THIS INSTRUMENT PREPARED BY:	STATE OF TENNESSEE, COUNTY OF DAVIDSON:
HARRIS TITLE & ESCROW, LLC 40 Burton Hills Boulevard Suite 150 Nashville, Tennessee 37215 615.665.9766 File #0602006 Record and Return to:	The actual consideration or value, whichever is greater, for this transfer is: $179,900.00. Affiant Subscribed and sworn to before me this 8th day of March, 2006. Notary Public My commission expires: 5-30-2007

HARRIS TITLE & ESCROW, LLC
40 Burton Hills Blvd., Ste 150
Nashville, TN 37215

NOTARY PUBLIC AT LARGE EXPIRES 5/30/07 DAVIDSON COUNTY, TENN.

ASSIGNMENT OF SUBLEASE AND CONVEYANCE OF CONDOMINIUM APARTMENT

ADDRESS NEW OWNER:	SEND TAX BILLS TO:	TAX MAP-PARCEL NUMBERS:
William J. Dickson Mary C. Dickson 719 Mt. Carmel Place Nashville, TN 37205	William J. Dickson 719 Mt. Carmel Place Nashville, TN 37205	Map 129-11-A Parcel 719

FOR AND IN CONSIDERATION of the sum of ten dollars ($10.00), cash in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, **Jeanne D. Waggoner** (the "Grantor"), an unmarried woman, has this day bargained, sold, and conveyed, and by these presents does transfer and convey unto **William J. Dickson** and wife, **Mary C. Dickson** (the "Grantees"), Grantees' successors, heirs, and assigns, all right , title, and interest of the Grantor in and to a certain condominium apartment in Davidson County, Tennessee, described as follows:

Land in Davidson County, Tennessee, being Unit No. 719 of The Cloister at St. Henry, Phase 1C, a Horizontal Property Regime, created under Title 66, Section 27-101 et seq., as amended , Tennessee Code Annotated, and as established by the Master Deed for The Cloister at St. Henry, Phase IC, of record in Book 6675, page 173, Register's Office for Davidson County, Tennessee, together with the undivided percentage interest in the Common Elements appurtenant to said unit, as set forth in said Master Deed. Reference is hereby made to the Plat for the Cloister at St. Henry, Phase IC, attached as Exhibit "B" to said Master Deed for proper identification.

Being the same property conveyed to Granville G. Waggoner by sublease and Conveyance of Condominium Apartment dated October 21, 1986 from St. Henry's Property Development, Inc., of record in Book 7015, page 565, Register's Office for Davidson County , Tennessee. The said Granville G. Waggoner conveyed to Granville G. Waggoner and wife, Jeanne D. Waggoner by Quitclaim Deed dated April 22, 1989, of record in Book 7822, page 955, said Register's Office. The said Granville G. Waggoner having since died.

This conveyance and lease is made subject to:

1. Taxes for the year 2006, which have been prorated and assumed by the Grantees.
2. All matters shown on the Plan of First Revision, The Cloister at St. Henry of record in Plat Book 5200, Page 676, Register's Office of Davidson County, Tennessee.
3. The provisions of the Tennessee Horizontal Property Act as set out in Section 66-27-101, *et seq.*, of the Tennessee Code Annotated; the easements, rights and interest in favor of other unit owners, and all sewer, water, electrical, telephone and other utility easements now or hereafter established over, through, or upon the land embracing the regime and buildings thereon; and all conditions, covenants, restrictions, options, burdens, assessments and other undertakings contained in the Master Deed establishing a Horizontal Property Regime of The Cloister at St. Henry, Phase 1C of record in Book 6675, page 173, Register's Office of Davidson County, Tennessee.
4. By-Laws of record in Book 6042, Page 650, as amended in Book 6519, page 187, Book 7590, page 273, Book 9269, page 285 and Instrument No. 200201090003376, Register's Office of Davidson County, Tennessee.
5. Charter of the Cloister Owners' Association of record in Book 6076, page 203, Register's Office of Davidson County Tennessee.
6. Terms and conditions of a Ground Lease by and between James D. Niedergreses, Bishop of the Diocese of Nashville, and St. Henry's Property Development, Inc., dated June 3, 1985, of record in Book 6596, page 608, Register's Office of Davidson County, Tennessee.
7. Storm Water Detention Agreement of record in Book 6824, page 870, Register's Office of Davidson County, Tennessee.

Davidson County DEEDWARR
Recvd: 03/10/06 10:18 2 pgs
Fees:13.00 Taxes:665.63
20060310-0027944

8. Agreement for Dedication of Easement for Sanitary Sewer and/or Storm Drainage of record in Book 4191, page 157, Register's Office of Davidson County, Tennessee.

This is improved property known as: 719 Mt. Carmel Place, Nashville, TN 37205

TO HAVE AND TO HOLD the said condominium apartment and leasehold interest, with the appurtenances, estate, title and interest thereto belonging to Grantees, their heirs and assigns, for the term of Grantor's Ground Lease of record in Book 6596, Page 608, Register's Office of Davidson County, Tennessee, and any extension thereof but not further.

WITNESS THE EXECUTION HEREOF this 8th day of March, 2006.

Jeanne D. Waggoner by her attorney-in-fact
Harold Keith Joseph Robinson

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Before me, the undersigned Notary Public, personally appeared, Harold Keith Joseph Robinson, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that he executed the foregoing instrument on behalf of Jeanne D. Waggoner, as her attorney-in-fact for the purposes therein contained.

Witness my hand and official seal, at office, this 8th day of March, 2006.

Notary Public

My commission expires:

MARY JAYNE MASTERS
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY, TENN.

My Commission Expires SEPT. 22, 2007