STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration for this transfer is $ 0 .

Affiant

Sworn to and subscribed before me this 22nd day of December, 2005.

Notary Public

My Commission Expires:

05-30-07

Davidson County DEEDQC
Recvd: 04/24/06 10:13 3 pgs
Fees:17.00 Taxes:0.00
20060424-0046402

BOX 10-A

RETURN TO:
PREMIER ESCROW, LLC
4301 HILLSBORO ROAD, STE 300
NASHVILLE, TN 37215

This Instrument Prepared By:
Kevin D. Montgomery
HARDEMAN & MONTGOMERY
4301 Hillsboro Road, Suite 300
Nashville, Tennessee 37215

QUITCLAIM DEED

| ADDRESS NEW OWNER(S) AS FOLLOWS: | SEND TAX BILLS TO: | MAP-PARCEL NO. |
|---|---|---|
| | | 105-07-0 294.00 |
| | | 105-07-0 295.00 |
| GMAT Holdings, G.P. | New Owner | 105-07-0 297.00 |
| 650 Wedgewood Avenue | | 91-2-51 |
| Nashville, Tennessee 37203 | | 119-05-0 345.00 |

FOR GOOD AND VALID CONSIDERATION, receipt of which is hereby acknowledged, Sappy Pants, G.P., a Tennessee General Partnership ("Grantor"), does this day transfer, quitclaim and convey unto GMAT Holdings, G.P., a Tennessee General Partnership ("Grantee") all of its interest in the property described herein below, being land in Davidson County, Tennessee described as follows:

**Tract 1:**

Land in Davidson County, Tennessee, being the easterly one-half of Lot No. 15 in the Plan of the Moore Tract, a plan of which is recorded in Book 137, page 91, said Register's Office.

Said easterly part of Lot No. 15 fronts 50 feet on the north side of Moore Avenue and extends back between parallel lines 148-1/4 feet to a line in the rear, measuring 50 feet thereon.

Being part of the same property conveyed to Sappy Pants, G.P. from Mary B. Johnson, unmarried, by Warranty Deed of record in Instrument No. 20040831-0105117, Register's Office for Davidson County, Tennessee.

**Tract 2:**

Land in Davidson County, Tennessee, being the westerly one-half of Lot No. 15 on the Plan of the Moore Tract, as of record in Book 137, page 91, Register's Office for Davidson County, Tennessee.

Said part of Lot 15 fronts 50 feet on the northerly side of Moore Avenue and runs back between parallel lines 148-1/4 feet to a dead line.

Being part of the same property conveyed to Sappy Pants, G.P. from Mary B. Johnson, unmarried, by Warranty Deed of record in Instrument No. 20040831-0105117, Register's Office for Davidson County, Tennessee.

**Tract 3:**

Land in Davidson County, Tennessee, being the south sixty (60) feet of Lot No. 16 on the plan of the Moore Tract, of record in Book 137, page 91, Register's Office for said County.

Said part of lot fronts sixty (60) feet on the easterly margin of Martin Street and runs back between parallel lines along the north margin of Moore Avenue 100 feet to the west line of Lot No. 15.

Being part of the same property conveyed to Sappy Pants, G.P. from Mary B. Johnson, unmarried, by Warranty Deed of record in Instrument No. 20040831-0105117, Register's Office for Davidson County, Tennessee.

**Tract 4:**

Land in Davidson County, Tennessee, being Lot No. 3 of Block 16, on the map of Cherokee Park Subdivision, as of record in Plat Book 161, page 75, Register's Office for Davidson County, Tennessee, to which plan reference is hereby made for a more complete and accurate legal description.

Being the same property conveyed to Sappy Pants, G.P., from Mary Pratt, unmarried, by Warranty Deed of record in Instrument No. 20050622-0071404, Register's Office for Davidson County, Tennessee.

**Tract 5:**

Land in Davidson County, Tennessee, being Lot No. 12 and the easterly 25 feet of Lot No. 13 of Block 2, on the Plan of the Subdivision of Blocks 1 and 2, in the Cumberland Nurseries, as of record in Book 161, page 35, Register's Office for said County.

Said Lot No. 12 and part of Lot No. 13 front together 75 feet on the southerly side of Joiner Avenue, and run back between lines, with the westerly margin of an alley, 150 feet to an alley in the rear.

Being the same property conveyed to Sappy Pants, G.P. by Final Decree Confirming Sale of record as Instrument No. 20041230-0154671, Register's Office for Davidson County, Tennessee.

**Tract 6:**

Being Lot No. 21 in Mallory's Subdivision as of record in Book No. 161, Page 55, Register's Office for said county.

Said Lot No. 21 fronts forty (40) feet on the south side of Moore Avenue and runs back between parallel lines one thirty-six and 5/10 (136.5) feet to an alley.

Being the same property conveyed to Sappy Pants, G.P. by Final Decree Confirming Sale of record as Instrument No. 20041230-0154671, Register's Office for Davidson County, Tennessee.

Said property is conveyed subject to such limitations, restrictions and encumbrances as may affect the premises.

IN WITNESS WHEREOF I have hereunto set my hand on this the 22nd day of December, 2005.

SAPPY PANTS, G.P.
By: D & J Properties of Tennessee, LLC

Jeff Gaw, Chief Manager

By: Magi Group, LLC

Sean Lewis, Managing Member

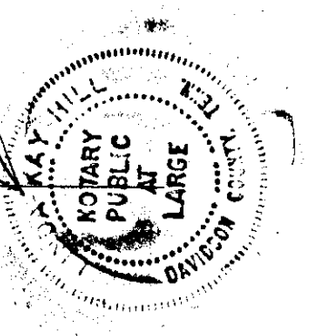
STATE OF TENNESSEE
COUNTY OF DAVIDSON

Before me, the undersigned notary public of the state and county aforesaid, personally appeared Jeff Gaw, with whom I am personally acquainted and who, upon oath, acknowledged himself to be Chief Manager of D & J Properties of Tennessee, LLC, a limited liability company that he acknowledged to be a partner of Sappy Pants, GP, a Tennessee General Partnership, and that he as such Chief Manager, executed the foregoing instrument for the purposes therein contained by signing the name of the partnership (the bargainor) by himself as Chief Manager of the limited liability company, which is the partner of the bargainor.

Witness my hand and seal this 22 day of December, 2005.

Linda Kay Hill
Notary Public

My Commission Expires: 05-30-07




STATE OF TENNESSEE
COUNTY OF DAVIDSON

Before me, the undersigned notary public of the state and county aforesaid, personally appeared Sean Lewis, with whom I am personally acquainted and who, upon oath, acknowledged himself to be Managing Member of Magi Group, LLC, a limited liability company that he acknowledged to be a partner of Sappy Pants, GP, a Tennessee General Partnership, and that he as such Managing Member, executed the foregoing instrument for the purposes therein contained by signing the name of the partnership (the bargainor) by himself as Managing Member of the limited liability company, which is the partner of the bargainor.

Witness my hand and seal this 22 day of December, 2005.

Linda Kay Hill
Notary Public

My Commission Expires: 05-30-07

