WARRANTY DEED

THIS INDENTURE, made and entered into this 3rd day of **October, 2006** by and between **Turtle Realty, LLC, a Tennessee limited liability company,** party of the first part, and **Joshua Smith,** party of the second part.

WITNESSETH: That for and in consideration of Ten Dollars ($10.00), cash in hand paid and other good and valuable considerations, the receipt of all of which is hereby acknowledged, the said party of the first part has bargained and sold and does hereby bargain, sell, convey and confirm unto the said party of the second part the following described real estate, situated and being in the County of Davidson, Tennessee and more particularly described on **Exhibit A** attached hereto and made a part hereof..

TO HAVE AND TO HOLD the aforesaid real estate, together with all appurtenances and hereditaments thereunto belonging or in any wise appertaining unto the said party of the second part, his heirs, successors and assigns in fee simple forever.

And the said party of the first part does hereby covenant with the said part of the second part that he is lawfully seized in fee of the aforedescribed real estate; that he has a good right to sell and convey the same; that the same is unencumbered, except for the exceptions set forth on **Exhibit B** attached hereto and made a part hereof;

and that the title and quiet possession thereto he will warrant and forever defend against the lawful claims of all persons.

The word "party" as used herein shall mean "parties" if more than one person or entity be referred to, and pronouns shall be construed according to their proper gender and number according to the context hereof.

WITNESS the signature of the said party of the first part the day and year first above written.

Turtle Realty, LLC
a Tennessee limited liability company

By: _____
E.H. Lannom, III, Chief Manager

STATE OF TENNESSEE)
COUNTY OF Davidson)

On this 4th day of October, 2006, before me personally appeared **E.H. Lannom, III**, with whom I am personally acquainted and who, upon oath acknowledged that he is the sole member and Chief Manager of **Turtle Realty, LLC, a Tennessee limited liability company**, the within-named bargainor, a Tennessee limited liability company, and who, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of said limited liability company by himself as such sole member and Chief Manager .

WITNESS my hand and Notarial Seal at office the day and year above written.

_____
Notary Public

My Commission expires: 5-22-2010

PREPARED BY:
GRIFFIN, CLIFT, EVERTON & THORNTON, PLLC
6489 QUAIL HOLLOW SUITE 100
MEMPHIS, TN 38120

JO ANN SMITH
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY, TENN.
My Commission Expires MAY 22, 2010

Davidson County DEEDWARR
Recvd: 10/05/06 12:19 5 pgs
Fees:28.00 Taxes:5550.00

20061005-0123861

PARCEL ID NUMBER:
Map-Par. 93-5-4-32

PROPERTY ADDRESS:
162 8th Avenue North
Nashville, Tennessee 37203

PROPERTY OWNER & ADDRESS/
MAIL TAX BILLS TO:
Joshua Smith
167 8th AVE N
NASHVILLE, TN 37203

State of Tennessee
County of Davidson

I, or we, hereby swear or affirm that to the best of affiant's knowledge, information and belief, the actual consideration for this transfer or value of the property transferred, whichever is greater is $1,500,000.00, which amount is equal to or greater than the property transferred would command at a fair and voluntary sale.

Affiant

Subscribed and sworn before me this 24th day of Oct., 2005.

Notary Public

Commission expiration: 5-22-2010

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JO ANN SMITH
STATE OF TENNESSEE
NOTARY PUBLIC
DAVIDSON COUNTY, TENN.
My Commission Expires MAY 22, 2010

EXHIBIT A -Property Description

(To Warranty Deed by and between Turtle Realty, LLC, a Tennessee limited liability company, party of the first part, and Joshua Smith, party of the second part)

PARCEL NO. 1:

Land in Davidson County, Tennessee, being part of Lot No. 151 on the Original Plan of the Town of Nashville, not of record, described as follows:

Beginning on the easterly margin of 8th Avenue North, formerly Spruce Street, as widened, at a point 85 feet 8.2 inches, more or less, north of the northerly margin of Commerce Street, said point being the northwest corner of the property conveyed to M.S. and L. Lebeck by deed from Robert Vaughn, Clerk and Master of record in Book 452, page 404, Register's Office for said County; thence with the easterly margin of said Avenue, northwardly 71 feet, more or less, to the southwest corner of the Robert's property; thence with said Robert's southerly line eastwardly 160 feet, more or less, to the westerly margin of an alley; thence with said alley southwardly 71 feet, more or less, to the northeast corner of said Lebeck's property; thence with Lebeck's northerly line westwardly 160 feet, more or less, to the beginning.

INCLUDED IN THE ABOVE DESCRIPTION BUT EXCLUDED FROM THIS CONVEYANCE IS THE FOLLOWING PARCEL:

Being a tract of land in the First Civil District of Nashville, Davidson County, Tennessee, bounded on the north by the Homer Brown, Jr., et al property as of record in Deed Book 6922, page 290, Register's Office for Davidson County, Tennessee, bounded on the east by the westerly margin of alleyway #113, bounded on the south by the Ira Mendell property as of record in Deed Book 7897, page 545, Register's Office for Davidson County, Tennessee, and being more particularly described as follows:

Commencing at an existing P.K. nail in the westerly margin of the alleyway #113 and being the northeasterly corner of the tract herein described;

Thence, with the westerly margin of alleyway #113, South 27 deg. 18 min. 28 sec. East 71 feet;

Thence, a common line with the Ira Mendall property as of record in Deed Book 7897, page 545, Register's Office for Davidson County, Tennessee, South 62 deg. 31 min. 37 sec. West, 43.70 feet;

Thence, a common line with the Homer Brown, Jr., et al property as of record in Deed Book 6922, page 290, Register's Office for Davidson County, Tennessee, North 62 deg. 31 min. 37 sec. East, 43.70 feet to the point of beginning.

Being part of the same property conveyed to Turtle Realty, LLC, by deed of record as Instrument No. 20001208-0121181, said Register's Office.

PARCEL NO. 2:

Being a parcel of land in the First Civil District of Nashville, Davidson County, Tennessee, bounded on the north by the Ira Mendell property as of record in Deed Book 7897, page 545, Register's Office for Davidson County, Tennessee, bounded on the south by the northerly margin of Commerce Street, bounded on the west by the easterly margin of Eighth Avenue North, and being more particularly described as follows:

Commencing at a point, said point being the intersection of the easterly margin of Eighth Avenue North and the northerly margin of Commerce Street;

Thence, with the easterly margin of Eighth Avenue North, North 27 deg. 18 min. 28 sec. West, 55.00 feet;

Thence, a common line with the Ira Mendell property as of record in Deed Book 7897, page 545, Register's Office for Davidson County, Tennessee, North 62 deg. 31 min. 37 sec. East, 28.92 feet;

Thence, with a new line, South 27 deg. 18 min. 28 sec. East, 55.00 feet;

Thence, with the northerly margin of Commerce Street, South 62 deg. 31 min. 48 sec. West, 28.92 feet to the point of beginning.

PARCEL NO. 3:

Being a parcel of land in the First Civil District of Nashville, Davidson County, Tennessee, bounded on the north by the Turtle Realty, LLC, property as of record as Instrument No. 20001208012118 1, Register's Office for Davidson County, Tennessee, bounded on the south by Goodlett Realty Co. property as of record in Deed Book 1586, page 92, Register's Office for Davidson County, Tennessee, bounded on the west by the easterly margin of Eighth Avenue North and being more particularly described as follows:

Commencing at a point in the easterly margin of Eighth Avenue North, said point being 85.00 feet northerly of the northerly margin of Commerce Street and being the northwesterly corner of the tract herein described;

Thence, a common line with the Turtle Realty, LLC, property as of record as Instrument No. 20001208012118 1, Register's Office for Davidson County, Tennessee, North 62 deg. 31 min. 37 sec. East, 107.39 feet;

Thence, with a new line, South 27 deg. 18 min. 28 sec. East, 15.00 feet;

Thence, with a new line, South 62 deg. 31 min. 37 sec. West, 78.47 feet;

Thence, with a new line, South 27 deg. 18 min. 28 sec. East, 15.00 feet;

Thence, a common line with the Goodlett Realty Co., property as of record in Deed Book 1586, page 92, Register's Office for Davidson County, Tennessee, South 62 deg. 31 min. 37 sec. West, 28.92 feet;

Thence, with the easterly margin of Eighth Avenue North, North 27 deg. 18 min. 28 sec. West, 30.00 feet to the point of beginning.

Parcel Nos. 2 and 3 Being the same property conveyed to Turtle Realty, LLC, a Tennessee limited liability company, by deed of record as Instrument No. 20051006-0120441, said Register's Office.

EXHIBIT B -Exceptions

(To Warranty Deed by and between Turtle Realty, LLC, a Tennessee limited liability company, party of the first part, and Joshua Smith, party of the second part)

1. Facts which would be disclosed by a comprehensive survey of the premises described in Exhibit A;

2. Rights and claims of parties in possession;

3. Mechanics', Contractors', or Materialmen's liens and lien claims, if any, where no notice appears of record;

4. General or special taxes and assessments required to be paid pursuant to the provisions of Tennessee Code Annotated sections 67-5-603, et seq.

5. The terms, conditions and provisions contained in the Quitclaim Deed of record as Instrument No. 20051006-0120441, in the Register's Office for Davidson County, Tennessee.

6. Deed of Trust dated December 1, 2000, executed by Turtle Realty, LLC, a Tennessee limited liability company, in favor of E. H. Lannon, Jr. Marital Trust, June F. Lannon, Edward H. Lannon, III and John M. Lannon, Co-Trustees of record as Instrument No. 2001208-0121183, in the Register's Office for Davidson County, Tennessee, as amended by instrument of record as Instrument Nos. 20050311-0027338 and 20051007-0121171, said Register's Office.