

JUN 4 10 23 AM '04

BK 103 PG 345  
W.F. DAVIS, CH. CLK.

Cross reference: Memorandum  
of Co-Tenancy Agreement filed in  
Deed Book 90, Page 209,  
DeSoto County, Mississippi records.

Return recorded document to:  
J. Marshall Martin III  
Foltz Martin, LLC  
Five Piedmont Center, Suite 750  
Atlanta, Georgia 30305  
Tel 404 231 9397

**TERMINATION OF CO-TENANCY**

**THIS TERMINATION**, made this 23<sup>rd</sup> day of December, 2003 by **CC DESOTO CLINIC, LLC**, a Tennessee limited liability company (hereinafter referred to as "Company"), and **JAMES L. HIGHSMITH, JR.** and **KATHRYN H. HIGHSMITH**, individuals (hereinafter referred to together as "Highsmith"), **PAHL DAVIS AND SHANNON DAVIS**, individuals (hereinafter referred to together as "Davis"), and **WATSON P. REA**, an individual (hereinafter referred to as "Rea").

**WITNESSETH:**

**WHEREAS**, Company, Highsmith, Davis and Rea entered into a Co-Tenancy Agreement dated May 24, 2001 (the "Co-Tenancy Agreement"), concerning the use and development of certain property more particularly described on Exhibit "A" attached hereto and made a part hereof (the Property"); and

**WHEREAS**, Company, Highsmith, Davis and Rea entered into a Memorandum of Co-Tenancy Agreement dated May 24, 2001, recorded in Deed Book 90, Page 209, DeSoto County, Mississippi records (the "Memorandum");

**WHEREAS**, Highsmith, Davis and Rea desire to contribute their interests in the Property in exchange for membership interests in the Company at this time and accordingly the parties desire to terminate the Co-Tenancy.

**NOW, THEREFORE**, for and in consideration of the sum of Ten and No/100 Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereby agree as follows:

Effective as of midnight, December 31, 2003, and except with regard to any cash distributions which are due pursuant to Paragraph 5 of the Co-Tenancy Agreement, the Co-Tenancy Agreement and the Memorandum are hereby terminated, cancelled and of no further force or effect.

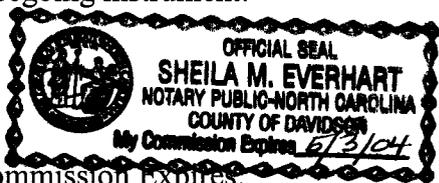
IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals this \_\_\_\_\_ day of February, 2004.

HIGHSMITH:

James L. Highsmith, Jr. (SEAL)  
James L. Highsmith, Jr.

STATE OF North Carolina  
COUNTY OF Davidson

PERSONALLY appeared before me, the undersigned authority in and for the said County and State, on this 24 day of February, 2004, within my jurisdiction, the within named JAMES L. HIGHSMITH, JR., who acknowledged that he executed and delivered the above and foregoing instrument.



Sheila M. Everhart  
Notary Public

My Commission Expires:  
5/3/04

HIGHSMITH:

\_\_\_\_\_  
Kathryn H. Highsmith (SEAL)

STATE OF \_\_\_\_\_  
COUNTY OF \_\_\_\_\_

PERSONALLY appeared before me, the undersigned authority in and for the said County and State, on this \_\_\_\_ day of February, 2004, within my jurisdiction, the within named KATHRYN H. HIGHSMITH, who acknowledged that she executed and delivered the above and foregoing instrument.

\_\_\_\_\_  
Notary Public

My Commission Expires:  
\_\_\_\_\_

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals this \_\_\_\_\_ day of February, 2004.

HIGHSMITH:

\_\_\_\_\_  
James L. Highsmith, Jr. (SEAL)

STATE OF \_\_\_\_\_  
COUNTY OF \_\_\_\_\_

PERSONALLY appeared before me, the undersigned authority in and for the said County and State, on this \_\_\_\_ day of February, 2004, within my jurisdiction, the within named JAMES L. HIGHSMITH, JR., who acknowledged that he executed and delivered the above and foregoing instrument.

\_\_\_\_\_  
Notary Public

My Commission Expires:

\_\_\_\_\_

HIGHSMITH:

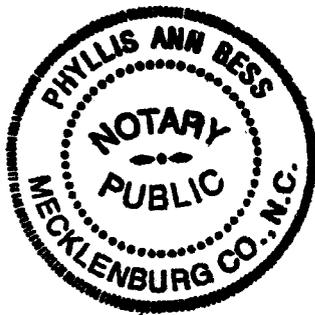
*Kathryn H. Highsmith* (SEAL)  
Kathryn H. Highsmith

STATE OF North Carolina  
COUNTY OF Mecklenburg

PERSONALLY appeared before me, the undersigned authority in and for the said County and State, on this 12<sup>th</sup> day of February, 2004, within my jurisdiction, the within named KATHRYN H. HIGHSMITH, who acknowledged that she executed and delivered the above and foregoing instrument.

*Phyllis Ann Bess*  
Notary Public

My Commission Expires:  
October 21, 2004



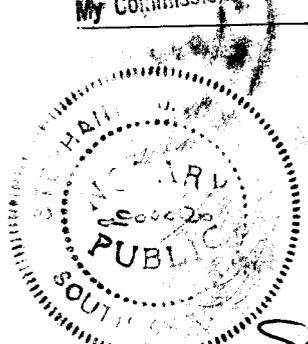
DAVIS: *Paul* (SEAL)  
Paul Davis

STATE OF South Carolina  
COUNTY OF York

PERSONALLY appeared before me, the undersigned authority in and for the said County and State, on this 26 day of December, 2003, within my jurisdiction, the within named PAHL DAVIS, who acknowledged that he executed and delivered the above and foregoing instrument.

*Stephanie J Clanton*  
Notary Public

My Commission Expires: February 8, 2012  
My Commission Expires February 8, 2012



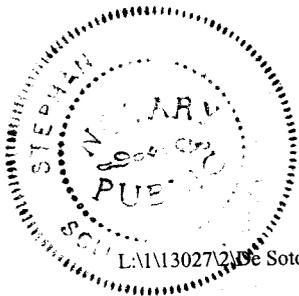
DAVIS: *Shannon Davis* (SEAL)  
Shannon Davis

STATE OF South Carolina  
COUNTY OF York

PERSONALLY appeared before me, the undersigned authority in and for the said County and State, on this 26 day of December, 2003, within my jurisdiction, the within named SHANNON DAVIS, who acknowledged that she executed and delivered the above and foregoing instrument.

*Stephanie J Clanton*  
Notary Public

My Commission Expires: February 8, 2012  
My Commission Expires February 8, 2012



REA:

Watson P. Rea (SEAL)  
Watson P. Rea

STATE OF NC  
COUNTY OF MECKLENBURG

PERSONALLY appeared before me, the undersigned authority in and for the said County and State, on this 23<sup>rd</sup> day of December, 2003, within my jurisdiction, the within named **WATSON P. REA**, who acknowledged that he executed and delivered the above and foregoing instrument.

Edward McKaig, III  
Notary Public

My Commission Expires:  
5-15-04  
EDWARD MCKAIG  
PUBLIC  
MECKLENBURG COUNTY, NC

COMPANY:

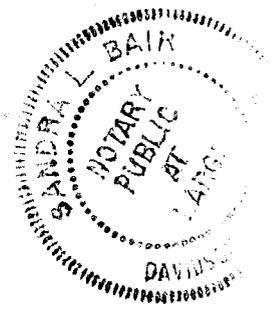
CC DESOTO CLINIC, LLC,  
a Tennessee limited liability company

By: *Alan W. McKinney*  
Alan W. McKinney, Chief Manager

STATE OF Tennessee  
COUNTY OF Davidson

PERSONALLY appeared before me, the undersigned authority in and for the said County and State, on this 30<sup>th</sup> day of December, 2003, within my jurisdiction, the within named **ALAN W. MCKINNEY**, whose address is 2636 Elm Hill Pike, Suite 200, Nashville, Tennessee 37214, acknowledged that he is the Chief Manager of the within **CC DESOTO CLINIC, LLC, a Tennessee limited liability company**, and that for and on behalf of said company, as its act and deed, he executed and delivered the above and foregoing instrument, after first having been duly authorized by said company so to do.

*Sandra L. Bair*  
Notary Public



My Commission Expires:  
11/30/04

Book 103 Pg 345 F

EXHIBIT "A"

## Legal Description

Legal description of 2.83, more or less, acres of land being known as Lot 20, DeSoto-Tenway Subdivision (Plat Book 72, Page 46) and being located in the Southeast quarter of the Northeast quarter of Section 25, Township 1 South, Range 8 West, City of Southaven, DeSoto County, Mississippi:

Beginning at an iron pin (set), said pin being South 2627.19 feet and West 53.00 feet from the Northeast corner of Section 25, Township 1 South, Range 8 West;

Thence South 88 degrees 41 minutes 58 seconds West 400.00 feet to an iron pin (set);

Thence North 01 degrees 16 minutes 34 seconds West 308.60 feet to an iron pin (found) in the South right-of-way line of Tenway Drive;

Thence North 88 degrees 43 minutes 19 seconds East 370.02 feet along said right-of-way to an iron pin (set);

Thence along a curve to the right having a radius of 30.00 feet and a delta angle of 90 degrees 27 minutes 10 seconds and a chord bearing of South 46 degrees 23 minutes 02 seconds East and a chord distance of 42.59 feet to an iron pin (set) in the West right-of-way line of Airways Boulevard;

Thence South 01 degrees 14 minutes 08 seconds East 278.38 feet along said right-of-way to the Point of Beginning containing 2.83, more or less, acres (123,249.5338, more or less, square feet) being subject to all codes, regulations, revision, restrictions, easements and rights-of-way of record.

**TOGETHER WITH** easement to use storm water drainage and storm water detention pond adjoining Lot 18 as established by Plat dated June 7, 2001, recorded at Plat Book 75, Page 28, on July 11, 2001.

RETURN TO  
LAWYERS TITLE INSURANCE COMPANY  
6363 Poplar Ave. - Suite 108  
Memphis, TN 38119  
File # \_\_\_\_\_ Attn. Phyllis