BOT 31-B
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JHR

GENERAL WARRANTY DEED

BILL GARRETT, Davidson County
Trans:T20120000423 DEEDWARR
Recvd: 01/03/12 15:57 6 pgs
Fees:33.00 Taxes:1054.50
20120103-0000538

This Instrument prepared by:
SHERRARD & ROE, PLC (JHR)
150 Third Avenue South, Suite 1100
Nashville, Tennessee 37201

GRANTOR: **Lytle Brown, III and Stewart F. Kresge, Co-Trustees of the Louise Lewis Brown Trust**

GRANTEE: **401 Union Hotel, LLC, a Tennessee limited liability company**

Address New Owner As Follows:	Send Tax Bills To:	Map Parcel /No.
401 Union Hotel, LLC c/o Philip Welker 1231 Madison Street Clarksville, TN 37040	Same	Tax Map 93-02 3 Parcel 55

FOR AND IN CONSIDERATION of the sum of Ten Dollars ($10.00), cash in hand paid by **401 UNION HOTEL, LLC, a Tennessee limited liability company, GRANTEE,** and other good and valuable consideration, the receipt of which is hereby acknowledged, the **GRANTOR, Lytle Brown, III and Stewart F. Kresge, Co-Trustees of the Louise Lewis Brown Trust created under the Will of Louise Lewis Brown,** hereby bargains, sells and conveys to **GRANTEE,** its successors and assigns, a one-third (1/3) undivided interest in following described parcel of real estate located in Davidson County, Tennessee (the "Property"):

See Exhibit "A" attached.

The Property is improved property located at 401 Union Street, Nashville, Tennessee.

TO HAVE AND TO HOLD the Property with the appurtenances, estate, title and interest thereto belonging to the **GRANTEE,** its successors and assigns forever.

GRANTOR covenants that **GRANTOR** is lawfully seized and possessed of a one-third (1/3) undivided interest in the Property in fee simple, the **GRANTOR** has a good right to convey **GRANTOR'S** interest in the Property, and **GRANTOR'S** interest in the Property is unencumbered and unrestricted except as to those matters set forth on Exhibit "B", to which this conveyance is expressly made subject.

Except as to those matters set forth on Exhibit "B", **GRANTOR** does further covenant and bind itself, its heirs, successors and assigns to warrant and forever defend title to its one-third (1/3) undivided interest in the Property herein conveyed, to the **GRANTEE**, its successors and assigns, against the lawful claims of all persons whomsoever.

WITNESS our hands, this the 29th day of DECEMBER, 2011 to be effective on January 3, 2012.

Lytle Brown, III, Co-Trustee of the
Louise Lewis Brown Trust

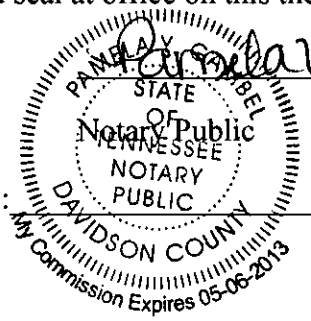
Stewart F. Kresge, Co-Trustee of the
Louise Lewis Brown Trust

564038.2 08944-002

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public in and for said State and County aforesaid, duly commissioned and qualified, personally appeared LYTLE BROWN III, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), who upon oath acknowledged that he is a Co-Trustee of the Louise Lewis Brown Trust, the within named bargainor, who further acknowledged that he, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the Louise Lewis Brown Trust by himself as Co-Trustee.

WITNESS my hand and seal at office on this the 29th day of December, 2011.



Notary Public

My commission expires: _____

564038.2 08944-002

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public in and for said State and County aforesaid, duly commissioned and qualified, personally appeared STEWART F. KRESGE, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), who upon oath acknowledged that he is a Co-Trustee of the Louise Lewis Brown Trust, the within named bargainor, who further acknowledged that he, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the Louise Lewis Brown Trust by himself as Co-Trustee.

WITNESS my hand and seal at office on this the 9th day of December, 2011.

PAMELA Y. GAMBEL STATE OF TENNESSEE NOTARY PUBLIC DAVIDSON COUNTY My Commission Expires 05-06-2013

Pamela Y. Gambel
Notary Public

My commission expires: _____

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value for this transfer is ~~$283,333.33~~ 285,000.

Philip J. Welker, Affiant

Sworn to and subscribed before me this 3 day of ~~December, 2011~~ January, 2012

Rita McQuerry
Notary Public. My Commission Expires: 3-10-2012

RITA McQUERRY STATE OF TENNESSEE NOTARY PUBLIC DAVIDSON COUNTY, TENN.

NOTARY PUBLIC
Rita McQuerry
My Commission Expires
March 10, 2012
STATE OF TENNESSEE

564038.2 08944-002

EXHIBIT "A"

Property Description

Real property located in Nashville, Davidson County, Tennessee, at the southwest corner of Fourth Avenue North and Union Street, more particularly described as follows:

Being Land in Davidson County, Tennessee, and a part of Lot No. 64 of the Original Plan of Nashville, of record in Plan Book 2, page 51, Chancery Court of Nashville, Tennessee, described as follows:

Beginning at the southwest corner of Fourth Avenue North and Union Street; running thence westerly with the southerly margin of Union Street, 68 feet to a point; thence southwardly parallel to Fourth Avenue North, 80 feet to a point; thence eastwardly 68 feet to the westerly margin of Fourth Avenue North; thence northerly 80 feet to the beginning.

An undivided one-third (1/3) interest vested in THE TRUST OF LOUISE LEWIS BROWN under will of LOUISE LEWIS BROWN, of record in Will Book 84, page 385, Register's Office for Nashville, Davidson County, Tennessee.

EXHIBIT "B"
Encumbrances

1. Property taxes for the year 2012 and subsequent years.

2. Matters shown on the Plan of record in Book 2, page 51, said Register's Office.

3. Terms and provisions of Lease Agreement dated May 24, 1972, by and between Third National Bank, Trustee U/W of Trimble Brown, William Neil McGarel Hogg, Trustee U/W Elizabeth McGarel Hogg and Third National Bank, Neill S. Brown and Lewis C. Brown, Co-Trustees U/W Louise Lewis Brown, Lessors and Fidelity Federal Savings and Loan Association, Lessee, for an initial term of 60 years, recorded in Book 4641, page 764 in the Register's Office for Davidson County, Tennessee.

Fidelity Federal Savings & Loan Association was renamed to Fidelity Federal Bank, F.S.B. on May 1, 1990. Fidelity Federal Bank, F.S.B., now closed, was acquired by Union Planters National Bank on March 30, 1992. Subject property became a branch of Union Planters on March 30, 1992. (Union Planters Bank, National Association, a Federal Chartered Bank merged into Regions Bank, an Alabama Bank June 30, 2005.)

Said Lease subject to Assignment of Leases by and between Fidelity Federal Savings and Loan Association of Nashville, Assignor and The Industrial Development Board of Nashville and Davidson County, Assignee, recorded in Book 4771, page 665, said Register's Office.

4. Terms and provisions of a Lease dated November 1, 1973, by and between The Industrial Development Board of the Metropolitan Government of Nashville and Davidson County, a Tennessee public nonprofit corporation, Lessor and Fidelity Federal Savings and Loan Association of Nashville, Lessee, recorded in Book 4771, page 673, said Register's Office.

Fidelity Federal Savings & Loan Association was renamed to Fidelity Federal Bank, F.S.B. on May 1, 1990. Fidelity Federal Bank, F.S.B., now closed, was acquired by Union Planters National Bank on March 30, 1992. Subject property became a branch of Union Planters on March 30, 1992. (Union Planters Bank, National Association, a Federal Chartered Bank merged into Regions Bank, an Alabama Bank June 30, 2005.)