THIS INSTRUMENT PREPARED BY:
R. Eric Thornton, Esq.
RAMSEY, THORNTON & BARRETT, PLC
507 East College Street
Dickson, Tennessee 37055
CHIC 8446

Davidson County DEEDWARR
Recvd: 06/24/08 14:03 3 pgs
Fees:18.00 Taxes:2072.00
20080624-0065042

WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of FIVE HUNDRED SIXTY THOUSAND AND 00/100 ($560,000.00) DOLLARS, cash in hand paid by K & S HOTEL PROPERTIES, LLC, receipt of which is hereby acknowledged, TOLINE PROPERTIES, L.P., a Tennessee limited partnership, JACQUELYN L. DENBO, CHARLES E. LAFONT and WILLIAM M. LAFONT, have bargained and sold, and by these presents do transfer and convey unto the said K & S HOTEL PROPERTIES, LLC, a Tennessee limited liability company, its successors and assigns, a certain tract or parcel of land as follows:

Lying and being in the Ninth Civil District of Davidson County, State of Tennessee, and being more particularly described as follows:

BEGINNING on an existing iron pin, the southeast corner of Sankari (aka Zion Baptist Church), thence South 80 degrees 15 minutes 50 seconds East 5.44 feet to an existing steel fence post in the west boundary line of Johnston, thence on with the west boundary line of Johnston and meandering with a fence row South 04 degrees 03 minutes 38 seconds West 1364.91 feet to a 12-inch maple at a fence corner in the north boundary line of Waters; thence on with the boundaries of Waters, North 84 degrees 28 minutes West 114.04 feet to a 20-inch oak fence corner; thence South 09 degrees 45 minutes 18 seconds West 313.12 feet to an existing iron pin in the north boundary line of Howell, thence on with the north boundary of Howell to points as follows: North 86 degrees 39 minutes 52 seconds West 232.21 feet to an existing iron pin; thence South 69 degrees 27 minutes 35 seconds West 84.49 feet to an existing wood fence post, thence South 52 degrees 14 minutes 36 seconds West 49.17 feet to a set iron pin; thence South 46 degrees 09 minutes 13 seconds West 44.35 feet to a set iron pin; thence South 49 degrees 07 minutes 19 seconds West 257.13 feet to an existing wood fence post; thence on with Johnny Howell, North 81 degrees 54 minutes 54 seconds West 435.95 feet to a set iron pin in an old beech stump in the east boundary line of Monroe; thence on with Monroe, North 00 degrees 44 minutes 20 seconds East 148.93 feet to an existing iron pion the in boundary line of Reeder; thence on with Reeder to points as follows: thence North 73 degrees 54 minutes 28 seconds East 378.92 feet to an existing iron pin; thence North 22 degrees 29 minutes 43 seconds West 410.52 feet to an existing iron pin; thence North 08 degrees 48 minutes 12 seconds East 507.41 feet to an existing iron pin, the southeast corner of Hanloser; thence on with the boundary line of Hanloser and following some metal posts, North 09 degrees 01 minutes 30 seconds East 784.09 feet to a 2-inch iron pipe in the right of way of Highway 100; thence on with said right of way, North 80 degrees 11 minutes 53 seconds East 213.26 feet to a point, the intersection of Old Highway 100 and new Highway 100; thence on with the right of way of Old Highway 100 to points as follows: South 81 degrees 21 minutes 46 seconds East 76.03 feet; South 81 degrees 21 minutes 46 seconds East 119.49 feet; thence to the beginning of a curve to the Left having a radius of 1122.51 feet from which the radius point bears North 05 degrees 41 minutes 35 seconds East; thence Left along said curve for an arc length of 283.97 feet, said curve having a chord bearing of North 88 degrees 26 minutes 45 seconds East 283.21 feet; thence North 83 degrees 28 minutes 04 seconds East 73.05 feet to an existing iron pin, the northeast corner of the Sankari (aka Zion Baptist Church); thence on with said property to points as follows: South 06 degrees 02 minutes 42 seconds East 102.73 feet to a point in a drain; thence North 80 degrees 41

minutes 59 seconds East 87.29 feet to the point of beginning, the area being 1662765.82 sq. ft. or 38.17 acres, more or less, by survey of Ronald E. Brenner, R.L.S. #1833, 1208 Highway 47 East, Dickson, Tennessee, dated June 12, 2008.

Being same property conveyed to E. C. McPherson and wife, Hortense McPherson, by deed from Robert Lusk, Trustee, dated July 15, 1935, and of record in Warranty Book 981, Page 138, in the Register's Office of Davidson County, Tennessee. Also being the same property title to which vested in Hortense McPherson, upon the death of her husband, E. C. McPherson, by reason of their tenancy by the entirety. Also being the same property devised to Edith McPherson Toline and Mildred McPherson LaFont by the Last Will and Testament of Hortense McPherson, deceased. Said Will was filed for Probate on August 28, 1989, in Will Book 168, Pages 214, in the Probate Court of Davidson County, Tennessee. Also being the same property in which Edith McPherson Toline conveyed her one-half (½) interest to Toline Properties, L.P., a Tennessee limited partnership, by Quitclaim Deed, dated October 21, 1998, and of record in Book 11286, Page 557, in the Register's Office of Davidson County, Tennessee. Also being the same property in which Mildred M. LaFont conveyed her one-half (½) interest to the McPherson Estate, L.P., dated May 16, 1997, and of record in Book 10460, Page 849, in the Register's Office of Davidson County, Tennessee. Also being the same property in which The McPherson Estate, L.P., conveyed its one-half (½) interest to Jacquelyn L. Denbo, a one-third (1/3) undivided interest, Charles E. LaFont, a one-third (1/3) undivided interest, and William M. LaFont, a one-third (1/3) undivided interest, by Quitclaim Deed, dated March 14, 2006,and of record in Instrument No. 20060405-0039281, and re-recorded in Instrument No. 20060613-0070059, both in the Register's Office of Davidson County, Tennessee.

This property is subject to the right of way of Highway 100, Old Harding Pike and old road as shown on survey by Hollings T. Andrews, dated March 14, 1999.

This property is subject to all matters as shown on survey by Hollings T. Andrews, dated March 14, 1999.

This property is subject to a water line easement as shown on survey by Hollings T. Andrews, dated March 14, 1999.

To Have and to Hold the said tract or parcel of land, with the appurtenances, estate, title, and interest thereto belonging, to the said K & S HOTEL PROPERTIES, LLC, its successors and assigns, forever. And we do covenant with the said K & S HOTEL PROPERTIES, LLC, that we are lawfully seized and possessed of the said land in Fee Simple; have a good right to convey it, and the same is unincumbered except for 2008 Davidson County property taxes which have been prorated and will be paid by Grantee. And we do further covenant and bind ourselves, our heirs, successors and representatives, to warrant and forever defend the title to said land to the said K & S HOTEL PROPERTIES, LLC, its successors and assigns, against the lawful claims of all persons whomsoever.

WITNESS OUR HANDS, on this 20th day of June, 2008.

TOLINE PROPERTIES, L.P.

By: Edith McPherson Toline

Edith McPherson Toline,
Managing General Partner

JACQUELYN L. DENBO

CHARLES E. LAFONT

WILLIAM M. LAFONT

STATE OF TENNESSEE
COUNTY OF DICKSON

Before me, the undersigned, a Notary Public in and for the State and County aforesaid, personally appeared EDITH McPHERSON TOLINE, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged herself to be the Managing General Partner of TOLINE PROPERTIES, L.P., the within named bargainor, a Tennessee limited partnership, and that she as such Managing General Partner, being duly authorized to do so, executed the foregoing instrument for the purposes therein contained, by personally signing the name of the Partnership as Managing General Partner.

WITNESS MY HAND and official seal at ~~office in said~~ County this 20th day of June, 2008.

NOTARY PUBLIC

ERIC THORNTON STATE TENNESSEE NOTARY PUBLIC COUNTY OF DICKSON MY COMM. EXP. 05-23-2011

My Commission Expires: 5-23-11

STATE OF TENNESSEE
COUNTY OF DICKSON

I, a Notary Public of the State and County aforesaid, certify that the within named bargainors, JACQUELYN L. DENBO, CHARLES E. LAFONT, and WILLIAM M. LAFONT, with whom I am personally acquainted or who proved on the basis of satisfactory evidence to me to be the persons described in and who executed the foregoing instrument, personally appeared before me and acknowledged under oath that they executed the foregoing instrument as their free act and deed for the purposes therein contained.

WITNESS MY HAND and official seal at ~~office in said~~ County this 20th day of June, 2008.

NOTARY PUBLIC

ERIC THORNTON STATE OF TENNESSEE NOTARY PUBLIC COUNTY OF DICKSON MY COMM. EXP. 05-23-2011

My Commission Expires: 5-23-11

AFFIDAVIT

I hereby swear or affirm that the actual consideration for this transfer or the value of the property transferred, whichever is greater, is $560,000.00, which ~~amount~~ is equal to or greater than the amount which the property transferred would command ~~at a fair~~ voluntary sale.

AFFIANT

Sworn to and subscribed to before me this 20th ~~day of June~~, 2008.

NOTARY PUBLIC

ERIC THORNTON STATE OF TENNESSEE NOTARY PUBLIC COUNTY OF DICKSON MY COMM. EXP. 05-23-2011

My Commission Expires: 5-23-11

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Tax Map 168
Parcel No. 92.00

ADDRESS OF NEW OWNERS AND
SEND TAX BILLS TO:
K & S HOTEL PROPERTIES, LLC
P.O. Box 249
Dickson, TN 37056