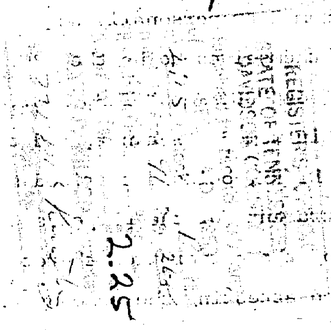
file Took Jeidon Co.



WHEREAS, on the 24th day of September, 1958, the Stockholders and Directors of Glencliff Estates, Inc., at meetings duly and regularly called and held, adopted a plan of liquidation and dissolution of Glencliff Estates, Inc., to be effective September 30, 1958, which plan provided in effect:

1. That all capital stock of this corporation was to be surrendered up and cancelled.

2. That all assets of this corporation, real, personal, and mixed, were to be transferred to First National Company on September 30, 1958.

3. That First National Company assumes and agrees to pay all liabilities and obligations of every kind of this corporation.

4. That the Charter of Incorporation of Glencliff Estates, Inc. be surrendered to the State of Tennessee.

NOW, THEREFORE, IN CONSIDERATION OF THE PREMISES, and in consideration of the surrender of all outstanding capital stock of this corporation, and the assumption of all of its obligations, and in order to effect the complete liquidation and dissolution of said corporation on September 30, 1958, Glencliff Estates, Inc. has bargained and sold and does hereby transfer and convey unto First National Company, a Tennessee corporation, with principal office in Nashville, Tennessee, all of its real estate of every kind and character, together with improvements thereon, located in Davidson County, Tennessee. Without limiting the generality of the foregoing conveyances, the following property is expressly conveyed.

1. The remaining unsold acreage of a certain tract of land originally containing approximately 490 acres conveyed to and more parti-