BILL GARRETT, Davidson County
Trans:T20100021699 DEEDWARR
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Fees:33.00 Taxes:4810.00
20100412-0027666

This Instrument Prepared By:
Harris A. Gilbert
WYATT, TARRANT & COMBS, LLP
2525 West End Avenue, Suite 1500
Nashville, Tennessee 37203
615.244.0020

# GENERAL WARRANTY DEED

Address New Owner:
TNPR1, LLC
1717 Elm Hill Pike, Suite B-1
Nashville, Tennessee 37210

Send Tax Bills To:
Same

Map and Parcel Number:
Map 62 Parcel 128

FOR AND IN CONSIDERATION of the sum of Ten Dollars ($10.00), and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, JEANETTE CANTRELL RUDY, an unmarried woman ("Grantor"), has bargained and sold and does hereby grant, transfer and convey unto TNPR1, LLC, a Tennessee limited liability company ("Grantee"), its representatives, successors and assigns, all of her right, title and interest in certain land located in Nashville, Davidson County, Tennessee, as further described in EXHIBIT A, attached hereto and incorporated by reference (the "Property"), together with all improvements thereon and all rights, privileges, easements and appurtenances thereunto belonging or benefiting the Property.

This is improved property known as 2645 McGavock Pike, Nashville, Tennessee.

The description contained in EXHIBIT A attached hereto was prepared from a survey made by Judy L. Judson, RLS No. 1935, of Barge Waggoner Sumner & Cannon, Inc., 211 Commerce Street, Suite 600, Nashville, Tennessee 37201, File No. 3475100.

TO HAVE AND TO HOLD the Property, together with all the rights, privileges, easements, appurtenances and hereditaments thereunto belonging or in any way appertaining thereto and together with all improvements thereon, to Grantee, and its successors and assigns forever.

IN ADDITION, Grantor does hereby grant, transfer and convey unto Grantee, its representatives, successors and assigns, all of her right, title and interest in and to the easement estate located in Nashville, Davidson County, Tennessee, as further described in EXHIBIT B, attached hereto and incorporated by reference (the "Easement"), together with all improvements thereon and all rights and privileges thereunto belonging. TO HAVE AND TO HOLD the Easement, together with all the rights and privileges thereunto belonging or in any way appertaining thereto and together with all improvements thereon, to Grantee, and its successors and assigns forever.

AND Grantor does hereby covenant with Grantee that she is lawfully seized and possessed of the Property in fee simple and of an easement estate in the Easement, that she has a good right to sell and convey the same, and that the same are unencumbered, unless otherwise shown on EXHIBIT C, attached hereto.

AND Grantor does further covenant and bind herself, her heirs, successors and assigns, to warrant and forever defend the title to the Property and the Easement to Grantee, and its successors and assigns, against the lawful claims and demands of all persons whatsoever.

IN WITNESS WHEREOF, Grantor has caused this instrument to be executed on this 9 day of April, 2010.

Jeanette Cantrell Rudy
JEANETTE CANTRELL RUDY

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, JEANETTE CANTRELL RUDY, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that she executed the within instrument for the purposes therein contained.

Witness my hand, at office, this 9 day of April, 2010.

TARRIS A. GILBERT STATE OF TENNESSEE NOTARY PUBLIC DAVIDSON COUNTY, TENN.

Notary Public
My Commission Expires JAN. 7, 2013
My commission expires: 1/7/2013

STATE OF TENNESSEE
COUNTY OF DAVIDSON

or value, whichever is greater,
The actual consideration for this transfer is $1,300,000.00.

TNPR1, LLC (Affiant)

By: Catherine Hite
Title: CATHERINE HITE
VP/GENERAL COUNSEL

Subscribed to and sworn before me, this 9 day of April, 2010.

Lesa C. Booker
Notary Public
My Commission Expires: 11/04/2013

LESA C. BOOKER STATE OF TENNESSEE NOTARY PUBLIC DAVIDSON COUNTY

## EXHIBIT A

## PROPERTY

Being a parcel of land in Nashville, First Civil District, Fifteenth Councilmanic District, Davidson County, Tennessee, generally located west of Briley Parkway and North of McGavock Pike, said parcel is also Lot 1 as shown on the Subdivision Plat of Rudy's Corner, Section Four of record in Plat Book 5190, Page 165, Register's Office for Davidson County, Tennessee, and being more particularly described as follows:

BEGINNING at a chiseled "X" at the intersection of the northerly right-of-way of McGavock Pike and the westerly right-of-way of Briley Parkway;

THENCE, with said northerly right-of-way of McGavock Pike, N 82°55'20" W, 157.39 feet to an Iron Spike the northeast corner of Lot 1 Final Plat Opryland Inns of record in Plat Book 11700, Page 53, R.O.D.C.;

THENCE, leaving said right-of-way with an easterly line of Lot 1 Final Plat Opryland Inns the following calls:

N 07°04'40" E, 375.00 feet to an Iron Rod (New);
S 82°55'20" E, 220.73 feet to an existing iron rod in the westerly right-of-way of Briley Parkway;

THENCE, with said westerly right-of-way of Briley Parkway the following calls:

S 07°10'21" W, 3.34 feet to a post;
S 30°42'01" W, 49.68 feet to an Iron Rod (New);
S 07°12'45" W, 253.66 feet to an Iron Rod (New);
S 37°39'33" W, 84.19 feet to the point of beginning.

Being the same property conveyed to Jeanette Cantrell Rudy by Quitclaim Deed, dated May 19, 1986, from Jeanette Cantrell Rudy, unmarried, individually and as Co-Executor of the Estate of Daniel Clees Rudy, Sam L. Powers, Co-Executor of the Estate of Daniel Clees Rudy, and William D. Hardison, Jr., Trustee of Trust B established by the Will of Jacob Frank Rudy, recorded at Book 6862, Page 888, in the Register's Office for Davidson County, Tennessee.

## EXHIBIT B

## EASEMENT

Fifteen foot (15') Joint Access and Public Utility Easement appurtenant to the Property and along the western boundary of the Property, as established by the plat of Rudy's Corner, Section Five, of record in Plat Book 6200, Page 259, and the Final Plat, Opryland Inns of record in Plat Book 11700, Page 53, and as further evidenced by instrument of record in Book 6582, Page 100, all in the Register's Office for Davidson County, Tennessee.

Being an easement appurtenant to the property conveyed to Jeanette Cantrell Rudy by Quitclaim Deed, dated May 19, 1986, from Jeanette Cantrell Rudy, unmarried, individually and as Co-Executor of the Estate of Daniel Clees Rudy, Sam L. Powers, Co-Executor of the Estate of Daniel Clees Rudy, and William D. Hardison, Jr., Trustee of Trust B established by the Will of Jacob Frank Rudy, recorded at Book 6862, Page 888, in the Register's Office for Davidson County, Tennessee.

# EXHIBIT C

## ENCUMBRANCES

1. Taxes for the year 2010 a lien, but not delinquent.

2. The following matters shown on the Plan of Rudy's Corner, Section Four of record in Plat Book 5190, Page 165, in the Register's Office for Davidson County, Tennessee (the "Register's Office"), and as further depicted on an ALTA/ACSM land title survey prepared by Judy L. Judson, RLS No. 1935, of Barge Waggoner Sumner & Cannon, Inc., dated February 19, 2010, last revised April 1, 2010 (the "Survey"):

    a. Fifteen-foot Joint Access and Public Utility Easement along with western line of the Property.

    b. Forty-foot minimum building setback and ten-foot Telephone Easement line along with southern line of the Property.

    c. Ten-foot Public Utility Easement along with northern line of the Property.

    d. Fifteen-foot Electric and Telephone Easement along with eastern line of the Property.

    e. Thirty-five-foot ramp along with southern line of the Property.

3. Rights of others in the fifteen foot (15') Joint Access and Public Utility Easement appurtenant to the Property and along the western boundary of the Property, as established by the plat of Rudy's Corner, Section Five, of record in Plat Book 6200, Page 259, and the Final Plat, Opryland Inns of record in Plat Book 11700, Page 53, and as further evidenced by instrument of record in Book 6582, Page 100, all in the Register's Office. (Applies to the Easement only)

4. Terms and Provisions of the Agreement by and between Music Valley Inns, Inc. and Jeanette C. Rudy, Jeanette C. Rudy and Sam L. Powers, Co-Executors of the Estate of Daniel C. Rudy, deceased, and William D. Hardison, Jr., Trustee of Trust B under the will of Jacob Frank Rudy, deceased, of record in Book 6582, Page 100, in the Register's Office.

5. Twenty-foot sewer easement granted by the Agreement for Dedication of Easement for Sanitary Sewers and/or Storm Drainage recorded in Book 5402, Page 469, in the Register's Office, and as shown on the Final Plat, Opryland Inns of record in Plat Book 11700, Page 53, in the Register's Office, and on the Survey.

6. Two 10-foot sewer easements granted by the Agreement for Dedication of Easement for Sanitary Sewers and/or Storm Drainage recorded in Book 11201, Page 696, in the Register's Office, and as further depicted on the Survey.

7. Terms and provisions of the Short Form Lease, dated August 10, 1978, by and between Rudy Brothers Farm and Shoney's, Inc., and recorded in Book 5331, Page 576, as amended and restated pursuant to the Amended and Restated Short Form Lease, dated as of February 20, 1996, by and between Jeanette Cantrell Rudy and Shoney's, Inc., and recorded in Book 10091, Page 167, and as amended by the First Amendment to Amended and Restated Short Form Lease, dated as of September 30, 2005, by and between Jeanette Cantrell Rudy and Shoney's, LLC, and recorded as Instrument No. 20051026-0128988, all in the Register's Office.

8. Lack of direct access to Briley Parkway, a limited access highway.