GENERAL WARRANTY DEED

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

BILL GARRETT, Davidson County
Trans:T20120007353 DEEDWARR
Recvd: 01/31/12 11:18 6 pgs
Fees:33.00 Taxes:5174.30
20120131-0008709

GRANTOR: **The Lodge at Natchez Trace, LLC, a Tennessee limited liability company**

GRANTEE: **HSMTN/The Lodge at Natchez Trace, LLC, a Tennessee non-profit limited liability company**

Address New Owner As Follows:	Send Tax Bills To:	Map Parcel /No.
HSMTN/The Lodge at Natchez Trace, LLC c/o Health Services Management, Inc. 206 Fortress Blvd. Murfreesboro, Rutherford Cty., TN 37128	Same	Tax Map 155 Parcel 122

FOR AND IN CONSIDERATION of the sum of Ten Dollars ($10.00), and other good and valuable consideration, the receipt of which is hereby acknowledged, **THE LODGE AT NATCHEZ TRACE, LLC**, a Tennessee limited liability company (the "Grantor"), hereby bargains, sells and conveys to **HSMTN/THE LODGE AT NATCHEZ TRACE, LLC** (the "Grantee"), its successors and assigns, all of its right, title and interest in following described parcel of real estate located in Davidson County, Tennessee (the "Property"):

See Exhibit "A" attached.

The Property is unimproved property located at 8207 Highway 100, 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 the Property in fee simple, the **GRANTOR** has a good right to convey the Property, and 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 successors and assigns to warrant and forever defend title to the Property herein conveyed, to the **GRANTEE**, its successors and assigns, against the lawful claims of all persons whomsoever.

IN WITNESS WHEREOF, Seller has caused this General Warranty Deed to be executed effective as of the 31st day of January, 2012.

THE LODGE AT NATCHEZ TRACE, LLC, a
Tennessee limited liability company

By: Walter R Kemp
Name: WALTER F. KEMP
Title: President

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 Walter F. Kemp, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), who upon oath acknowledged that he/she is the President of The Lodge at Natchez Trace, LLC, a Tennessee limited liability company, the within named bargainor, who further acknowledged that he/she, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of The Lodge at Natchez Trace, LLC by himself/herself as President.

WITNESS my hand and seal at office on this the 27th day of January, 2012.

Dawnelle B. Smith
Notary Public

DAWNELLE B. SMITH STATE OF TENNESSEE NOTARY PUBLIC DAVIDSON COUNTY, TENN.

NOTARY PUBLIC
Dawnelle B. Smith
My Commission Expires
November 5, 2014
STATE OF TENNESSEE

My commission expires:_____

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value for this transfer is $ 1,398,460.00.

Eli Spiro President, Affiant

Sworn to and subscribed before me this 27th day of January, 2012.

Dana M. Meadows
Notary Public.
My Commission Expires: 8-20-13

DANA MEADOWS NOTARY PUBLIC SUMNER COUNTY, TENN.

NOTARY PUBLIC
Dana Meadows
My Commission Expires
August 20, 2013
STATE OF TENNESSEE

567287.2 07066-015

EXHIBIT "A"

Property Description

The land is located in the County of Davidson, State of Tennessee, described as follows:

PROPERTY DESCRIPTION
- TRACT 1

Beginning at an iron rod situated in the westerly margin of Moss Road, said point also being the northeast corner of Lot 5, Pasquo Park, Section One of record in Plat Book 3600, Page 53, R.O.D.C., TN.;

Thence, leaving said road, along the north line of the Pasquo Park, Section One Subdivision, N 83°31'52" W, a distance of 637.53 feet to a point situated in the centerline of a tributary of Trace Creek and the southeasterly corner of the James Morris and Margaret Campbell, Trustees property of record in Instrument No. 20100514-0037345, R.O.D.C., TN.;

Thence, along the southeasterly line of the Morris & Campbell's property , along said tributary, N 69°55'18" E, a distance of 52.38 feet to a point;

Thence, along the southeasterly line of the Morris & Campbell's property , along said tributary, N 54°55'33" E, a distance of 88.49 feet to a point;

Thence, along the southeasterly line of the Morris & Campbell's property , along said tributary, N 33°00'36" E, a distance of 27.97 feet to a point;

Thence, along the southeasterly line of the Morris & Campbell's property , along said tributary, N 50°34'51" E, a distance of 32.85 feet to a point;

Thence, along the southeasterly line of the Morris & Campbell's property , along said tributary, S 85°13'00" E, a distance of 40.65 feet to a point;

Thence, along the southeasterly line of the Morris & Campbell's property , along said tributary, N 78°01'25" E, a distance of 83.40 feet to a point;

Thence, along the southeasterly line of the Morris & Campbell's property , along said tributary, N 75°37'18" E, a distance of 204.72 feet to a point;

Thence, along the southeasterly line of the Morris & Campbell's property , along said tributary, N 73°13'51" E, a distance of 164.89 feet to a point;

Thence, along the easterly line of the Morris & Campbell's property , leaving said tributary, N 18°40'51" W, a distance of 83.23 feet to an iron rod situated in the south line of the Kroger Limited Partnership I property of record in Book 10787, Page 956, R.O.D.C., TN.;

Thence, along the south line of the Kroger Limited Partnership I's property, S 83°42'33" E, a distance of
474.09 feet to an iron rod situated in the west line of the YMCA of Middle Tennessee property of

record
in Instrument No. 20000824-0083916, R.O.D.C., TN.;

Thence, along the west line of the YMCA of Middle Tennessee's property, S 09°38'01" W, a distance of
370.47 feet to an iron rod situated in the north line of the Pasquo Park, Section One Subdivision of record in Plat Book 3600, Page 53, R.O.D.C., TN.;

Thence, along the north line of the Pasquo Park, Section One Subdivision, N 83°59'06" W, a distance of
391.77 feet passing through the easterly margin of Moss Road to the point of beginning and containing 262,185.135 square feet or 6.019 acres of land.

The foregoing Property Description is based upon a survey entitled 8207 Highway 100, Parcel 122 on Tax Map 155, Nashville, Davidson County, Tennessee, prepared by Dale & Associates, 516 Heather Place, Nashville Tennessee 37204, Emmet Medlin, TN RLS No. 283, dated May 28, 2009, last revised December 15, 2011.

PROPERTY DESCRIPTION
- TRACT 2

Commencing at an iron rod situated in the southeasterly margin of Old Harding Pike, said point also being the southwesterly corner of the Frank N. & Robin L. Shope property of record in Instrument No. 20031112-0165776, R.O.D.C., TN.;

Thence, leaving said road, S 54°57'22" E, a distance of 17.18 feet to the point of beginning of the herein described tract of land;

Thence, leaving said road, S 54°57'22" E, a distance of 421.34 feet to a point;

Thence, along a curve to the left, having a central angle of 38°20'42", a radius of 30.00 feet, a tangent of 10.43 feet, a length of 20.08 feet, and having a chord which bears S 74°07'43" E, a distance of 19.70 feet to a point;

Thence, N 86°41'56" E, a distance of 23.46 feet to a point;

Thence, along a curve to the right, having a central angle of 72°17'08", a radius of 75.00 feet, a tangent of 54.78 feet, a length of 94.62 feet, and having a chord which bears S 60°00'07" E, a distance of 88.47 feet to a point;.

Thence, S 23°51'33" E, a distance of 33.65 feet to a point;

Thence, S 73°13'51" W, a distance of 4.21 feet to a point;

Thence, S 75°37'18" W, a distance of 31.25 feet to a point;

Thence, N 23°51'33" W, a distance of 27.98 feet to a point;

Thence, along a curve to the left, having a central angle of 73°20'09", a radius of 40.00 feet, a tangent of 29.78 feet, a length of 51.20 feet, and having a chord

which bears N 60°31'38" W, a distance of 47.77 feet to a point;

Thence, S 86°41'56" W, a distance of 24.47 feet to a point;

Thence, along a curve to the right, having a central angle of 38°20'42", a radius of 65.00 feet, a tangent of 22.60 feet, a length of 43.50 feet, and having a chord which bears N 74°07'44" W, a distance of 42.69 feet to a point;

Thence, N 54°57'22" W, a distance of 427.69 feet to an iron rod situated in the southeasterly margin of Old Harding Pike;

Thence, along said road, along a curve to the right, having a central angle of 01°50'28", a radius of 1107.02 feet, a tangent of 17.79 feet, a length of 35.57 feet, and having a chord which bears N 45°18'49" E, a distance of 35.57 feet to the point of beginning and containing 20,446.071 square feet or 0.469 acres of land.

The foregoing Property Description is based upon a survey entitled 8207 Highway 100, Parcel 122 on Tax Map 155, Nashville, Davidson County, Tennessee, prepared by Dale & Associates, 516 Heather Place, Nashville Tennessee 37204, Emmet Medlin, TN RLS No. 283, dated May 28, 2009, last revised December 15, 2011.

Being the same property conveyed to THE LODGE AT NATCHEZ TRACE, LLC of record as Instrument No. 20090507-0042287, dated May 5, 2009, Register's Office for Davidson County, Tennessee.

EXHIBIT "B"
Encumbrances

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

2. Right of Way Easement of record in Book 5197, page 471, said Register's Office.

3. Inspection and Maintenance Agreement for Private Stormwater Management of record as Instrument No. 20090127-0006856, said Register's Office.

4. Agreement for Dedication of Easement for Storm Drainage of record as Instrument No. 20090127-0006896, said Register's Office.

5. Agreement for Dedication of Easement for Natural Conservation Easement of record as Instrument No. 20090127-0006909, said Register's Office.

6. Easement for the flow of the waters of Trace Creek and the rights of the public therein.

7. Matters shown on a survey entitled The Lodge at Natchez Trace Assisted Living Community, Bellevue, Tennessee, prepared by Dale and Associates, Steven D. Delle, TN RLS No.1717,516 Heather Place, Nashville, Tennessee dated May 28, 2009, now entitled Lodge at Natchez Trace, 8207 Highway 100, FHA Project No. 086-43050, Parcel 122, on Tax Map 155, Nashville, Tennessee, Emmet Medlin, TN RLS No. 283, last revised September 1, 2011, including, but not limited to the following:

a) A 12" sanitary line crosses Tract 2

b) A 10' ingress/egress easement along the southern boundary of Tract 1

c) A portion of Tract 1 is listed as zone X flood plain

d) The location of the conservation easement is shown on Tract 1

e) A wall is located on the northern boundary of Tract 1

f) A 50' ingress/egress easement from Highway 100 connects to Tract 1

g) An area of Tract 1 designated for a public utility and drainage easement

h) A tributary of Trace Creek runs along the description of L1, L2, L3, L4, L5 and L6 of Tract 1