This Form furnished by Attorneys Title Company, Inc.

BOOK 5331 PAGE 439

Form No. WD-3

FROM

METROCENTER PROPERTIES

TO

GENERAL COMMUNICATIONS AND ELECTRONICS, INC.

For draftsman's use

This instrument prepared by:

Thomas C. Scott, Attorney
26th Floor
First American Center
Nashville, Tennessee 37238

ADDRESS NEW OWNER (S) AS FOLLOWS:	SEND TAX BILLS TO:	MAP-PARCEL NUMBERS
General Communications and Electronics, Inc. (NAME)	SAME (NAME)	70-15-36
MAINSTREAM DR. (STREET ADDRESS OR ROUTE NUMBER)	(STREET ADDRESS)	
Nashville TN 37028 (CITY) (STATE) (P. O. ZIP)	(CITY) (STATE) (ZIP)	

E 8578

IDENTIF. REFERENCE

(FOR REGISTER'S USE)

AUG 29 3 57 PM '78

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TENN.

STATE OF TENNESSEE }
COUNTY OF DAVIDSON }

THE ACTUAL CONSIDERATION OR VALUE, WHICHEVER IS GREATER, FOR THIS TRANSFER IS

$ 81,000.00 Affiant

SUBSCRIBED AND SWORN TO BEFORE ME, THIS THE 24th DAY OF AUGUST, 1978

Jane F. Humphrey
Notary Public

MY COMMISSION EXPIRES: 4/13/82

(AFFIX SEAL)

For and in Consideration of the sum of ----------TEN AND NO/100----------

----------($10.00)----------DOLLARS

cash in hand paid by General Communications and Electronics, Inc., and other good and valuable considerations, the receipt of which is hereby acknowledged,

AUG29RE	CONV	81,000.00			
AUG29RE	S'TAX		B*	210.60	
AUG29RE	PR'FEE		B*	.50	
AUG29RE	W'DEED		B*	6.00	* 217.10

METROCENTER PROPERTIES, a partnership composed of Pathfinder, Resources, Incorporated, R. C. Mathews, Contractor, Inc. and Robert C. H. Mathews, Jr.

have bargained and sold, and by these presents do transfer and convey unto the said

GENERAL COMMUNICATIONS AND ELECTRONICS, INC., its successors

and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described as follows, to wit:

Being a parcel of land in the First Civil District, Nashville, Davidson County, Tennessee, bounded on the north by Cumberland River, on the south by Mainstream Drive and lying east of Rhodes Golf Course, more particularly described as Lot 37E, on the plan of MetroCenter, Section 8, of record in Book 5190, page 144, said Register's Office, and described according to a survey of Barge, Waggoner, Sumner & Cannon, dated July 26, 1978, as follows:

Beginning at a point in the northerly margin of Mainstream Drive, said point being approximately 1,089 feet from the center of Freeland Station Road; thence, leaving Mainstream Drive, North 34 degrees 25 minutes West, 330.00 feet to a point on the center of Flood protection levee; thence, North 02 degrees 53 minutes 09 seconds East, 158.05 feet to a point in the low water line of Cumberland River; thence, North 53 degrees 59 minutes East, 114.26 feet with said low water line to a point; thence, leaving Cumberland River, South 34 degrees 25 minutes East, 458.91 feet to a point in the northerly margin of Mainstream Drive; thence, South 55 degrees 35 minutes West, 210.00 feet to the point of beginning, containing 2.06 acres, more or less.

Being part of the property conveyed to MetroCenter Properties, (a partnership) by Quitclaim Deed from Mat-Nel Company (a partnership) of record in Book 4710, page 155, Register's Office for Davidson County, Tennessee.

BOOK 5331 PAGE 440

This conveyance is subject to the following:

(a) Restrictive covenants filed in Book 5321, page 971, Register's Office for Davidson County, Tennessee.

(b) Such restrictions as may be made applicable to said property.

(c) The recorded plan shows an owner's certificate a 10 foot public utility and drainage easement across the entire length of both side lines; Cheatham Dam and flowage easement across the rear line of said lot, an easement for City maintenance for levee and Riverfront across the rear portion of said lot, a 15 foot colonial pipe line easement running generally northeast to southwest thru the rear portion of said lot and a 25 foot easement for a private railroad lead tract adjacent to the said 15 foot colonial pipe line easement.

This is unimproved (X) improved ( ) property, known as _____ (House Number) (Street) P. O. Address: (City or Town) (Postal Zone)

To Have and to Hold the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said General Communications and Electronics, Inc., its successors ~~heirs~~ and assigns, forever.

And it ~~does~~ covenant with the said General Communications and Electronics, Inc. that it is lawfully seized and possessed of said land in fee simple; have a good right to convey it, and the same is unencumbered.

And MetroCenter Properties, a partnership ~~does~~ further covenant and bind itself, its successors & assigns ~~heirs and~~ representatives, to warrant and forever defend the title to the said land to the said General Communications and Electronics, Inc., its successors ~~heirs~~ and assigns against the lawful claims of all persons whomsoever.

Witness our hands this 3rd day of August, 19 78, the corporate party, if any, having caused its name to be signed hereto by its duly authorized officers on said day and date.

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

Robert C. H. Mathews, Jr.
ROBERT C. H. MATHEWS, JR.

METROCENTER PROPERTIES, a partnership composed of:

BY: PATHFINDER RESOURCES, INCORPORATED
Frank R. Kyle, Treas.
FRANK R. KYLE, TREASURER

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public for said County and State, personally appeared FRANK R. KYLE, with whom I am personally acquainted and who, upon oath, acknowledged himself to be the Treasurer of PATHFINDER RESOURCES, INCORPORATED, partner of METROCENTER PROPERTIES, the within bargainor, a Tennessee partnership, and who acknowledged himself to be authorized to execute the foregoing instrument as Treasurer of the said partner, and acknowledged that he as such Treasurer, executed the foregoing instrument on behalf of METROCENTER PROPERTIES, as the free act and deed of METROCENTER PROPERTIES, for the purposes therein contained by signing the name of said corporation on behalf of METROCENTER PROPERTIES, as partner, by himself as Treasurer.

WITNESS my hand and seal at office in Nashville, Tennessee, this 3rd day of August, 1978.

Brenda W. Bunker
NOTARY PUBLIC

MY COMMISSION EXPIRES: My Commission Expires Oct. 18, 1981

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the underisgned Notary Public for said County and State, personally appeared ROBERT C. H. MATHEWS, JR., with whom I am personally acquainted and who, upon oath, acknowledged himself to be the President of R. C. MATHEWS, CONTRACTOR, INC., partner of METROCENTER PROPERTIES, the within bargainor, a Tennessee partnership, and who acknowledged himself to be authorized to execute the foregoing instrument as President of the said partner, and acknowledged that he as such President, executed the foregoing instrument on behalf of METROCENTER PROPERTIES, as the free act and deed of METROCENTER PROPERTIES, for the purposes therein contained by signing the name of said corporation on behalf of METROCENTER PROPERTIES, as partner, by himself as President.

WITNESS my hand and seal at office in Nashville, Tennessee, this 3rd day of August, 1978.

Brenda W. Bunker
NOTARY PUBLIC

MY COMMISSION EXPIRES: My Commission Expires Oct. 18, 1981

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public of the State and County aforesaid, personally appeared ROBERT C. H. MATHEWS, JR., with whom I am personally acquainted, and who, upon oath, acknowledged himself to be one of the partners of METROCENTER PROPERTIES, a partnership, the within named bargainor, and that he as such partner being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the partnership by himself as partner.

WITNESS my hand and seal at office in Nashville, Tennessee, this 3rd day of August, 1978.

Brenda W. Bunker
NOTARY PUBLIC

MY COMMISSION EXPIRES: My Commission Expires Oct. 18, 1981