Davidson County DEEDWARR
Recvd: 03/30/07 15:30 9 pgs
Fees:48.00 Taxes:2960.00

20070330-0038480

THIS INSTRUMENT PREPARED BY:
Elizabeth J. Blankenship, Esq.
Waller Lansden Dortch & Davis, LLP
511 Union Street, Suite 2700
Nashville, Tennessee 37219

ADDRESS NEW OWNER	SEND TAX BILLS TO:	MAP PARCEL
SEV MetroCenter III, LLC 4011 Armory Oaks Drive Nashville, TN 37204	Same	071-13-0-020.00

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $800,000.00.

Affiant

Subscribed and sworn to before me this the 30th day of March, 2007.

Notary Public

STELLA M. McDANIEL
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY, TN

My Commission Exp. Nov. 22, 2008

My Commission Expires: _____

SPECIAL WARRANTY DEED

Charles V. Duncan and **J. William Denny** and **George H. Buck, Jr.**, each owning a one-third undivided interest (collectively "Grantor"), for and in consideration of the sum of Ten Dollars ($10.00), cash and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, paid by **SEV MetroCenter III, LLC**, a Tennessee limited liability company ("Grantee"), whose address is 4011 Armory Oaks Drive, Nashville, Tennessee 37204, HAS EACH GRANTED, BARGAINED, SOLD AND CONVEYED, and by these presents DOES GRANT, BARGAIN, SELL and CONVEY unto Grantee that certain tract of land situated in Davidson County, State of Tennessee, described as follows (the "Property"):

(SEE EXHIBIT A ATTACHED HERETO AND INCORPORATED BY REFERENCE AS FULLY AS THOUGH COPIED HEREIN)

The Property is transferred subject to the limitations, restrictions, and encumbrances set forth on **Exhibit B**.

The Property is unimproved property located at 201 Great Circle Road, Nashville, Tennessee.

TO HAVE AND TO HOLD the Property, with the appurtenances, estate, title and interest thereto belonging to the said GRANTEE, its successors and assigns, forever, and GRANTOR does covenant with said GRANTEE that it is lawfully seized and possessed of the Property in fee simple, has a good right to convey it, and the same is free from all encumbrances made or suffered by Grantor, except as listed on **Exhibit B** and representations and limitations as expressly provided for hereby; and GRANTOR does further covenant and bind itself, its successors, assigns and representatives, to warrant and forever defend the title to the Property to the said GRANTEE, its successors and assigns, against the lawful claims of all persons claiming by, through or under the GRANTOR, but not further or otherwise. Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

This Special Warranty Deed may be executed in any number of counterparts, each of which shall for all purposes be deemed an original and all of which together shall constitute but one and the same instrument.

WITNESS its hand this, the 30th day of March, 2007.

GRANTOR:

By: _____
Charles V. Duncan

By: _____
J. William Denny

By: _____
George H. Buck, Jr.

N LWM1 611344 v1
2824398-000016 2/23/2007

1392254.2

STATE OF Louisiana
COUNTY OF Orleans

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared **George H. Buck, Jr.**, the bargainor, with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence), and who acknowledged that he executed the within instrument for the purposes therein contained.

Witness my hand and seal, at office, in New Orleans, Louisiana, this the 23rd day of March, 2007.

Notary Public
Eric A Bopp
Bar No 17275

ERIC A. BOPP NOTARY PUBLIC BAR #17275 STATE OF LOUISIANA

My Commission Expires:
At Death

N LWMI 611344 v1
2824398-000016 2/23/2007

1392254.2

(SEE EXHIBIT A ATTACHED HERETO AND INCORPORATED BY REFERENCE AS FULLY AS THOUGH COPIED HEREIN)

The Property is transferred subject to the limitations, restrictions, and encumbrances set forth on **Exhibit B**.

The Property is unimproved property located at 201 Great Circle Road, Nashville, Tennessee.

TO HAVE AND TO HOLD the Property, with the appurtenances, estate, title and interest thereto belonging to the said GRANTEE, its successors and assigns, forever, and GRANTOR does covenant with said GRANTEE that it is lawfully seized and possessed of the Property in fee simple, has a good right to convey it, and the same is free from all encumbrances made or suffered by Grantor, except as listed on **Exhibit B** and representations and limitations as expressly provided for hereby; and GRANTOR does further covenant and bind itself, its successors, assigns and representatives, to warrant and forever defend the title to the Property to the said GRANTEE, its successors and assigns, against the lawful claims of all persons claiming by, through or under the GRANTOR, but not further or otherwise. Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

This Special Warranty Deed may be executed in any number of counterparts, each of which shall for all purposes be deemed an original and all of which together shall constitute but one and the same instrument.

WITNESS its hand this, the 23rd day of March, 2007.

GRANTOR:

By: _____
Charles V. Duncan

By: _____
J. William Denny

By: _____
George H. Buck, Jr.

STATE OF _____
COUNTY OF _____

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared **Charles V. Duncan**, the bargainor, with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence), and who acknowledged that he executed the within instrument for the purposes therein contained.

Witness my hand and seal, at office, in _____, _____, this the _____ day of March, 2007.

_____
Notary Public

My Commission Expires:

_____

STATE OF TN
COUNTY OF Davidson

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared **J. William Denny**, the bargainor, with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence), and who acknowledged that he executed the within instrument for the purposes therein contained.

Witness my hand and seal, at office, in Nashville, TN, this the 23rd day of March, 2007.

_____
Notary Public

RYAN FOWLER
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY

My Commission Expires:
July 24, 2010

N LWM1 611344 v1
2824398-000016 2/23/2007

1392254.2

(SEE EXHIBIT A ATTACHED HERETO AND INCORPORATED BY REFERENCE AS FULLY AS THOUGH COPIED HEREIN)

The Property is transferred subject to the limitations, restrictions, and encumbrances set forth on **Exhibit B**.

The Property is unimproved property located at 201 Great Circle Road, Nashville, Tennessee.

TO HAVE AND TO HOLD the Property, with the appurtenances, estate, title and interest thereto belonging to the said GRANTEE, its successors and assigns, forever, and GRANTOR does covenant with said GRANTEE that it is lawfully seized and possessed of the Property in fee simple, has a good right to convey it, and the same is free from all encumbrances made or suffered by Grantor, except as listed on **Exhibit B** and representations and limitations as expressly provided for hereby; and GRANTOR does further covenant and bind itself, its successors, assigns and representatives, to warrant and forever defend the title to the Property to the said GRANTEE, its successors and assigns, against the lawful claims of all persons claiming by, through or under the GRANTOR, but not further or otherwise. Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

This Special Warranty Deed may be executed in any number of counterparts, each of which shall for all purposes be deemed an original and all of which together shall constitute but one and the same instrument.

WITNESS its hand this, the 22 day of March, 2007.

GRANTOR:

By: _____
Charles V. Duncan

By: _____
J. William Denny

By: _____
George H. Buck, Jr.

STATE OF TN.
COUNTY OF DAVIDSON

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared **Charles V. Duncan**, the bargainor, with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence), and who acknowledged that he executed the within instrument for the purposes therein contained.

Witness my hand and seal, at office, in Nashville, TN, this the 22ND day of March, 2007.

Tammy Duncan
Notary Public

TAMMY DUNCAN
STATE OF TENNESSEE NOTARY PUBLIC
WILSON COUNTY

My Commission Expires:
1/23/2011

STATE OF _____
COUNTY OF _____

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared **J. William Denny**, the bargainor, with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence), and who acknowledged that he executed the within instrument for the purposes therein contained.

Witness my hand and seal, at office, in _____, _____, this the _____ day of March, 2007.

_____
Notary Public

My Commission Expires:

_____

N LWM1 611344 v1
2824398-000016 2/23/2007

1392254.2

EXHIBIT "A"

LAND in Davidson County, TN, Being Lot No. 4M, on the Plan of Resubdivision of Part of Block H, Section No. 1 (Book 4675, page 48) MetroCenter Tract 4M and 4G, of record in Book 6200, page 751, Register's Office for Davidson County, Tennessee (the "Plat"), together with all easements appurtenant to Lot 4M as shown on the Plat limited to, the non-exclusive easement to connect onto any sanitary, storm sewer or utility line as shown on said Plat.

Being the same property conveyed to CHARLES V. DUNCAN, J. WILLIAM DENNY, AND GEORGE H. BUCK, JR., EACH, A ONE-THIRD UNDIVIDED INTEREST by deed from NATIONAL TAPE AND DISC CORPORATION, A TENNESSEE CORPORATION, of record as Instrument No. 20030918-0138206, dated September 12, 2003, Register's Office for Davidson County, Tennessee.

The above described Property is not the usual place of residence of the Grantor.

EXHIBIT "B"

THE FOREGOING DESCRIBED PROPERTY IS CONVEYED SUBJECT TO THE FOLLOWING:

1. Davidson County taxes for the year 2007 and subsequent years.

2. Matters shown on the Plan of record in Book 4675, page 48 and Book 6200, page 751, Register's Office for Davidson County, Tennessee.

3. Restrictive Covenants contained in instrument of record in Book 7487, page 952, said Register's Office.

4. Restrictive Covenants contained in instrument of record in Book 9408, page 795, said Register's Office.

5. Restrictive Covenants in favor of Arby's Inc. contained in instrument of record in Book 9382, page 56, said Register's Office.

6. Restrictive Covenants in favor of Taco Bell Corp. contained in instrument of record in Book 9420, page 176, said Register's Office.

7. 30 foot common access and public utility easement for Cumberland Bend as shown on the plan of record in Book 5035, page 972, said Register's Office.

8. Reservation of Easements as set out in the deed of record in Book 9408, page 790, said Register's Office.

9. Metropolitan Government Easement for the operation and maintenance of a flood control levee outlet works, including retention lakes and drainage canals as set out in the deed of record in Book 9408, page 790, said Register's Office.

10. Any easements held by Nashville Electric Service for transmission lines as set out in the deed or record in Book 9408, page 790, said Register's Office.

11. Any easements held by South Central Bell Telephone Company as set out in the deed of record in Book 9408, page 790, said Register's Office.

12. Title to that portion of the premises embraced within the bounds of any streets, roads or highways.