THIS INSTRUMENT PREPARED BY:

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STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $NONE.

Mary Lee Proctor O'Neil
AFFIANT

Subscribed and sworn to before me this 23rd **day of** January, **2008.**

JULIA C. HUNT
STATE OF TENNESSEE
NOTARY PUBLIC
DAVIDSON COUNTY, TENN.

Julia C. Hunt
Notary Public

My Commission Expires: My Commission Expires MAR. 21, 2009

Address of New Owner:	Send Tax Bills To:	Tax Map and Parcel Nos.:
Mary Lee Proctor O'Neil, Trustee of The William S. O'Neil Bypass Trust 6611 Fox Hollow Road Nashville, TN 37205	-SAME-	Map 130-5 Parcels 90 & 91 Map 142-7 Parcel 3 Map 104-11 Parcel 212

QUITCLAIM DEED

KNOW ALL PERSONS by these presents that Mary Lee Proctor O'Neil, Successor Trustee of The William S. O'Neil Living Trust, established by the Revocable Trust Agreement of William S. O'Neil, dated June 23, 2004, for and in consideration of the sum of Ten and no/100 Dollars ($10.00), cash in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, hereby releases, remises and quitclaims unto Mary Lee Proctor O'Neil, Trustee of The William S. O'Neil Bypass Trust UTA dated June 23, 2004, all of the right, title and interest of the decedent and the decedent's estate in and to certain tracts or parcels of land in the State of Tennessee, being more particularly described on Exhibit A attached hereto and incorporated herein by reference.

Davidson County DEEDQC
Recvd: 01/28/08 13:57 3 pgs
Fees:17.00 Taxes:0.00
20080128-0008827

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

WITNESS my hand this 23 day of January, 2008.

Mary Lee Proctor O'Neil

Mary Lee Proctor O'Neil, Successor Trustee of
The William S. O'Neil Living Trust

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, Mary Lee Proctor O'Neil, Successor Trustee, with whom I am personally acquainted, and who acknowledged that she executed the within instrument for the purposes therein contained.

WITNESS my hand, at office, this 23rd day of January, 2008.

Julia C. Hunt

Notary Public

My Commission Expires:

JULIA C. HUNT
STATE OF TENNESSEE
NOTARY PUBLIC
DAVIDSON COUNTY, TENN.

My Commission Expires MAR. 21, 2009

EXHIBIT A
Legal Description

Map 130-5 Parcels 90 & 91
122 and 124 Brookfield Avenue, Nashville, TN 37205

Land in the 7th Civil District of Davidson County, Tennessee, being Lots Nos. 10 and 11, of Block "E" on the Second Revised Plan of Highlands of Belle Meade No. 2, as of record in Book 1130, Pages 71 and 72, Register's Office for said County.

Said Lots Nos. 10 and 11 front 100 feet each on the northerly side of Brookfield Avenue and run back between parallel lines 200 feet to a dead line.

Map 142-7 Parcel 3
7139 Old Harding Pike, Nashville, TN 37221

LAND in Davidson County, Tennessee, being Lot No. 50 on the Plan of Resubdivision of lots 50, 51 and 53 on the plan of Valley West of record in Plat Book 5210, Page 96, Register's Office for said County.

SAID Lot No. 50 fronts 95.0 feet on the southeasterly margin of Old Harding Pike and extends back 166.86 feet on the northeasterly line and 171.85 feet on the southwesterly line to a dead line in the rear, measuring 85.11 feet thereon.

The above parcels being the same property conveyed to William S. O'Neil, Trustee of The William S. O'Neil Living Trust, established by the Revocable Trust Agreement of William S. O'Neil, dated June 23, 2004, by warranty deed from William S. O'Neil of record as Instrument No. 20051013-0123232, Register's Office for Davidson County, Tennessee. William S. O'Neil died on December 29, 2005. Upon the death of William S. O'Neil, Mary Lee Proctor O'Neil became the Successor Trustee of said William S. O'Neil Living Trust.

Map 104-11 Parcel 212
2103 Natchez Trace, Nashville, TN 37212

Land in Davidson County, Tennessee, being the north 58.2 feet of Lot No. 2 of Block 7, on the Plan of Fairfax Place, as of record in Book 547, pages 137 and 138, Register's Office for said County, to which plan reference is made for a more complete description.

The above parcel being the same property conveyed to William S. O'Neil, Trustee of The William S. O'Neil Living Trust, established by the Revocable Trust Agreement of William S. O'Neil, dated June 23, 2004, by warranty deed from William S. O'Neil of record as Instrument No. 20051221-0152783, Register's Office for Davidson County, Tennessee. *Said William S. O'Neil owned a one-half undivided interest in said parcel.* William S. O'Neil died on December 29, 2005. Upon the death of William S. O'Neil, Mary Lee Proctor O'Neil became the Successor Trustee of said William S. O'Neil Living Trust.