

"Exhibit 'A'"

Warranty Deed

IN WITNESS WHEREOF, the same were made and entered into on this the 4th day of August, 2008, by and between THOMAS B. WALLACE, III, and CANDACE FERRIS, being the sole heirs at law of TOM WALLACE, deceased, Parties of the First Part, and WATAUGA PARTNERSHIP, a Tennessee Partnership comprised of James Birdwell and Tim O'Neill, Parties of the Second Part.

WITNESSETH:

That for and in consideration of the sum of \$10.00 cash in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, the Parties of the First Part have conveyed and sold, and by these presents do hereby transfer and convey unto the Party of the Second Part, its successors and/or assigns, the following described real property, to-wit:

Situate, lying and being in the 10th Civil District of Washington County, Tennessee, and more particularly described as follows:

Tract I:

BEGINNING at an iron pin in the southeasterly line of Austin Springs Road, corner for Wallace and Jenkins; thence continuing with said line of Austin Springs Road, S. 31° 48' W., 100 feet to an iron pin; thence continuing with said line of Austin Springs Road, S. 23° 23' W., 126.82 feet to an iron pin, corner for Tom Wallace; thence with the Tom Wallace line, S. 64° 55' E., 495.58 feet to an iron pin; thence continuing with Tom Wallace's line, S. 25° 05' W., 220 feet to a point in the line of State Highway Department property; thence S. 64° 55' E., 793.59 feet to a point on Masters Knob in the Swadley line; thence with Swadley line, N. 28° 49' E., 443.20 feet to a point; thence N. 64° 45' W., 1310.10 feet to a point of the BEGINNING, containing 10.80 acres, more or less. This is the same description as in the previous deed of record.

AND BEING the same property conveyed to Thomas B. Wallace and wife, Peggy H. Wallace from Stella I. Wallace by deed dated September 2, 1959, recorded in

Deed Book 334, page 318, in the Register's Office for Washington County, Tennessee, to which reference is here made.

Tract II:

BEGINNING at an iron pin in the southeasterly line of Austin Springs Road, corner for Wallace and Cooper; thence with the said line of said road, N. 8° 41' E., 161.70 feet to a point; thence continuing with said road, N. 23° 23' E., 64.91 feet to an iron pin; thence by a new line across the Wallace property, S. 64° 55' E., 495.58 feet to an iron pin; thence S. 25° 05' W., 220.00 feet to an iron pin in the J.M. White line; thence with the line of White and Cooper, N. 64° 55' W., 448.00 feet to the point of BEGINNING, containing 2.4 acres, more or less. This is the same description as in the previous deed of record.

AND BEING the same property conveyed to Thomas Barron Wallace and wife, Peggy Hyatt Wallace from Stella Wallace by deed dated May 29, 1959, recorded in Deed Book 328, page 179, in the Register's Office for Washington County, Tennessee, to which reference is here made.

Thomas B. Wallace, being one and the same person as Thomas Barron Wallace, died on October 13, 1977, leaving his wife, Peggy H. Wallace, being one and the same person as Peggy Hyatt Wallace, as the surviving tenant by the entirety. Peggy H. Wallace died on June 22, 2008, intestate and the Administration of her Estate is filed in the Chancery Court of Washington County, Probate Division in Jonesborough, Tennessee as Case #PO526, wherein Thomas B. Wallace, III and Candace Ferris are named the sole heirs at law.

Tax Assessor's Property ID No.: Map 30-N, Group A, Parcel 6.00, Spec. Int. 000 and 001.

TO HAVE AND TO HOLD the above-described property, together with all the rights, privileges and appurtenances thereunto appertaining unto the Party of the Second Part, its successors and/or assigns, forever in fee simple.

The Parties of the First Part warrant that they are lawfully seized and possessed of the above-described property; that they have a good and perfect right to convey the same; that said

"Exhibit 'B'"



