NEW OWNER:

COUNTY MARKETPLACE PARTNERS & KENCO, L.P.
3030 Sidco Drive
Nashville, TN 37204

SEND TAX BILLS TO:
NEW OWNER

THIS INSTRUMENT PREPARED BY:

Rochelle, McCulloch & Aulds, P.L.L.C.
Attorneys at Law
109 North Castle Heights Ave.
Lebanon, TN 37087

FILE NO: 08-1219

Map & Parcel #106-05-0 124.00

Space for Recorder's stamp

Davidson County DEEDWARR
Recvd: 09/30/08 14:25 5 pgs
Fees:28.00 Taxes:7799.60
20080930-0099243

WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of **Two Million One Hundred Eight Thousand and 00/100 Dollars ($2,108,000.00)** cash in hand paid, the receipt of which is hereby acknowledged, **WILSON BANK & TRUST, a Tennessee banking corporation** ("Grantor") has this day bargained and sold and by these presents do hereby transfer and convey unto **COUNTY MARKETPLACE PARTNERS, a Tennessee general partnership, and KENCO, L.P., a Tennessee limited partnership** ("Grantee"), **as to each a 50% undivided interest as tenants in common,** their successors and assigns, forever, the following tract or parcel of land, situated and lying in **DAVIDSON** County, Tennessee, bound and described as follows, to-wit:

SEE **EXHIBIT "A"** ATTACHED HERETO AND MADE A PART HEREOF

Being the same property conveyed to WILSON BANK AND TRUST, by deed from Interstate Auction Co., as Special Master of the Chancery Court of Davidson County, Tennessee, dated August 21, 2008, and of record in Instrument No. 20080828-0088489, Register's Office for Davidson County, Tennessee.

WILSON BANK & TRUST IS ONE AND THE SAME ENTITY AS WILSON BANK AND TRUST

THIS IS IMPROVED PROPERTY which has the address of **1111 FOSTER AVENUE, NASHVILLE, TN**.

TO HAVE AND TO HOLD said property, together with any and all appurtenances and improvements thereunto, belonging to the said Grantee, their successors and assigns, in fee simple, forever.

GRANTOR covenants with said Grantee that Grantor is lawfully seized and possessed of said property; that Grantor has a good and lawful right to make this conveyance; that the same is free, clear and unencumbered, except as noted herein; and Grantor will forever warrant and defend the title thereto against the lawful claims of all persons whomsoever.

THIS CONVEYANCE is made subject to all visible easements, rights-of-way and all matters set forth in Exhibit "B" (Permitted Encumbrances) attached hereto.

THIS CONVEYANCE is specifically made subject to the one year Right of Redemption of the United States Department of Commerce, Economic Development Administration as provided for by 28 U.S.C. § 2410(c).

PROPERTY TAXES for the current year shall be assumed and paid by the Grantees herein.

WITNESS ITS SIGNATURE hereto this 26th day of September, 2008.

WILSON BANK & TRUST

BY: Randall Clemons

RANDALL CLEMONS, C.E.O.

STATE OF TENNESSEE
COUNTY OF WILSON

Personally appeared before me, the undersigned authority, a notary public in and for the state and county aforesaid, **RANDALL CLEMONS**, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), who acknowledged that he is **CHIEF EXECUTIVE OFFICER** of **WILSON BANK & TRUST**, the within-named bargainor, and as such authorized officer, being given the authority to so do, executed the within instrument on behalf of the corporation by signing its name as such authorized officer.

WITNESS my hand and official seal at office, this 26th day of September, 2008.

NOTARY PUBLIC

My commission expires: 7-27-09

DAVID B. FOSTER
STATE OF TENNESSEE NOTARY PUBLIC WILSON COUNTY

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The actual consideration or value, whichever is greater, for this transfer is **$2,108,000.00**.

AFFIANT

Sworn to and subscribed to before me this 26th day of September, 2008.

NOTARY PUBLIC

My commission expires: 7-27-09

DAVID B. FOUTCH
STATE OF TENNESSEE
NOTARY PUBLIC
DAVIDSON COUNTY

EXHIBIT "A"

LEGAL DESCRIPTION

BEING A TRACT OF LAND KNOWN AS LOT 1, PLAN OF FOSTER BUSINESS PARK OF RECORD IN PLAT BOOK 9700, PAGE 253 R.O.D.C., TN AND IS LOCATED ON THE WESTERLY SIDE OF FOSTER AVENUE IN THE 99TH COUNCILMANIC DISTRICT OF NASHVILLE AND DAVIDSON COUNTY, TN AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS: BEGINNING AT AN IRON PIN LOCATED ON THE WESTERLY RIGHT OF WAY MARGIN OF FOSTER AVENUE (60' R.O.W.) SAID IRON PIN MARKS THE NORTHEASTERLY CORNER OF THE AFOREMENTIONED LOT 1, HEREON DESCRIBED, AND THE SOUTHEASTERLY CORNER OF THE WILLIAM T. AND BRENDA J. MANLOVE PROPERTY OF RECORD IN INST. NO. 200403250033950 R.O.D.C., TN; THENCE, FOLLOWING THE WESTERLY RIGHT OF WAY MARGIN OF FOSTER AVENUE SOUTH 01°25'26" WEST, 499.78' TO AN IRON PIN MARKING THE NORTHEASTERLY CORNER OF THE STAR TRANSPORTATION, INC. PROPERTY OF RECORD IN DEED BOOK 9213, PAGE 522 R.O.D.C., TN;THENCE, FOLLOWING THE NORTHERLY BOUNDARY OF SAID STAR TRANSPORTATION PROPERTY NORTH 88°26'17" WEST, 340.02' TO AN IRON PIN; THENCE, SOUTH 01°18'12" WEST, 77.08' TO AN IRON PIN; THENCE, NORTH 88°45'45" WEST, 290.00' TO AN IRON PIN LOCATED ON THE EASTERLY RIGHT OF WAY MARGIN OF POLK AVENUE (60' R.O.W.), AND MARKING THE SOUTHWESTERLY CORNER OF THE HEREIN DESCRIBED PROPERTY AND THE NORTHWESTERLY CORNER OF THE AFOREMENTIONED STAR TRANSPORTATION PROPERTY; THENCE, FOLLOWING THE EASTERLY RIGHT OF WAY MARGIN OF POLK AVENUE NORTH 01°30'56" EAST, 292.15' TO AN IRON PIN MARKING THE SOUTHWESTERLY CORNER OF THE HAROLD E. JOHNSON PROPERTY OF RECORD IN DEED BOOK 8303, PAGE 590 R.O.D.C., TN; THENCE, FOLLOWING THE SOUTHERLY BOUNDARY OF SAID JOHNSON PROPERTY, SOUTH 88°34'59' EAST, 137.50' TO AN IRON PIN; THENCE, NORTH 01°49'49" EAST, 58.70' TO AN IRON PIN; THENCE, SOUTH 88°26'46" EAST, 82.50' TO AN IRON PIN, MARKING THE SOUTHEASTERLY CORNER OF THE JOHNSON PROPERTY AND THE SOUTHWESTERLY CORNER OF CLEVELAND AVENUE FOR A TOTAL DISTANCE OF 137.50' TO AN IRON PIN LOCATED IN THE SOUTHERLY BOUNDARY OF CLEVELAND AVENUE; THENCE, NORTH 63°18'43" EAST, 57.09' TO AN IRON PIN; THENCE, NORTH 01°38'01" EAST, 50.76' TO AN IRON PIN LOCATED ON THE EASTERLY RIGHT OF WAY MARGIN OF CLEVELAND AVENUE (50' R.O.W.) AND MARKING THE SOUTHWESTERLY CORNER OF THE ROBERT F. AND DAVID P. RISNER PROPERTY OF RECORD IN INST. NO. 200505260059396 R.O.D.C., TN; THENCE, FOLLOWING SAID RISNER BOUNDARY SOUTH 86°53'37" EAST, 148.30' TO A NAIL; THENCE, NORTH 62°40'54" EAST, 11.47' TO A NAIL; THENCE, NORTH 01°53'28" EAST, 146.66' TO AN IRON PIN MARKING THE SOUTHWESTERLY CORNER OF THE WILLIAM T. AND BRENDA J. MANLOVE PROPERTY OF RECORD IN INST. NO. 200403250033950 R.O.D.C., TN; THENCE, LEAVING THE RISNER EASTERLY BOUNDARY AND FOLLOWING THE MANLOVE SOUTHERLY BOUNDARY SOUTH 88°57'34" EAST, 143.95' TO THE POINT OF BEGINNING. TRACT CONTAINS 5.315 ACRES OR 231,507.49 SQUARE FEET, MORE OR LESS, ACCORDING TO THE SURVEY DATED SEPTEMBER 24, 2008, PREPARED BY PHILLIP E. HOLMES, JR. RLS #1728, VOLUNTEER LAND SURVEYING SERVICES, NASHVILLE, TENNESSEE 37224, FILE NO. 08089.

EXHIBIT "B"

PERMITTED ENCUMBRANCES

1. Taxes for the current year and subsequent years not yet due and payable.

2. All matters shown on Plat recorded in Book 9700, page 253.

3. Easement(s) to Metropolitan Government of Nashville and Davidson County, Tennessee, as set forth in instrument recorded in Book 5218, page 602.

4. Easement as retained in Book 3980, page 970.

5. Easement as retained in Metro Ordinance No. 91-1619.

6. Easement as retained in Metro Ordinance No. 95-1460.

7. Easement as retained in Metro Ordinance No. 96-242.

8. Terms and Conditions of Order of record in Davidson County Chancery Court Docket No. 07-1414-II entered July 21, 2008, including the one year Right of Redemption of the United States Department of Commerce, Economic Development Administration as provided for by 28 U.S.C. § 2410(c).

9. All matters of survey number 08089, prepared by Phillip E. Holmes, Jr. RLS #1728, dated September 24, 2008.