

FOR AND IN CONSIDERATION of the transfer in exchange of all the outstanding capital stock of Joe E. Dixon, Inc., pursuant to a plan of complete liquidation of said company, receipt of which is acknowledged by Joe E. Dixon, Inc., for the purpose of complete redemption and cancellation, and for the further consideration of the assumption by the grantees of all the debts, liabilities and obligations of Joe E. Dixon, Inc., including, among others, an indebtedness the principal balance of which is $48,511.35 described more fully in and secured by a first mortgage deed of trust to James B. Turner, Trustee, of record in Book 2462, page 360, Register's Office for Davidson County, Tennessee, and an indebtedness in the amount of $8,502.74 evidenced by the corporation's promissory note payable to the order of Frank P. Dixon, this conveyance being made expressly subject to all said debts, the said Joe E. Dixon, Inc., a corporation organized and existing under the laws of Tennessee, with principal office in Davidson County, Tennessee, has bargained and sold and does hereby transfer and convey, in accordance with the ownership of the stock exchanged for cancellation unto FRANK P. DIXON and wife, VELMA L. DIXON, in an undivided six-tenths (6/10ths) interest, as tenants by the entireties, and unto JOE E. DIXON and wife, RUTH DIXON, in an undivided four-tenths (4/10ths) interests, as tenants by the entireties, their heirs and assigns, a certain tract or parcel of land in Davidson County, Tennessee, described as follows: