and McClavock and Mount Vernon Horse Railroad Company both of said Companies, Corporations chartered and organized under the laws of the State of Tennessee Witnesseth: That, whereas, the Stockholders of the said Church and Spruce Street Railway Company at a meeting duly and regularly called and held for that purpose passed and adopted unanimously, a resolution authorizing and empowering the directors of said Company to lease or sell the lines, tracks, rights of way, privileges, franchises and property of every nature and kind, and sell the shares of capital stock of said Company held and owned by each individual share holder, to the McClavock and Mount Vernon Horse Railroad Company upon terms that may be agreed upon by said directors, and to make or cause to be made all transfers and conveyances necessary to carry out the purpose of the resolution and to execute any contract they may make in the premises: And whereas, the directors of the said Church and Spruce Street Railway Company under and in accordance with said resolution of the stockholders and in pursuance of the powers vested in them have contracted, granted, bargained, sold, assigned, transferred and conveyed and by these presents, doth grant, bargain, sell, assign, transfer and convey unto the McClavock and Mount Vernon Horse Railroad Company all the franchises, privileges, easements, leases, and under leases, terms and parts of terms, agreements, covenants and contracts and all rights and properties of every kind and nature including road bed and superstructure, switches, side tracks and turnouts, rights of way, rails, ties, spikes, fixtures, erections and improvements, cars, mules, harness, tools and materials and especially the following: A line of Street Railroad originally known as the Church and Spruce Street Railroad, Commencing at the intersection of Church and College Streets in Nashville, Tennessee, and running thence on Church Street to Spruce Street; thence along Spruce Street to Broad Street, and at this point separating into two branches, One branch continuing along Spruce Street to the line of the Corporation of the City of Nashville; and thence along the natural extension of Spruce Street to a point on the Franklin Turnpike near the first Toll gate. The other branch commencing at the intersection of Broad and Spruce Streets and running thence along Broad Street to West End Avenue; thence along West End Avenue to a point opposite the Fair Grounds. Also certain lots in Nashville, Davidson County, Tennessee, being lots numbers Two and Three, in Mary Steffens' Addition, a plan of which is recorded in the Register's Office of Davidson County, Tennessee, in book 21, page 76 to which reference is here made. Said lots front each 146⅔ forty-six and two thirds

feet on the West side of Spruce Street and run back to an alley, being the same conveyed to John P. White, President by deed recorded in said Register's Office, in book 77 page 15 to which reference is here made. And also the lot number (13) Thirteen in McCairy's Addition to West Nashville, book 9, page 322-3 And also the capital Stock of said Church and Spruce Street Railway Company held and owned by each individual shareholder, which is the whole of said Capital Stock and which has been assigned to the directors of the McClavock and Mount Vernon Horse Railroad Company and their successors, and said stocks has been delivered to said directors. Together with all and singular the lands, tracks, lines, rails, ways, rights of way, and materials, erections, fixtures, privileges, rights and interests, real and personal property, choses in action, leaseholds and other things of and belonging to said Church and Spruce Street Railway Company of every nature and kind in Davidson County, Tennessee, and all tolls, income, issues and profits to be had or derived from the same or any part or portion thereof, and all right to receive or recover the same with all the appurtenances necessary and convenient for the sole, complete and entire use, operation and ownership as well as maintenance of said road or railway, also every other estate and interest, property or thing, real or personal which the Church and Spruce Street Railway Company owns or holds necessary or convenient for the use, occupation, ownership, operation and enjoyment of all or any said property, rights, privileges and franchises or any part thereof and also all rights and privileges to use said road bed, tracks, siding, turnouts, switches and property. For and in consideration of the sum of ($150.000.) One hundred and fifty thousand dollars of the increased capital Stock of said McClavock and Mount Vernon Horse Railroad Company and ($75,000.) Seventy-five thousand dollars of the first mortgage bonds of said McClavock and Mount Vernon Horse Railroad Company secured in part by the property herein conveyed. To have and to hold to the said McClavock and Mount Vernon Horse Railroad Company, its successors and assigns, with all appurtenances and privileges thereunto belonging forever. In testimony whereof the said Church and Spruce Street Railway Company has caused this Indenture to be made and signed by its President and Secretary and the corporate seal of the Company to be hereto affixed, this 29th day of September 1883.

Church & Spruce Street Railway Company
By John P. White, President
H. D. Stubblefield, Sec.

State of Tennessee, Davidson County. Before me, Chas. H.