PREPARED BY (AND RETURN TO):

WILKINS & IVEY
Attorneys At Law

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104 Woodmont Blvd.
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W & I Ref: Title No: 48165

Dav. Co. File: Box 8

Davidson County DEEDWARR
Recvd: 09/01/06 12:27 5 pgs
Fees:27.00 Taxes:0.00

20060901-0108357

ADDRESS NEW OWNER:	**RESPONSIBLE FOR TAX PAYMENT:**
Bank of America, N.A. Successor Co-Trustee Ann S. Polly, Co-Trustee c/o Teri Claeson Bank of America P. O. Box 4446 Atlanta, GA 30302	same

TAX MAP-PARCEL NUMBERS: 129110A29100CO

DEED OF LEASEHOLD INTEREST

FOR AND IN CONSIDERATION of the sum of **$181,000.00 ,** cash in hand paid by the hereinafter named Grantee, and other good and valuable consideration, the receipt of which is hereby acknowledged, the undersigned **Thomas Leo Beehan and Eileen Theresa Beehan and Kathleen Beehan Prezocki and Margaret Ann Beehan as devisees under the will of Mary Catherine Beehan of record in Docket No. 06P976, in the Seventh Circuit Court for Davidson County, Tennessee, Probate Division**, hereinafter called the **Grantor**, has bargained and sold, and by these presents does hereby transfer and convey unto **Bank of America, N.A. Successor Co-Trustee and Ann S. Polly, Co-Trustee under the will of L. Berge Shyer** hereinafter called the **Grantee**, Grantee's heirs and assigns, a certain tract or parcel of land in Davidson County, Tennessee, described as follows:

To Wit:

A Condominium Apartment in Davidson County, Tennessee, being Unit No.101-R of The Cloister at St. Henry Phase 1-D, a horizontal property regime pursuant to the Tennessee Horizontal Property Act, as shown on Exhibit "B" to the Master Deed of record in Book 6933, page 927 Register's Office for said County, to which source reference is hereby made for a more complete details of description, together with the said Apartment's appurtenant undivided interest in the general and limited common elements of the Condominium.

Being the same property conveyed to Mary Catherine Beehan, a widow by deed from St. Henry's Property Development, Inc., of record in Book 7342, page 695, said Register's Office. The said Mary Catherine Beehan has since died. The Last Will and Testament of Mary Catherine Beehan of record in Docket No. 06P976 in the Seventh Circuit Court for Davidson County, Tennessee, Probate Division, devised subject property to Thomas Leo Beehan, Kathleen Beehan Prezocki, Margaret Ann Beehan and Eileen Theresa Beehan.

Grantee understands that Grantor is not conveying the real estate in fee simple and this conveyance is both a sublease by Grantor to Grantee of the above described condominium apartment for the full term of Grantors Ground Lease and any extension thereof, and conveyance by Grantor of all right, title and interest of the Grantor in the described condominium apartment. By acceptance of this conveyance, Grantee agrees to assume jointly with the Cloister Owner's Association all obligations of the Grantor under Grantors Ground Lease including payment of

all real estate taxes assessed against both land and buildings. The attached copy of a resolution of the Board of Directors of St. Henry Property Development, Inc. is incorporated herein as Exhibit "A" to this instrument.

Description Reference: Described from information contained in recorded condominium documents.

This conveyance is subject to: Taxes for 2006, and subsequent years; The Plan, with Owner's Certificate, of record shown as Exhibit "B" to the Master Deed and By-Laws in Book 6933, Page 927, said Register's Office, which Plan shows minimum building set back lines and easements and to which Plan reference is hereby made for a more complete description thereof. Non-disturbance Agreement of record in Book 7306, page 289, said Register's Office. Subject to terms and conditions of Ground Lease by and between James D. Niedergeses, Bishop of the Diocese of Nashville and St. Henry's Property Development, Inc., of record in Book 6922, page 282, said Register's Office. Easement for sanitary sewer and/or storm drainage of record in Book 4191, page 157, said Register's Office. The provisions of the condominium Master Deed of record in Book 6933, page 927, Book 7404, page 766, Book 7590 page 273, Book 9269, page 285, Doc. No. 20020109-0003376, said Register's Office, which submits said property to a Horizontal Property Regime pursuant to the provisions of the Tennessee Horizontal Property Act and sets forth restrictions, assessments, liens and other matters.

This instrument is executed on behalf of Thomas Leo Beehan, Margaret Ann Beehan and Kathleen Beehan Prezocki by Eileen Theresa Beehan as Attorney in Fact pursuant to a Powers of Attorney being recorded simultaneously herewith. The affidavit of said Attorney in Fact is attached as "Exhibit A' to this instrument and incorporated herein by reference.

This is improved property, known as: 291 Cana Circle, Nashville, Tennessee 37205

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said Grantee, Grantee's heirs or assigns, forever.

GRANTOR COVENANTS with the said Grantee that Grantor is lawfully seised and possessed of said land in fee simple, has a good right to convey it, and the same is unencumbered, unless otherwise herein set out.

GRANTOR FURTHER COVENANTS and binds Grantor, Grantor's heirs and representatives, to warrant and forever defend the title to the said land to the said Grantee, Grantee's heirs and assigns, against the lawful claims of all persons whomsoever.

WITNESS THE EXECUTION HEREOF this 31st day of August, 2006 .

Thomas Leo Beehan by Eileen Theresa Beehan, Atty-In-Fact

Thomas Leo Beehan by Eileen Theresa Beehan, Atty-In-Fact

Eileen Theresa Beehan

Eileen Theresa Beehan

Kathleen Beehan Prezocki by Eileen Beehan, Atty-in-Fact

Kathleen Beehan Prezocki, by Eileen Theresa Beehan, Atty-In-Fact

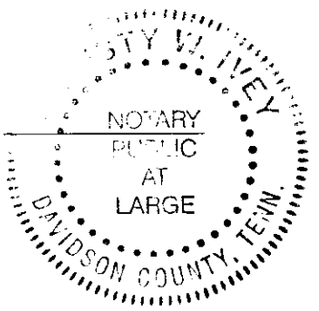
Margaret Ann Beehan by Eileen Theresa Beehan, Atty-In-Fact

Margaret Ann Beehan by Eileen theresa Beehan, Atty-In-Fact

State of TENNESSEE

County of DAVIDSON

On this 31st day of August, 2006, before me the undersigned authority, personally appeared Eileen Theresa Beehan, to me known (or proved to me on the basis of satisfactory evidence) to be the person(s) described in and who executed the foregoing instrument, and acknowledged the execution as a free act and deed.

My Commission Expires: 

My Commission Expires JULY 21, 2007

Notary

State of TENNESSEE

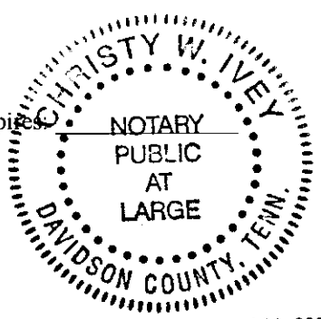
County of DAVIDSON

AFFIDAVIT

The undersigned declares under oath that the actual consideration or value, whichever is greater, for this Conveyance of the **Leasehold is Exempt from tax**

Eileen Theresa Beehan
Affiant

Sworn and subscribed before me this 31st day of August, 2006

My Commission Expires: 

My Commission Expires JULY 21, 2007

Notary Public

State of Tennessee
County of Davidson

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named , **Eileen Theresa Beehan** with whom I am personally acquainted (or whose identity was proved to me on the basis of satisfactory evidence), and who acknowledged the execution of the within instrument on behalf of **Thomas Leo Beehan, Kathleen Beehan Prezocki, Margaret Ann Beehan** , as Attorney-in-Fact, as the free act and deed of the said Principal(s).

Witness my hand and official seal at Nashville, Tennessee, this 31st day of August, 2006

Notary Public

My Commission Expires:

CHRISTY W. IVEY NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

My Commission Expires JULY 21, 2007

EXHIBIT "B"
To
Warranty Deed

FROM: Thomas Leo Beehan and Eileen Theresa Beehan and Kathleen Beehan Prezocki and Margaret Ann Beehan

TO: Bank of America, N.A. Successor Co-Trustee and Ann S. Polly, Co-Trustee

State of Tennessee
County of Davidson

AFFIDAVIT

The undersigned Affiant, being first duly sworn, deposes and says as follows:

1. That the document to which this affidavit is exhibited is executed by the undersigned as attorney-in-fact for the principal(s) thereon shown.

2. That this execution is proper and within the scope of the power-of-attorney referenced in the instrument.

3. Pursuant to the provisions of *Tennessee Code Annotated,* Section 34-6-105(c), of the Uniform Durable Power of Attorney Act, the undersigned Affiant certifies that at the time of execution of said document the Affiant had no knowledge or notice of the termination of the power-of-attorney, either by revocation or by a principal's death, disability, or incapacity.

Further the Affiant Saith not.

Eileen Theresa Beehan

Eileen Theresa Beehan, Affiant

Sworn to and subscribed before me this 31st day of August, 2006

Notary Public

My Commission Expires:

CHRISTY W. IVEY NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

My Commission Expires JULY 21, 2007

EXHIBIT "A"

RESOLUTION

WHEREAS, the Master Deeds for The Cloister at St. Henry provide at Section 18(d) circumstances under which a unit owner may sell his unit to the developer, St. Henry's Property Development, Inc. ("S.H.P.D.") for 80% of appraised fair market value; and,

WHEREAS, a question has arisen regarding whether or not S.H.P.D. may on the death of a unit owner compel the succeeding owners to sell to S.H.P.D. at 80% of appraised fair market value; and,

WHEREAS, S.H.P.D. has never intended to compel any owner to sell to it at 80% of appraised fair market value; and,

WHEREAS, S.H.P.D. understands that Section 18(d) does not grant it any right to compel such a sale at the death of an owner or otherwise;

NOW, THEREFORE, Be It:

RESOLVED, that for the purpose of clarifying interpretation of the Master Deeds' Section 18(d) and with express understanding that prospective unit purchasers of The Cloister at St. Henry will rely on the statements in this resolution, S.H.P.D. declares that it will not under any circumstances compel any unit owner to sell a unit to S.H.P.D. at 80% of appraised fair market value, but will purchase units at 80% of appraised fair market value upon request of a unit owner provided such unit owner has fully complied with all pre-requisites to the obligations of S.H.P.D. as provided in Section 18(d).

Resolution unanimously adopted by Board of Trustees for St. Henry Property Development, Inc. at its regular monthly meeting on Wednesday, March 6, 1985.

Karol F. Grace
Karol F. Grace
Board Member and Secretary

RECORDERS MEMO
LEGIBILITY OF WRITING, TYPING OR PRINTING IN THIS DOCUMENT UNSATISFACTORY WHEN RECEIVED