This Instrument Prepared by:
N. Courtney Hollins
Dickinson Wright, PLLC
424 Church Street, Suite 1401
Nashville, Tennessee 37219

Davidson County DEEDWARR
Recvd: 12/18/15 13:02 7 pgs
Fees:38.00 Taxes:6660.00
**20151218-0127406**

## GENERAL WARRANTY DEED

FROM: SHELIA L. YARBROUGH, as TRUSTEE of the SHELIA L. YARBROUGH 2005 GST EXEMPT TRUST; H. GREGORY MATHEWS, as TRUSTEE of the H. GREGORY MATHEWS 2005 GST EXEMPT TRUST; and A. GARY MATHEWS, a married person, collectively, the Grantor

TO: MACS RETAIL LLC, a Virginia limited liability company, Grantee

| Address New Owner (s) as follows: | Name and Address of the Person or Entity Responsible for the Payment of Real Property Taxes: | Map-Parcel Number |
|---|---|---|
| MACS Retail LLC<br>4525 Ayers Street<br>Corpus Christi, Texas 78415 | Same as Owner | 043-05-0-252.00 |

(STATE OF TEXAS)
(COUNTY OF HARRIS)

The actual consideration for this transfer is ONE MILLION EIGHT HUNDRED THOUSAND AND NO/100 DOLLARS ($1,800,000.00).

Affiant

SUBSCRIBED AND SWORN TO before me, this the 16th day of December, 2015.

Notary Public

My Commission Expires: 2/14/2019

TVAN A. SIMMONS
Notary ID #: 1083874-8
My Commission Expires
02/14/2019

FOR AND IN CONSIDERATION OF the sum of TEN AND NO/100 Dollars ($10.00), the receipt and sufficiency of which are hereby acknowledged, SHELIA L. YARBROUGH, as TRUSTEE of the SHELIA L. YARBROUGH 2005 GST EXEMPT TRUST; H. GREGORY MATHEWS, as TRUSTEE of the H. GREGORY MATHEWS 2005 GST EXEMPT TRUST; and A. GARY MATHEWS, a married man (collectively, "Grantor"), their heirs, representatives, successors and assigns, have bargained and sold, and by these presents do transfer and convey unto MACS RETAIL LLC, a Virginia limited liability company ("Grantee"), its successors and assigns, a certain tract or parcel of land in Madison, Davidson County, State of Tennessee, more particularly described on Exhibit A attached hereto and incorporated herein by this reference, together with all buildings, structures and other improvements and all fixtures attached thereto (the "Property").

The Property is improved property known as 800 North Gallatin Pike, Madison, Tennessee 37115.

This conveyance is expressly made subject to those matters more specifically set forth on Exhibit B attached hereto and incorporated herein by this reference.

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

And Grantor does covenant with Grantee that Grantor is lawfully seized and possessed of the Property in fee simple, 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.

Grantor does further covenant and bind Grantor, its heirs, representatives, successors and assigns, to warrant and forever defend the title to the Property to Grantee, its successors and assigns, against the lawful claims of all persons whomsoever except as to those matters set forth on Exhibit B, to which this conveyance is expressly made subject.

Shelia L. Yarbrough represents that she is one and the same as Shelia L. Yarbrough and Sheila L. Yarbrough.

IN WITNESS WHEREOF, the Grantor has caused this Deed to be executed as of the ___ day of December, 2015.

GRANTOR:

SHELIA L. YARBROUGH 2005 GST EXEMPT TRUST

By: Shelia L. Yarbrough
SHELIA L. YARBROUGH, TRUSTEE

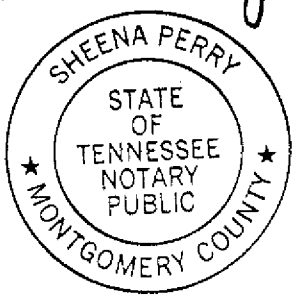
STATE OF TENNESSEE )
)
COUNTY OF ~~DAVIDSON~~ Montgomery )

Before me, Sheena Perry, a Notary Public of said County and State, personally appeared SHELIA L. YARBROUGH, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged herself to be the TRUSTEE OF THE SHELIA L. YARBROUGH 2005 GST EXEMPT TRUST, the within named bargainor, and that as such Trustee executed the foregoing instrument for the purposes therein contained, by signing the name of the Trust as the Trustee thereof.

Witness my hand and seal, at Office in ~~Nashville~~ Clarksville Montgomery, Davidson County, Tennessee, this 14th day of December, 2015.

Sheena Perry
Notary Public

My Commission Expires: 4-20-2019



GRANTOR:

H. GREGORY MATHEWS 2005 GST EXEMPT TRUST

By: _____
H. GREGORY MATHEWS, TRUSTEE

STATE OF TENNESSEE )
)
COUNTY OF ~~DAVIDSON~~ montgomery )

Before me, Sheena Perry, a Notary Public of said County and State, personally appeared H. GREGORY MATHEWS, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the TRUSTEE OF THE H. GREGORY MATHEWS 2005 GST EXEMPT TRUST, the within named bargainor, and that as such Trustee executed the foregoing instrument for the purposes therein contained, by signing the name of the Trust as the Trustee thereof.

Witness my hand and seal, at Office in ~~Nashville, Davidson~~ Clarksville, Montgomery County, Tennessee, this 14th day of December, 2015.

Sheena Perry
Notary Public

My Commission Expires: 4-20-2019

SHEENA PERRY
STATE OF TENNESSEE NOTARY PUBLIC
MONTGOMERY COUNTY

GRANTOR:

A. GARY MATHEWS

STATE OF TENNESSEE )
montgomery )
COUNTY OF ~~DAVIDSON~~ )

Before me, Sheena Perry, a Notary Public of said County and State, personally appeared A. GARY MATHEWS, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the within named bargainor, and that as such executed the foregoing instrument for the purposes therein contained.

Witness my hand and seal, at Office in ~~Nashville~~, ~~Davidson~~ Clarksville, Montgomery County, Tennessee, this 14th day of December, 2015.

Notary Public

My Commission Expires: 4-20-2019

Joyce Mathews, the wife of A. Gary Mathews, does hereby join, execute and deliver this Deed for the purpose of conveying all right, title and interest that she may have as spouse of A. Gary Mathews.

JOYCE MATHEWS

STATE OF TENNESSEE )
montgomery )
COUNTY OF ~~DAVIDSON~~ )

Before me, Sheena Perry, a Notary Public of said County and State, personally appeared JOYCE MATHEWS, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the within named bargainor, and that as such executed the foregoing instrument for the purposes therein contained.

Witness my hand and seal, at Office in ~~Nashville, Davidson~~ Clarksville, Montgomery County, Tennessee, this 14th day of December, 2015.

My Commission Expires: 4-20-2019

Notary Public

**EXHIBIT A**
**PROPERTY DESCRIPTION**

A TRACT OF LAND IN THE NINTH COUNCILMAN DISTRICT OF METROPOLITAN NASHVILLE AND DAVIDSON COUNTY, TENNESSEE, BEING TRACT NO. 2 AS SHOWN ON A SURVEY PREPARED BY GEORGE ANTON, DATED MAY 21, 1973, AND BEING MORE PARTICULARLY DESCRIBED ACCORDING TO A SURVEY PREPARED BY H & H LAND SURVEYING, INC., DATED JULY 14, 2005, JOB NUMBER 2005 -740 AND PROCEEDING AS FOLLOWS:

BEGINNING AT AN IRON ROD (NEW) IN THE EAST RIGHT-OF-WAY LINE OF GALLATIN ROAD (U.S. HWY 31 E), RIGHT-OF-WAY WIDTH VARIES, AT THE SOUTH END OF THE SOUTHEAST CURVE AT THE INTERSECTION OF SAID GALLATIN ROAD AND ANDERSON LANE, A 50-FOOT RIGHT-OF-WAY; THENCE,

1. IN AN EASTERLY DIRECTION WITH A CURVE TO THE RIGHT HAVING A RADIUS OF 34.50 FEET, A CENTRAL ANGLE OF 12 DEGREES 28 MINUTES 20 SECONDS, FOR AN ARC LENGTH OF 7.51 FEET TO AN IRON ROD (NEW) IN THE SOUTH RIGHT-OF-WAY LINE OF THE AFOREMENTIONED ANDERSON LANE; SAID CURVE HAS A CHORD BEARING AND DISTANCE OF NORTH 13 DEGREES 02 MINUTES 10 SECONDS EAST, 7.50 FEET; THENCE;

2. WITH THE SOUTH RIGHT-OF-WAY LINE OF SAID ANDERSON LANE, SOUTH 88 DEGREES 06 MINUTES 31 SECONDS EAST, 862.16 FEET TO A CONCRETE MONUMENT(OLD) AT A NORTHWESTERLY PROPERTY CORNER OF LOT NO. 1 AS SHOWN ON THE PLAN OF MOORE-HANDLEY SUBDIVISION NO. 2 AS OF RECORD IN PLAT BOOK 5210, PAGE 247, REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE; THENCE,

3. LEAVING THE SOUTH RIGHT-OF-WAY LINE OF ANDERSON LANE, AND WITH A WEST PROPERTY LINE OF SAID LOT NO. 1, PLAN OF MOORE-HANDLEY SUBDIVISION NO. 2, SOUTH 05 DEGREES 51 MINUTES 15 SECONDS WEST, 254.24 FEET TO AN IRON ROD (OLD); THENCE,

4. WITH THE NORTH PROPERTY LINE OF SAID LOT NO. 1, NORTH 88 DEGREES 02 MINUTES 44 SECONDS WEST, 867.11 FEET TO AN IRON ROD (OLD) ON THE EAST, RIGHT-OF-WAY LINE OF AFOREMENTIONED GALLATIN ROAD (U.S. HWY. 31 E); THENCE,

5. WITH THE EAST RIGHT-OF-WAY LINE OF SAID GALLATIN ROAD NORTH 06 DEGREES 48 MINUTES 00 SECONDS EAST, 246.23 FEET TO THE POINT OF BEGINNING AND CONTAINING 219,001 SQUARE FEET OR 5.028 ACRES, MORE OF LESS, AS CALCULATED BY THE ABOVE COURSES AND DISTANCES.

BEING THE SAME PROPERTY CONVEYED TO SHEILA YARBROUGH, TRUSTEE OF THE SHEILA L. YARBROUGH 2005 GST-EXEMPT TRUST (37.5% INTEREST), H. GREGORY MATHEWS, TRUSTEE OF THE H. GREGORY MATHEWS 2005 GST-EXEMPT TRUST (37.5% INTEREST), AND ALAN D. VINES (25% INTEREST) FROM EARL DUNN PONTIAC-BUICK GMC TRUCK, INC. (FORMERLY KNOWN AS EARL DUNN PONTIAC, INC., A TENNESSEE CORPORATION) BY DEED OF RECORD IN INSTRUMENT NO. 20051007- 0121266, IN THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE. THE SAID ALAN D. VINES CONVEYED HIS 25% INTEREST TO A. GARY MATHEWS BY QUITCLAIM DEED OF RECORD IN INSTRUMENT NO. 20110617-0046660, IN SAID REGISTER'S OFFICE.

**EXHIBIT B**
**ENCUMBRANCES**

1. Real property ad valorem taxes and assessments for the year 2016 and subsequent years, a lien not yet due and payable.

# True Copy Certification

I, Jay H. Smith, do hereby make oath that I am a licensed attorney and/or the custodian of the electronic version of the attached document tendered for registration herewith and that this is a true and correct copy of the original document executed and authenticated according to law.

Signature

State of Tennessee

County of Davidson

Personally appeared before me, Elizabeth Puckett, a notary public for this county and state, Jay H. Smith who acknowledges that this certification of an electronic document is true and correct and whose signature I have witnessed.

Notary's Signature

My Commission Expires: 5/6/2019

Notary Seal:

