the within instrument for the purposes therein contained, by signing the name of the corporation by herself as such officer of the General Partner of the General Partner.

WITNESS my hand and official seal of office, this ____ day of December, 2005.

_____
Notary Public

My Commission Expires: _____.

I hereby swear or affirm that the actual consideration or true value of this transfer, whichever is greater, is $ 4,450,624.00.

Phillip O. Lawson
Affiant

Subscribed and sworn to before me this 29th day of December, 2005.

PATRICIA S. GARBAUGH NOTARY PUBLIC LARGE KNOX CO., TENN.

Patricia S. Garbaugh
Notary Public

My Commission Expires: 7/3/07.

EXHIBIT "A"

1. Taxes for the year 2006, which are not yet a lien, and not yet due or payable, and all taxes for subsequent years.

2. Conveyance to the Metropolitan Government of Nashville and Davidson County for sanitary lines, dated March 6, 1979, and filed of record in Record Book 5420, page 912, in the office of the Davidson County Register of Deeds.

3. Matters depicted or disclosed by map of record in Plat Book 5050, page 72, in the office of the Davidson County Register of Deeds.

4. Water line easement reserved by Madison Suburban Utility District in deed dated October 19, 1972, and filed of record in Record Book 4648, page 208, in the office of the Davidson County Register of Deeds.

5. Lease Agreement by and between Chippington Towers II, as Lessor, and Laundries, Inc., as Lessee, dated May 1, 1997, and filed of record in Record Book 10454, page 550, in the office of the Davidson County Register of Deeds.