OWNER: OLD HICKORY

E. Edwin Wilson, Jr. and
Susanne Wilson Robinson, Trustees
1019 Chancery Lane
Nashville, Tennessee 37215

This Instrument Prepared by
Barbara J. Moss, Attorney,
21st Floor, First American Center,
Nashville, Tennessee 37238

MAP: 118-3
PARCEL: 67

BOOK 5391 PAGE 194

WARRANTY DEED

WHEREAS, OLD HICKORY OPERATIONS, INC. (the "Corporation"), by action of its stockholders and directors, has adopted a Plan of Complete Liquidation and Dissolution, a copy of which plan is attached hereto as Exhibit A and is by reference incorporated herein; and

WHEREAS, the Corporation is the owner of certain real property in Davidson County, Tennessee, more particularly described in Exhibit B which is attached hereto and is by reference incorporated herein (the "Property:); and

WHEREAS, the directors of the Corporation have determined that it is in the best interest of the stockholders of the Corporation that the Property be distributed to the stockholders by way of liquidating distribution; and

WHEREAS, the stockholders of the Corporation have elected E. Edwin Wilson, Jr. and Susanne Wilson Robinson to receive and take title to any properties of the Corporation which may be distributed in kind, in the course of the corporate liquidation;

NOW, THEREFORE, in consideration of the premises and, pursuant to the Plan of Liquidation, the Corporation has bargained, sold and by these presents does hereby transfer and convey unto E. Edwin Wilson, Jr. and Susanne Wilson Robinson, Trustees for the stockholders of the Corporation, their successors in trust and assigns, all right, title and interest of the Corporation in and to the Property.

This is unimproved property located in Davidson County, Tennessee.

TO HAVE AND TO HOLD the Property, with the appurtenances, estate, title and interest thereto belonging to the said E. Edwin Wilson, Jr. and Susanne Wilson Robinson, Trustees, their successors in trust and assigns, forever.

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value whichever is greater, for this transfer is $ [illegible]

Subscribed and sworn to before me, this the 31st day of January, 1979

My commission expires 4/19/82

(Affix Seal)

Notary Public

NOTARY PUBLIC AT LARGE

And the Corporation does covenant with the said E. Edwin Wilson, Jr. and Susanne Wilson Robinson, Trustees, that it is lawfully seized and possessed of said land in fee simple, has a good right to convey it, and that the same is unencumbered, except for taxes for the year 1979.

And the Corporation does further covenant and bind itself, its successors and assigns, to warrant and forever defend the title to the said land to the said E. Edwin Wilson, Jr. and Susanne Wilson Robinson, Trustees, their successors in trust and assigns against the lawful claims of all persons whomsoever.

IN WITNESS WHEREOF the Corporation has caused its named to be signed hereto by its duly authorized officer this 31st day of January, 1979.

OLD HICKORY OPERATIONS, INC.

By Eula Tyke, V.P

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Before me, Sue F. Humphrey, a Notary Public of the State and County aforesaid, personally appeared Eula Tyke, with whom I am personally acquainted, and who, upon oath, acknowledged ~~himself~~ herself to be vice president of Old Hickory Operations, Inc., the within named bargainor, a corporation, and that she, as such vice president, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by ~~himself~~ herself as vice president.

WITNESS my hand and seal, at office in Nashville, Tennessee, this 31st day of January, 1979.

Sue F. Humphrey
Notary Public
My Commission Expires: 4/18/82

PLAN OF COMPLETE LIQUIDATION AND DISSOLUTION

PURSUANT TO SECTION 337

The following Plan of Complete Liquidation, hereinafter called the Plan, of OLD HICKORY OPERATIONS, INC. (hereinafter called the "Corporation"), a Tennessee corporation, which is intended to accomplish the complete liquidation of the Corporation in conformity with Section 337 of the Internal Revenue Code of 1954, as amended, is deemed expedient and for the best interests of the Corporation:

1. This Plan shall be and become effective upon the approval and adoption hereof by the affirmative vote of a majority of the stock of the Corporation having voting power.

2. Payment of Obligations. After approval and adoption of the Plan by its stockholders, the Corporation shall sell, exchange, or otherwise dispose of or reduce to cash all of its assets, properties & rights (exclusive of so much thereof as may be distributed in kind liquidating distributions, pro rata, to the stockholders of the Corporation, or to Trustees for such stockholders, from time to time) and to pay, or make provision for the payment, of all obligations of and claims against the Corporation (including unascertained or contingent liabilities and expenses).

3. Term of the Liquidation. The sale, exchange or other disposition of the assets, properties and rights of the Corporation shall be consummated on terms satisfactory to the Board of Directors, as expeditiously as practicable after the approval and adoption of the Plan by the stockholders of the Corporation and, in any event, within the twelve (12) month period beginning on the date of the adoption of the Plan by the stockholders of the Corporation.

4. Distribution of Assets. As soon as practicable and, in any event, within the twelve (12) month period beginning on the date of the adoption of the Plan by its stockholders, the Corporation shall make to its stockholders, pro rata, one or more distributions of assets including the proceeds of sales or other dispositions of assets, properties and rights (less any assets retained, or distributed to

Trustees pursuant to paragraph 5 hereof, to meet claims, including unascertained or contingent liabilities or expenses and specifically set aside for that purpose) in complete cancellation or redemption of all outstanding stock of the Corporation.

5. Distribution to Trustees. If, prior to the expiration of twelve (12) months following the date of adoption of this Plan by the stockholders, it appears that:

(i) There are any liquidation distributions, unclaimed dividends or other payments or distributions to which any stockholder of the Corporation may be entitled, who have not been located or who have not surrendered their certificates of stock for cancellation within the twelve (12) month period; or

(ii) There are any uncollected claims, contingent assets (including claims for refund of taxes or for proceeds of insurance) or other assets of the Corporation which may not be converted into cash prior to the expiration of the twelve (12) month period or which may not be practicable to distribute to the stockholders within such twelve (12) month period; or

(iii) There are any funds of the Corporation reasonably required to be retained to pay claims (including unascertained or contingent liabilities and expenses and specifically set aside for such purposes) which may not be disbursed prior to the expiration of the twelve (12) month period; or

(iv) The Board of Directors shall determine, in a particular instance or instances, that it is desirable to distribute an asset, or a group of assets, to Trustees for the stockholders of the Corporation for subsequent disposition by them for the account of the stockholders or, in their judgment, for subsequent distribution, pro rata, among the stockholders,

then, and in any of such events, the Corporation shall distribute asse in any or all of the foregoing categories to E. Edwin Wilson, Jr. and Susanne Wilson Robinson, Trustees, who are hereby elected by the stockholders as Trustees for the stockholders in connection with the dissolution of the corporation, such Trustees to succ all of the right, title and interest of the Corporation in and to any and all assets, funds or other properties of the Corporation transferred to them as aforesaid with the following authority:

(i) To receive liquidating distributions, unclaimed dividends and other payments distributable to any of the stockholders of the Corporation who have not surrendered their certificates of stock for cancellation under the Plan and, for their benefit, to make disposition thereof in accordance with Tennessee law.

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

(ii) To collect, liquidate or otherwise convert into cash all claims and assets of the Corporation distributed to them pursuant to this Plan, including the right to convey by deed, assignment, bill of sale or otherwise, any of the assets of the Corporation transferred to them as such Trustees without joinder of any beneficiary for whom they may be acting, and to pay, discharge and satisfy all remaining obligations, liabilities and expenses of the Corporation with the right to prosecute or defend in litigation (in the name of the Corporation or otherwise), provided that the beneficial interest in all properties transferred to the Trustees shall vest, prorata, in the stockholders of the Corporation at the time of the transfer of the same to such Trustees, subject only to the continuing right of the Trustees to retain legal title thereto for the benefit of such stockholders for such period of time as they may deem necessary in order to effect the orderly and proper disposition thereof; the payment of all remaining claims, liabilities and expenses of the Corporation, including any unascertained or contingent liabilities and the payment of all expenses incurred in connection therewith. The Trustees shall distribute to the stockholders all net proceeds remaining in their hands as soon as it is determined by them to be practicable so to do. The President of the corporation shall enter into a Trust Agreement with the Trustees, in form suitable for recording, evidencing their authority to act on behalf of the stockholders pursuant to the provisions of this Plan and providing specifically that no party dealing with the Trustees shall be required to see to the application of the proceeds of any transaction.

Upon adoption of this Plan by the stockholders of the Corporation, the officers of the Corporation are authorized to wind up affairs of the Corporation and to execute and file with the Secretary of State of Tennessee a Statement of Intent to Dissolve the Corporation, pursuant to Tennessee Code Annotated Section 48-1004, and to file Articles of Dissolution also with the Secretary of State of Tennessee, pursuant to Tennessee Code Annotated Section 49-1007, upon the complete distribution of assets to the stockholders or to the Trustees for their benefit. Further, the officers of the Corporation are directed to file appropriate articles of withdrawal from all other jurisdictions in which the Corporation is now qualified to do business.

7. Notice to Internal Revenue Service. Within thirty (30) days from the adoption of this Plan, the President shall file Treasury Form 966 with the Internal Revenue Service, giving notice of the intent of this corporation to liquidate and wind up its affairs, in conformity with the provisions of Section 337 of the Internal Revenue

Code. Moreover, the officers shall file any other forms or information required by the Internal Revenue Service in respect of the liquidation of the Corporation.

8. Abandonment of Plan. If in the opinion of the directors it is not feasible to sell, exchange, or otherwise dispose of the assets of the Corporation on satisfactory terms, pursuant to Section 3 hereof, the directors are authorized by resolution to abandon this Plan, in which event, the actions authorized in Sections 4, 5, 6 and 7 hereof shall not be taken, and the directors shall cause the Corporation to continue in the active conduct of the business.

LAND in Davidson County, Tennessee, being Lot No. 12 on the Plan of Bransford Industrial Park, of record in Book 4460, page 33, Register's Office for said County.

Said Lot No. 12 fronts 144.78 feet on the westerly margin of Grissom Drive and extends back 160.95 feet on the southerly line and 210.21 feet on the northerly line to a dead line in the rear, measuring 91.70 feet thereon.

Being the same property conveyed to Old Hickory Operations, Inc., by deed from David H. Parker and wife, Betty Jo Parker, of record in Book 4838, page 675, Register's Office for Davidson County, Tennessee.

This conveyance is made subject to the Plan of record in Book 4460, page 33, said Register's Office, which shows an owner's certificate, a 15 foot setback line from Grisson Drive and a 10 foot easement for public utility and drainage purposes along the rear line, and a 15 foot public utility and drainage easement along the northerly line.

F. 1 2 2 3 2

IDENTIF. REFERENCE

JAN 31 2 06 PM '79

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TENN.

JAN31 79	CONV	30,000.00			
JAN31 79 S'TAX			B*	78.00	
JAN31 79 PR'FEE			B*	.50	
JAN31 79	W'DEED		B*	14.00	* 92.50

EXHIBIT B