property, together with an easement including rights of ingress and egress for the continued operation, maintenance, repair, removal and replacement of said substation equipment and facilities, which property so excluded, easements, and rights are this day conveyed by the Company to the Meriweither Lewis Electric Co-operative.

24. THE INTERNAL COMBUSTION GENERATING STATION AT BYRDSTOWN, TENNESSEE, with an installed capacity of approximately 115 KW, located on ground held under a lease executed by Althea Turner, described as follows:

All that certain leasehold interest which was acquired by The Tennessee Electric Power Company from Mrs. Althea Turner by lease contract dated December 12, 1934, recorded in Trust Deed Book 3, pages 315-317 of the Register's Office of Pickett County, Tennessee, the real estate described in said lease contract being situated in the Fifth Civil District of Pickett County, Tennessee, and more particularly described as follows:

Measuring from a sugar tree in front of the residence of Mrs. Alphia Turner (the same person as Mrs. Althea Turner) on State Highway No. 24, a distance of 148 feet east of the southwestern corner of a lot; thence north 65 feet; thence east 86 feet; thence south 65 feet; thence west 86 feet to the point of beginning.

25. All property, real, personal, or mixed, and all rights and interests therein, used, held for use, or acquired by the Company or its predecessor in title, The Tennessee Electric Power Company, in connection with the development or contemplated development of the foregoing generating stations, or any other generating stations in the State of Tennessee, unless otherwise specified in this deed.

ITEM II

SUBSTATIONS AND SUBSTATION EQUIPMENT

The following substations, or parts of substations, including (but subject to the exclusions hereinafter specifically noted) all switch houses, substation buildings, structures, circuit breakers, disconnecting switches, power transformers, potential transformers and devices, current transformers, synchronous condensers, buses, cables, bus and switch structures, conduits, wiring, switchboard panels, meters, relays, controls, carrier current actuated devices, communication equipment other than leased equipment, auxiliary apparatus, fencing, and other appurtenant equipment, machinery, and facilities, together with all lands, easements, right-of-ways, and other rights and interests in land, used, held for use, or acquired in connection with the substation properties described in the following sub-paragraphs, or for the extension, improvement, or repair thereof, or for the construction or contemplated construction, extension, expansion, improvement, and repair of other substations:

A. SUBSTATIONS, SWITCHING STATIONS, AND REGULATOR STATIONS, SITES AND EQUIPMENT. (Title to the land owned in fee.)

1. THE 154/44/2.3 KV SUBSTATION AT CENTERVILLE (TWOMEY), TENNESSEE.

All that certain tract or parcel of land situated in the First Civil District of Hickman County, Tennessee, and more particularly described as follows:

Beginning at a spike in the center of the public road which passes the north end of Twomey Railroad Station, said spike being also on the east right-of-way line of the Nashville, Chattanooga and St. Louis Railway Company's main line, extending from Centerville to Allens Creek; thence south 87° east 150 feet to an iron pipe; thence south 53° 20′ E. 223 feet to an iron pipe; thence south 31° .06′ E. 112.5 feet to an iron pipe; thence south 57° 44′ east 49.5 feet to an iron pipe 10 feet south of the center line of a narrow gage railroad track; thence South 9° 46′ West 188 feet to an iron pipe; thence north 73° 19′ West 197.6 feet to an iron pipe 8.5 feet distant from the center of the spur track of the N., C. & St. L. Railroad, leading from its main line into the plant of the Standard Fertilizer Company; thence on a curve to the right in a northwesterly direction parallel to and 8.5 feet distant from the center line of said spur track 100 feet to a corner of the original substation lot; thence continuing in a northwesterly direction parallel to and 8.5 feet distant from the center line of the said spur track 178 feet to an iron pipe on the aforesaid east right-of-way line of said main track of the N., C. & St. L. Railroad; thence on a curve to the left in a northwesterly direction parallel to and 50 feet distant from said main line track 210 feet to the point of beginning.

Being the same tract of land conveyed by H. H. Campbell to The Tennessee Electric Power Company by two deeds, one of which was dated November 15, 1927, and recorded in Deed Book Y-1, page 321, and the other dated February 2, 1938, and recorded in Deed Book C-2, page 311, in the Register's Office of Hickman County, Tennessee.

2. THE 154/110/13.2/2.3 KV SUBSTATION AT WEST NASHVILLE, TENNESSEE.

Two tracts of land situated in the City of Nashville, Davidson County, Tennessee. Tract 1 being all of Lots 5, 7, 8, and 10, and part of Lots 2, 3, 4, and 6 of Block 6 of the Cherokee Park Subdivision which is shown on plat recorded in the Register's Office of Davidson County, Tennessee, in Book 161, page 75. There is also included in this tract a parcel of land which lies adjacent to the above mentioned subdivision. Tract 2 being all of Lot 11 of Block 5 of said subdivision. The two tracts being more particularly described as follows:

TRACT 1. Beginning at the southwest corner of Louisiana Avenue and 63rd Street, said beginning is also the northeast corner of Lot 2 of Block 6 of said Subdivision; thence S. 32° 09′ W. along the west line of 63rd Street, 115.0 feet to a two-inch pipe; thence N. 57° 51′ W. 109.0 feet; thence S. 32° 09′ W. 210.0 feet to a point on the north line of Morrow Road; thence N. 57° 51′ W. along the north line of Morrow Road, 4.0 feet to the southwest corner of said Lot 3 in said Block 6; thence N. 45° 31′ W. along the north line of Morrow Road, 213.3 feet; thence N. 34° 47′ W. along the north line of Morrow Road, 100.7 feet; thence S. 53° 00′ W. along an offset in Morrow Road, 30.8 feet; thence N. 36° 14′ W. along the north line of Morrow Road, 141.7 feet to a point on the east right-of-way line of the N., C. & St. L. R. R.; thence N. 38° 57′ E. along the east right-of-way line of the N., C. & St. L. R. R. 638.2 feet; thence with a curve to the left whose radius is 468.34 feet and in a generally southeasterly direction 496.7 feet; thence S. 53° 00′ W. 35.5 feet to the northwest corner of said Lot 10 in Block 6, said point is also on the south line of Louisiana Avenue; thence S. 57° 51′ E. along the south line of Louisiana Avenue, 215.0 feet to the point of beginning.

TRACT 2. Beginning at the southeast corner of Louisiana Avenue and 63rd Street, said beginning is also the northwest corner of said Lot 14 of Block 5 of the Cherokee Park Subdivision; thence S. 32° 09′ W. along the east line of 63rd Street, 150.0 feet to the southwest corner of said Lot 14, said point being on the north line of a 25 foot alley; thence S. 57° 51′ E. along the south line of said Lot 14, 50.0 feet; thence N. 32° 09′ E. along the east line of Lot 14, 150.0 feet to a point on the south line of Louisiana Avenue; thence N. 57° 51′ W. along the south line of Louisiana Avenue, 50.0′ to the point of beginning.

Being a part of the land conveyed to The Tennessee Electric Power Company by Nashville Railway & Light Company, by deed dated November 25, 1930, and recorded in the Register's Office of Davidson County, Tennessee, in Book No. 833, page 247.

There is also conveyed to the Authority the two 13.2 KV low side bank breakers, and the 13.2 KV main condenser breaker with associated disconnecting switches, cables, and other appurtenances, located on a tract of land 109x210 feet, being all of Lot 1, and the balance of Lots 2, 3, 4, 5, and 6 in said Cherokee Park Subdivision not hereinabove conveyed to the United States of America, which tract is this day conveyed to the City of Nashville.

There are excepted and excluded from the above conveyance the switchboard panels, relays, meters, and auxiliary apparatus located in the substation switch house on the property hereinabove conveyed to the United States of America and used exclusively for control of the substation equipment and facilities located on said tract of land being conveyed to the City of Nashville by deed of even date herewith. There is also granted to the Authority and reserved in favor of the City of Nashville, their successors or assigns, respectively, easements and rights including rights of ingress, egress, changes and expansions, as hereinafter defined, as granted to the City of Nashville and reserved in favor of the Authority in deed of even date herewith from the Company to said City, to maintain, operate, renew, repair, remove, replace or substitute their respective properties as said properties are now located on said respective premises.

There is also hereby granted to the Authority and reserved for the City of Nashville, respectively, the right to make changes in and expansions of such substation facilities and equipment insofar as space may be available, but such changes or expansions by either party shall be permitted only if, and so long as, they will not, in the judgment of the other party, interfere with said other party's use, or contemplated use, of its own facilities and equipment, including requirements for change and expansion.

Additional easements and rights are hereby granted to the Authority for the use of the station service transformers and associated conductors and buses being conveyed to said City in connection with the operation of the Authority's substation equipment and facilities. Like easements and rights are reserved for the City of Nashville to use the station storage battery and associated conductors and buses hereby conveyed to the Authority in connection with the operation of the substation equipment and facilities being conveyed to said City as aforesaid.

3. THE 110/13.2/2.3 KV SUBSTATION, KNOWN AS THE SOUTH NASHVILLE SUBSTATION, IN NASHVILLE, TENNNESSEE.

All that certain tract or parcel of land in the City of Nashville, State of Tennessee, more particularly described as follows:

Beginning at a point at the intersection of the easterly margin of Stanley Street, and the southerly margin of a right-of-way of the Tennessee Central Railroad Company; thence with said southerly margin of said Tennessee Central Railroad right-of-way north 81½° east 649 feet to a point; thence north 8½° west 35 feet; thence paralleling the track of said railroad and about 15 feet from same, north 81½° east 606 feet; thence south 8° 30′ east 35 feet; thence north 81½° east 851 feet, more or less, to the center of Brown's Creek; thence with the center of Brown's Creek south 11¼° east 590 feet to a point in the center of said creek and under the center of the north arch of the arch bridge over said creek, near the Lebanon Pike; thence south 86° west 296 feet to a point; thence south 75½° west 1018 feet to a thorn tree; thence south 73° west 295 feet, more or less, to a point, being the N. E. corner of the intersection of the right-of-way of the Nashville Street Railway with a street called for by the plan as a 50 foot Street; thence with the easterly margin of said street north 43¼° west 207 feet, more or less, to a post; thence north 87° west 226 feet; thence south 3° west 58 feet; thence north 87° west 135 feet to a point; thence north 86½° west 216 feet, more or less, to a post in the easterly margin of Stanley Street; thence with the easterly margin of Stanley Street, north 5° west 453 feet, more or less, to the beginning, containing in all about 28¼ acres, exclusive of about one acre heretofore taken by condemnation for a 50 foot right-of-way for the Tennessee Central Railroad Company, running across said

property in a curve and which property thus covered by said right-of-way is excepted.

Subject to a road or right-of-way 25 feet wide and leading through the property herein conveyed, parallel with Browns Creek and distant from said Creek about 120 feet, which right-of-way is reserved and more particularly described in a deed from J. P. Fulcher and wife to John D. Fletcher et al, of record in Book 318, page 270, of the Register's Office for said County, the rights and privileges appertaining to said right-of-way being fully set forth in said deed.

Subject also to an easement for right-of-way of the Tennessee Central Railway Company of record in Book 834, Page 213, of said Register's office.

Excluding, however, that portion of the above described tract lying east of Stanley Street and west of the west right-of-way line of the Tennessee Central Railroad above referred to which has been conveyed by The Tennessee Electric Power Company to the Tennessee Central Railroad Company by deed recorded in Book 1108, page 19, said Register's Office; and also excluding that portion of the above described tract which was conveyed to H. W. Stanley and W. K. McAlister, Receivers, by Nashville Ry. & Light Company by deed dated July 20, 1918, and recorded in Book 1066, page 420, in said Register's Office.

Being the lands acquired by the Nashville Railway and Light Company from R. J. Graf, Trustee, by deed dated September 11, 1928, and recorded in the Register's Office, Davidson County, Tennessee, in Book 834, page 213, and conveyed by the Nashville Railway and Light Company to The Tennessee Electric Power Company by deed dated November 25, 1930, and recorded in the said Register's Office in Deed Book 833, page 247.

There is excepted and excluded from the above conveyance the following 13.2 KV substation equipment and facilities at the South Nashville substation in Nashville, Tennessee: (a) the 13.2 KV buses, switchgear, transformers, lines, and associated equipment located within the substation switch house, beginning at the points where the 13.2 KV low tension bank switching equipment for the 110/13.2 KV transformers is connected to the 13.2 KV buses (which switch house and 13.2 KV low tension bank switching equipment are hereby conveyed to the Authority); (b) the 13.2/2.3 KV substation equipment located outdoors adjacent to the northwest corner of the switch house, with all auxiliary and appurtenant facilities; (c) all 13.2 KV and 2.3 KV overhead lines and underground cables connected to the foregoing substation equipment and facilities; and (d) the switchboard panels, relays, meters, and auxiliary apparatus used exclusively for control of the aforesaid 13.2 KV and 2.3 KV equipment, together with the conductors and control wiring connecting such equipment, and switchboard panels, and controls, this day conveyed by the Company to the City of Nashville.

There is expressly reserved in favor of the City of Nashville, its successors or assigns, easements and rights including rights of ingress and egress, changes, and expansions, as hereinafter defined, as granted to the City of Nashville by deed of even date herewith from the Company to said City, to maintain, operate, renew, repair, remove and replace or substitute the above described property, with the further right on behalf of the City of Nashville to use the station storage battery and associated conductors and buses in connection with the operation of its said substation equipment; also the right on behalf of the City of Nashville to make changes in, and expansions of, facilities and equipment belonging to said City located on said premises hereinabove described, insofar as space may be available, but such changes or expansions shall be permitted only if, and so long as, they will not, in the judgment of the Authority, interfere with said Authority's use, or contemplated use, of its own facilities and equipment, including requirements for change and expansion.

There is hereby granted to the Authority the right to use the station service transformers and associated conductors and buses being conveyed to the City of Nashville in connection with the Authority's operation of its substation equipment and facilities.

4. A PORTION OF THE SITE OF THE 110/13.2/2.3 KV CENTRAL SUBSTATION LOCATED ADJACENT TO THE FIRST AVENUE STEAM GENERATING PLANT IN NASHVILLE, TENNESSEE.

All that tract of land situated in the City of Nashville, Davidson County, Tennessee, being part of Lots 1 to 6, inclusive, of the partitioned tract of the Douglas Estate and being more particularly described as follows:

Beginning at the southwest corner of said Lot 1 which is the northeast corner of Haynes Alley and Second Avenue, North; thence N. 37° 00′ W. along the east line of Second Avenue, North, 194.0 feet to a two inch pipe; thence N. 53° 05′ E. 105.0 feet to a two inch pipe; thence S. 37° 00′ E. 194.0 feet to a point on the north line of Haynes Alley; thence S. 53° 05′ W. along the north line of Haynes Alley, 105.0 feet to the point of beginning.

Being a part of the lands conveyed to The Tennessee Electric Power Company by the Nashville Railway & Light Company by deed dated November 25, 1930, recorded in the Register's Office of said County in Deed Book 833, page 247.

Together with the following substation facilities and equipment: (a) all 110 KV structures, buses, and equipment, including the 110/13.2 KV transformer bank; (b) the low-tension circuit from said 110/13.2 KV transformer bank to the 13.2 KV main and transfer buses, including the 13.2 KV bank breaker with its auxiliary equipment and disconnecting switches and leads; (c) the three 13.2 KV breakers known respectively as the generator No. 1 breaker, the generator No. 6 breaker, and the condenser breaker, together with their auxiliary equipment and associated leads, beginning at the connections to the 13.2 KV main and transfer

buses and extending to the First Avenue Steam Plant; (d) all control and metering conductors between the equipment listed in (a), (b), and (c) *ante*, and the First Avenue Steam Plant, and (e) the locomotive crane, track, and other coal-handling facilities located at said Central Substation. The remainder of the site of said substation, and all substation facilities and equipment not herein conveyed to the Authority, are being conveyed to The City of Nashville.

There is granted to the Authority and reserved for the City of Nashville, their successors or assigns respectively, easements and rights including rights of ingress and egress, as granted to the City of Nashville and reserved in favor of the Authority in deed of even date herewith from the Company to said City, to maintain, operate, renew, repair, remove and replace or substitute the equipment and facilities at the substations conveyed to them respectively, and also for changes in, and expansions of, such substation facilities and equipment, insofar as space may be available, but such changes or expansions by either party shall be permitted only if, and so long as, they will not, in the judgment of the other party, interfere with said other party's use, or contemplated use, of its own facilities and equipment, including requirements for change and expansion.

There is also granted to the Authority the right to utilize connections through substation equipment conveyed to the City of Nashville to supply power connection with the operation of the Authority's equipment, both in the Central substation and in the First Avenue Steam Plant.

5. A PORTION OF THE SITE OF THE RIDGEDALE SUBSTATION IN CHATTANOOGA, TENNESSEE, AS MARKED AND SHOWN ON DRAWING NO. A-3 (b) ATTACHED TO SAID CONTRACT.

All those certain tracts or parcels of land lying and being in the City of Chattanooga, Hamilton County, Tennessee, and more particularly described as follows:

TRACT 1.

Lots Nos. 1, 2, 3, and 4 of Block 3 of Baxter's Addition to Ridgedale as shown by plat of said Addition in Plat Book 1, page 19, of the Register's Office.

TRACT 2.

Lots Nos. 1, 2, and 3 in Block 2 of Baxter's Addition to Ridgedale as shown by plat of said Addition in Plat Book 1, page 19, of the Register's Office.

TRACT 3.

Lot No. 1 in Block 1 of Baxter's Addition to Ridgedale as shown by plat of said Addition in Plat Book 1, page 19, of the Register's Office of Hamilton County, Tennessee.

And being the same lands conveyed to The Tennessee Electric Power Company from C. Wright, Trustee, by deeds dated December 12, 1927, and recorded in Book U, Volume 23, page 334, and in Book U, Volume 23, page 333, and in Book P, Volume 22, page 134, and from F. P. Haswell by deed dated March 11, 1929, and recorded in Book F, Volume 24, page 475, and from H. A. McCarthy et al by deed dated July 25, 1924, and in Book M, Volume 18, page 246.

All of said instruments are recorded in the Register's Office of Hamilton County, Tennessee.

Together with all buildings thereon, and the following substation facilities and equipment: all 110 KV structures, buses, and circuits; all 110 KV metering equipment; the 110 KV oil circuit breakers; the 110/44 KV transformer banks; the 44 KV circuits between said transformer banks and the 44 KV main and auxiliary bus, including the 44 KV bank breakers and the 44 KV metering equipment; and all associated switchboards, metering equipment, cables, relays, and auxiliary apparatus used in connection with the foregoing circuits. The remainder of said substation site, and the facilities and equipment of said substation not herein conveyed to the Authority, are in part being conveyed to the City of Chattanooga, Tennessee, as provided in Exhibit A-3, and in part retained by the Tennessee Company in accordance with Section IV of the contract, the facilities and equipment so retained by the Tennessee Company (consisting of motor-generator sets and associated railway conversion equipment) being specifically described in Exhibit B, and the division of said substation site between the Authority, the City of Chattanooga, Tennessee, and the Tennessee Company being shown on the aforesaid Drawing No. A-3 (b).

There is hereby granted to the Authority and the Company is granting by deed of even date herewith, to the City of Chattanooga, Tennessee, their respective successors and assigns, the right to use, for the operation and maintenance of their respective facilities at said substation, and so long as such use does not interfere with the reasonable use thereof by the Tennessee Company, the existing track entering the substation lot over property not being conveyed hereunder and owned by the Tennessee Company; provided, however, that if the Tennessee Company, its successors and assigns, shall incur any expenses either for switching cars for said parties or for maintenance of said track made necessary by their use thereof, they shall reimburse the Tennessee Company for such expense in the respective proportions in which they have contributed thereto.

There is hereby granted to the Authority and reserved in favor of the Tennessee Company and the City of Chattanooga, Tennessee, their respective successors and assigns, easements and rights, including rights of ingress and egress, as the case may be, for continued operation, maintenance, repair, removal, and replacement or substitution of equipment and facilities at said substation being conveyed to the City of Chattanooga, Tennessee, by deed of even date herewith and to the Authority hereby, respectively, and the railway equipment not conveyed hereby and owned by the Tennessee Company.