THIS INSTRUMENT PREPARED BY: **MUDTER & PATTERSON** **Attorneys at Law** **2000 Richard Jones Road** **Suite 110** **Nashville, Tennessee 37215** **(615) 383-4429**	STATE OF TENNESSEE COUNTY OF DAVIDSON The actual consideration or value, whichever is greater, for this transfer is: $3,300,000.00. Affiant Subscribed and sworn to before me, this 10th day of May, 2011. Notary Public My Commission Expires:

BETH M. BROCK
STATE OF TENNESSEE NOTARY PUBLIC
WILLIAMSON COUNTY, TENN.
My Commission Expires FEB. 19, 2013

SPECIAL WARRANTY DEED

Address New Owner: Fifth Third Bank 38 Fountain Square Plaza MD10ATA1 Cincinnati, OH 45263	Send Tax Bills to: New Owner	Tax Information: 103-150-02600

FOR AND IN CONSIDERATION of the sum of Ten and no/100 Dollars ($10.00), cash in hand paid, and other good and valuable considerations, the receipt of which is hereby acknowledged, First State Properties, Inc., a Tennessee corporation ("Grantor"), has this day bargained and sold, and does hereby transfer and convey to Fifth Third Bank, an Ohio banking corporation ("Grantee"), its successors and assigns, all that tract or parcel of land in Davidson County, Tennessee, more particularly described on Exhibit "A" hereto.

This is improved property known as 4329 Harding Pike, Nashville, TN 37205.

TO HAVE AND TO HOLD said real estate, with the appurtenances, estate, title and interest thereto belonging, to Grantee and its successors and assigns, forever. Grantor covenants with Grantee that Grantor is lawfully seized and possessed of said real estate in fee simple and has a good right to convey it. This conveyance and all covenants and warranties made herein are expressly subject to those matters set forth on Exhibit "A". Grantor further covenants and binds itself, its successors and assigns, to warrant and forever defend the title to said real estate against the lawful claims of all persons claiming by, through or under it, but no further or otherwise.

Whenever used, the singular shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

BILL GARRETT, Davidson County
Trans:T20110028356 DEEDWARRSP
Recvd: 05/12/11 10:01 3 pgs
Fees:18.00 Taxes:12210.00
20110512-0036450

IN WITNESS WHEREOF, Grantor has executed this instrument, the corporate party by its duly authorized officer(s), on this 10th day of May, 2011.

FIRST STATE PROPERTIES, INC.

By: _____
John C. Clark, President

STATE OF TENNESSEE
COUNTY OF Weakley

Personally appeared before me, the undersigned Notary Public, in and for the said county and state, the within named John C. Clark, 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, and who further acknowledged that he is the President of First State Properties, Inc., a Tennessee corporation, the maker, or a constituent of the maker, and is authorized by the maker, or by its constituent, the constituent being authorized by the maker, to execute this instrument on behalf of the maker.

Witness my hand and official seal at office, this 10th day of May, 2011.

Stephanie Robinson
Notary Public

My Commission Expires: 9-24-2013

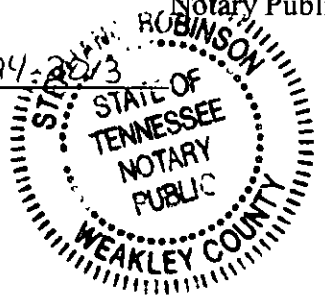


Exhibit "A"

Land in the 24th Councilmanic District of Nashville, Davidson County, Tennessee, being Lot 3 and Part of Lot 2 on the Plan of Kenner-Mannor Lands Company's Second Subdivision of the Kenner Tract, recorded in Book 421, page 100, Register's Office for said County and more particularly described according to a survey by Dave R. Hobbs, Tennessee License No. 2683, with Young Hobbs and Associates, dated September 30, 2009, last revised May 10, 2011, as follows:

Beginning at PK nail found at the southeast intersection of West End Avenue or Harding Road and Kenner Avenue, said PK nail found being South 78 degrees 39 minutes 36 seconds East a distance of 48.42 feet from the centerline intersection of said road; thence along the south right of way of Harding Road North 45 degrees 38 minutes 03 seconds East a distance of 140.25 feet to a PK nail set; thence leaving said right of way line with the Sudekum, L.P. property (recorded in Deed Book 11075, page 781) South 40 degrees 14 minutes 53 seconds East a distance of 199.48 feet to a 5/8" iron pin found (ID 100); thence with the KennerAve.HFP/BNA.LLC property (recorded in Instr. No. 20070831-0105318) South 45 degrees 29 minutes 32 seconds West a distance of 139.84 feet to a 5/8" inch iron pin found (ID 100) in the east right of way line of Kenner Avenue; thence with said east right of way line North 40 degrees 22 minutes 18 seconds West a distance of 199.80 feet to the point of beginning, containing 0.640 acres or 27,886.10 square feet, more or less.

Being the same property conveyed to First State Properties, Inc. a Tennessee corporation by Quitclaim Deed dated November 21, 2006 from First State Bank, a Tennessee banking corporation of record in Instrument No. 20061204-0148874, Register's Office for Davidson County, Tennessee.

This conveyance is made subject to:

1. 2011 City/County Taxes which have been prorated by the parties and assumed by the Grantee.
2. The following matters shown on the survey dated September 30, 2009, revised on May 10, 2011, by Dave R. Hobbs, Tennessee RLS No. 2683, Young-Hobbs and Associates, 1202 Crossland Avenue, Clarksville, TN 37040: (1) the Valvoline Instant Oil Change building on the adjacent lot and a portion of sign located thereon encroach over the northeasterly line of subject property between 0.09 and 0.13 feet for approximately 30 feet (the width of the building); (2) the fence behind the Valvoline building lies over the northeasterly line of subject property approximately 2 feet at one end and tapering to the lot line over a distance of approximately 60 feet, and (3) a fence serving the property to the southeast of subject property lies over the easterly corner of subject property.