This instrument was prepared by ERVIN M. ENTREKIN, Attorney. Law firm of Butler, Tune & Entrekin, 26th Floor, First American Center, Nashville, Tn. 37238

mail

ADDRESS NEW OWNER (S) AS FOLLOWS:	SEND TAX BILLS TO:	MAP PARCEL NOS.
R. C. MATHEWS, CONTRACTOR, INC.	SAME	82-13-363; 82-14
NAME MetroCenter One Vantage Way	NAME	3; 82-14-6; 82-14-19; 82-14-20; 82-14-5; 82-14-4
STREET ADDRESS OR ROUTE NO. Nashville, Tennessee 37228	STREET ADDRESS BOOK 5096 PAGE 938	
(CITY) (STATE)	(CITY) (STATE) (ZIP CODE)	

DEC 15 MISC

3* 10.00 * 10.00

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value whichever is greater for this transfer is none.

Subscribed and sworn to before me, this the 15th day of December, 1976.

Patty J. Welch
NOTARY PUBLIC

Eric M. Entrekin
AFFIANT

MY COMMISSION EXPIRES: January 29 1978
(AFFIX SEAL)

PATTY J. WELCH NOTARY PUBLIC DAVIDSON CO. TENN.

QUITCLAIM DEED

For the purposes of carrying out the Plan of Liquidation in accordance with the provisions of Section 332 of the Internal Revenue Code of 1954, as amended, and in complete cancellation and redemption of all of its issued and outstanding shares of stock,

Nashville Union Stock Yards, Inc., acting by and through its duly authorized officers, does by these presents, transfer and convey unto R. C. Mathews, Contractor, Inc., its successors and assigns all right, title and interest in and to the real estate described on Exhibit "A" attached hereto.

IN WITNESS WHEREOF, the undersigned has executed this Quitclaim Deed on this the 13th day of December, 1976.

D 8 1 2 8 7

IDENTIF. REFERENCE

DEC 15 1 18 PM '76

REGISTER DAVIDSON COUNTY, TENN.

NASHVILLE UNION STOCK YARDS, INC.

BY: R. C. H. Mathews, Jr.
R. C. H. MATHEWS, JR., PRESIDENT

ATTEST BY: Eric M. Entrekin
ERVIN M. ENTREKIN, SECRETARY

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Before me, the undersigned, a Notary Public of the State and County aforesaid, personally appeared R. C. H. MATHEWS, JR., with whom I am personally acquainted, and who acknowledged himself to be President of the NASHVILLE UNION STOCK YARDS, INC., the within named bargainor, a corporation, and that he as such President, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as President.

WITNESS my hand and official seal at office in Nashville, Tennessee this 15 day of December, 1976.

Patty J. Welch
NOTARY PUBLIC

PATTY J. WELCH NOTARY PUBLIC DAVIDSON CO. TENN.

MY COMMISSION EXPIRES: January 29 1978

EXHIBIT "A"

TRACT I:

A parcel of land in the First Civil District, Nashville, Davidson County, Tennessee, being Lots 7 and 8 and part of Lots 9 and 10 of Balch and Whiteside's Addition to Nashville, recorded in Minute Book "D", page 734, Circuit Court of Davidson County, Tennessee, also being a part of the right-of-way of Jackson Street closed by Bill No. 1289 dated October 23, 1939, recorded in Deed Book 1151, Page 13, R.O.D.C., said parcel of land being conveyed to Nashville Union Stockyards, Inc., by deeds, of record in Book 3868, page 407, and Book 523, page 127, R.O.D.C., and described according to a survey of Barge, Waggoner, Sumner and Cannon, dated November 27, 1974, revised December 13, 1974, more particularly described as follows:

BEGINNING at an iron pin, the point of intersection of the easterly margin of Second Avenue, North, and the southerly margin of Jefferson Street; thence, N 68° 29' E, 368.12 feet with the southerly margin of Jefferson Street to an iron pin at the westerly margin of First Avenue, North; thence, S 9° 56' 30" E, 403.06 feet with the westerly margin of First Avenue, North, to an iron pin, the point of intersection of said westerly margin of First Avenue, North, and the northerly right-of-way of the Illinois Central Gulf Railroad; thence, in a southwesterly direction with a curve to the right and with said railroad right-of-way a distance of 290.80 feet as measured with the arc of said curve on a radius of 558.69 feet, said curve having an interior angle of 29° 49' 21", a tangent distance of 148.77 feet, a chord of S 15° 39' 39.5" W, 287.53 feet to an iron pin in the easterly margin of Second Avenue, North (formerly Market Street); thence, N 31° 43' 50" W, 285.65 feet with the easterly margin of Second Avenue, North, to an iron pin at the point of intersection of the southerly margin of Jackson Street (as closed) and the easterly margin of Second Avenue, North; thence, N 31° 54' 00" W, 348.56 feet with the easterly margin of Second Avenue, North, to the point of beginning, containing 143,358 more or less square feet or 3.29 more or less acres.

RECORDER'S MEMO:
Legibility of Writing, Typing or Printing in This Document Unsatisfactory When Received.

TRACT II:

A parcel of land in the First Civil District of Nashville, Davidson County, Tennessee, being Lot No. 13, part of Lots 10, 11 and 12 of Balch and Whiteside's Addition to Nashville, recorded in Minute Book "D", page 734, Circuit Court of Davidson County, Tennessee, also being Lots 1, 2 and 3 of the Subdivision of Lots 11 and 12 of Balch and Whiteside's Addition to the City of Nashville, recorded in Minute Book "H", page 324, County Court of Davidson County, and being the property conveyed to Nashville Union Stockyards, Inc., recorded in Deed Book 523, page 127, R.O.D.C., and being described according to a survey of Barge, Waggoner, Sumner and Cannon, dated November 27, 1974, revised December 13, 1974, more particularly described as follows:

BEGINNING at a cross cut in a walk, said cross being the point of intersection of the easterly margin of Second Avenue, North (formerly Market Street), and the northerly margin of Whiteside Avenue; thence, N 31° 43' 50" W, 349.0 feet with the easterly margin of Second Avenue, North, to an iron pin in the southerly right-of-way of the Illinois Central Gulf Railroad; thence, in a northeasterly direction with said railroad right-of-way line, and with a curve to the left, 185.00 feet along the arc of said curve, with a

radius of 589.69 feet, a tangent distance of 93.27 feet an interior angle of 18° 00' 20" and a chord of N 23° 05' 30" E, 184.24 feet, to a point; thence, in a northeasterly direction with a witness line, N 25° 05' 00" E, 113.10 feet to a point in the southerly margin of First Avenue, North (formerly Water Street), said point being in the center of Lick Branch as described in Deed Book 302, page 159, R.O.D.C., said point also being S 60° 54' 05" E, 69 feet from a point where the southerly margin of First Avenue, North, intersects the westerly right-of-way of the Illinois Central Gulf Railroad; thence, S 60° 54' 05" E, 66.18 feet with the southerly margin of First Avenue, North, to an iron pin; thence, S 31° 21' 30" E, 462.38 feet with the westerly margin of First Avenue, North (formerly Water Street), as widened by deed of record in Book "S", page 357, R.O.D.C., to an iron pin in the northerly margin of Whiteside Avenue; thence S 58° 54' 50" W, 274.52 feet with the northerly margin of Whiteside Avenue to the point of beginning, containing 2.78 more or less acres to witness line.

INCLUDED in this description but excluded from warranty of title is the portion of land lying southeast of the above referenced witness line to the center line of Lick Branch which has been obliterated and is not described in the pertient deeds. Said exclusion is estimated to be approximately 1,600 square feet or 0.04 more or less acres.

TRACT III:

A parcel of land in the First Civil District of Nashville, Davidson County, Tennessee, being part of Lots 22 and 24 of Balch and Whiteside's Addition to Nashville, as of record in Minute Book "D", page 734, Circuit Court of Davidson County, also being part of Lots 1, 2 and 3 of the subdivision of Lot 22 on Balch and Whiteside's Addition to the City of Nashville, as of record in Minute Book "H", page 324, County Court of Davidson County, also being part of the property conveyed to Nashville Union Stockyards, Inc., by deed, of record in Book 467, page 195, and Book 523, page 127, and described according to a survey of Barge, Waggoner, Sumner and Cannond, dated November 27, 1974, revised December 13, 1974, more particularly described as follows:

BEGINNING at an iron pin at the intersection of the westerly margin of Second Avenue, North (formerly Market Street), and the northerly margin of Whiteside Avenue; thence, S 57° 59' 26" W, 144.50 feet with the northerly margin of Whiteside Avenue to an iron pin in the easterly right-of-way of the Illinois Central Gulf Railroad; thence, with the said easterly right-of-way of the Illinois Central Gulf Railroad the following calls: N 23° 46' W, 101.04 feet to an iron pin; N 57° 59' 26" E, 5.00 feet to an iron pin; N 15° 35' 41" W, 80.79 feet to an iron pin; N 3° 00' E, 58.0 feet to an iron pin, the beginning of a curve to the right; thence, continuing with said easterly right-of-way of the Illinois Central Gulf Railroad and a curve to the right 106.11 feet as measured along the arc of said curve and a radius of 395.28 feet, said curve having a tangent distance of 53.33 feet, an interior angle of 15° 22' 54", a chord of N 9° 41' 28" E, 105.80 feet to an iron pin in the westerly margin of Second Avenue, North (formerly Market Street); thence, S 31° 43' 50" E, 304.0 feet with the westerly margin of Second Avenue, North, to the point of beginning; containing 29,731 more or less square feet or 0.68 more or less acres.

RECORDER'S MEMO:
Legibility of Writing, Typing or Printing in this Document Unsatisfactory When Received.

TRACT IV:

A parcel of land in the First Civil District of Nashville, Davidson County, Tennessee, being part of Lot 20 on the

Plan of Balch and Whiteside's Addition to Nashville, as of record in Minute Book "D", page 734, Circuit Court of Davidson County, also being part of the property conveyed to Nashville Union Stockyards, Inc., by deed, of record in Book 523, page 127, R.O.D.C., and being described according to a survey of Barge, Waggoner, Sumner and Cannon, dated November 27, 1974, revised December 13, 1974, more particularly described as follows:

BEGINNING at an iron pin, the point of intersection of the southerly margin of Whiteside Avenue and the easterly margin of Third Avenue, North (formerly College Street); thence, N 57° 59' 26" E, 120.84 feet with the southerly margin of Whiteside Avenue to an iron pin in the westerly right-of-way of the Illinois Central Gulf Railroad; thence, S 31° 46' 08" E, 69.22 feet along the westerly right-of-way of said railroad to an iron pin; thence, S 58° 20' 07" W, 120.75 feet with the northerly line of the R. E. Smith, et al, tract, as recorded in Deed Book 917, page 64, R.O.D.C., to an iron pin in the easterly margin of Third Avenue, North; thence, N 31° 50' 49" W, 68.50 feet along the easterly margin of Third Avenue, North to the point of beginning; containing 8,318 more or less square feet or 0.19 more or less acres.

TRACT V:

A parcel of land in the First Civil District of Nashville, Davidson County, Tennessee, being Lots 18 and 21 and part of Lot 19 of Balch and Whiteside's Addition to Nashville as of record in Minute Book "D", page 734, Circuit Court of Davidson County, also being all of Lot 16 of the original Town of Nashville, not of record. Also being part of the property conveyed to Nashville Union Stockyards, Inc., by deed of record in Book 523, page 127, R.O.D.C., and being described according to a survey of Barge, Waggoner, Sumner, and Cannon, dated November 27, 1974, revised December 13, 1974, more particularly described as follows

BEGINNING at an iron pin, the point of intersection of the westerly margin of Second Avenue, North (formerly Market Street) and the southerly margin of Whiteside Avenue; thence, S 31° 41' 29" E, 590.52 feet with the westerly margin of Second Avenue, North, to an iron pin at the northwest corner of a tract of land conveyed to the Davidson County Co-op, said conveyance being recorded in Deed Book 4003, page 18, and Deed Book 4065, page 14, R.O.D.C., said iron pin being N 31° 41' 29" W, 221.90 feet from the center line of the southbound main tract of the Louisville and Nashville Railroad Company; thence, S 58° 20' 07" W, 299.08 feet with the westerly line of said Davidson County Co-op property, and along the westerly face of an existing building, and with the westerly line of a tract of land conveyed to Standard Candy Company, recorded in Deed Book 4633, page 298, R.O.D.C., to an iron pin in the easterly margin of Third Avenue, North (formerly College Street), said iron pin being N 31° 50' 49" W, 222.0 feet from the center line of the southbound main track of the Louisville and Nashville Railroad Company; thence, N 31° 50' 49" W, 321.40 feet with the easterly margin of Third Avenue, North (formerly College Street), to an iron pin, the southwest corner of a tract of land conveyed to Kempkau, Recorded in Deed Book 572, page 354, R.O.D.C.; thence, N 58° 20' 07" E, 145.48 feet with the southerly line of said Kempkau conveyance, to an iron pin in the easterly right-of-way line of the Illinois Central Gulf Railroad, thence, N 31° 46' 08" W, 268.24 feet, with the easterly right-of-way line of said Illinois Central Gulf Railroad to a cross on the sidewalk at the intersection of said railroad right-of-way line and the southerly margin of Whiteside Avenue; thence,

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N 57° 59' 26" E, 145.84 feet with the southerly margin of Whiteside Avenue to an iron pin, the point of beginning, containing 132.507 more or less square feet or 3.04 more or less acres.

INCLUDED in this description, but excluded from any warranty of title are four small parcels of land described in Book 306, page 433, Book 306, page 219, R.O.D.C., in Book 329, page 353, and in Book 329, page 286, R.O.D.C.

Being property conveyed to Nashville Union Stock Yards, Incorporated, by deed from Union Stock Yards, et al, of record in Book 523, page 127, by deed from the City of Nashville, of record in Book 1151, page 13, by deed from Union Stock Yards, of record in Book 565, page 516, by deed from Commerce Union Bank, Guardian, of record in Book 965, page 367, by deed from Bertha C. McLester, of record in Book 3868, page 407, and by virtue of City Ordinance No. 1289 closing a portion of Jackson Street.

Being all of the property, real and personal, owned by Nashville Union Stock Yards, Inc. Nashville Union Stock Yards, Inc. and Nashville Union Stock Yards, Incorporated are one and the same company.

RECORDER'S MEMO:
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