WARRANTY DEED

BOOK 5946 PAGE 57

FROM: Cumberland Terminals, Inc., Grantor

TO: Cumberland Associates, Ltd., Grantee

This instrument was prepared by:
Robert D. Tuke, Esq.
Farris, Warfield & Kanaday
Seventeenth Floor
Third National Bank Building
Nashville, Tennessee 37219

Address New Owner(s) as Follows:

c/o Imperial Associates, Inc.
615 Main Street
P.O. Box 60464
Nashville, Tennessee 37206

Send Tax Bills To: Same

Map-Parcel Numbers

68 50

Field Book Numbers

08DA 10750

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is Five Hundred Fifty Thousand Dollars ($550,000.00).

Richard F. Cummins
Affiant

SUBSCRIBED AND SWORN TO before me, this the 5th day of October, 1982.

Notary Public

My Commission Expires: 10/21/84

FOR AND IN CONSIDERATION OF the sum of Five Hundred Fifty Thousand Dollars ($550,000.00), of which Grantee has paid the sum of $110,000 in cash and for the balance of which Grantee has executed a Promissory Note in the original principal amount of $440,000 secured by a Deed of Trust being recorded simultaneously herewith, Cumberland Terminals, Inc. (the "Grantor") has bargained and sold, and by these presents does transfer and convey unto the said Cumberland Associates, Ltd., a Tennessee limited partnership (the "Grantee"), its successors and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described as follows, to-wit:

> 101.3 acres, more or less, of land zoned Restrictive Industrial (IR), a portion of Parcel 50, Tax Map 68, as more precisely shown on Exhibit A, with boundary lines indicated on a survey made by Barge, Waggoner, Sumner & Cannon, dated August 31, 1982 (File No. 5209), which survey is made a part hereof by reference.

This is unimproved property.

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said Grantee, its successors and assigns, forever.

10/05 1442.50 CHECK

2557

And Grantor does covenant with the said Grantee that Grantor is lawfully seized and possessed of said land in fee simple; has a good right to convey it, and the same is unencumbered and unrestricted except for the lien for 1982 taxes which have been prorated and such matters as are set forth in Exhibit B hereto.

And Grantor does further covenant and bind Grantor, its successors and assigns, to warrant and forever defend the title to the said land to the said Grantee, its successors and assigns against the lawful claims of all persons whomsoever, except to those matters described in the preceding paragraph.

Witness the execution by the Grantor by its duly authorized officer this 5th day of October, 1982.

CUMBERLAND TERMINALS, INC.

By: John F. Cummins

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, Janis L. Lomax, a Notary Public of the State and County aforesaid, personally appeared John F. Cummins, with whom I am personally acquainted, and who, upon oath, acknowledged himself to be President of CUMBERLAND TERMINALS, INC., the within named bargainor, a corporation, and that he as such President, being authorized so to do, executed the foregoing instrument for the purpose therein contained, by signing the name of the corporation by himself as President.

Witness my hand and seal, at office in Nashville, Tennessee, this 5th day of October, 1982.

Janis L. Lomax
Notary Public

My Commission Expires: 12-21-84

RDT/10-4-82

EXHIBIT A

SURVEYOR'S DESCRIPTION
CUMBERLAND TERMINALS INDUSTRIAL PARK
101.3 ACRE TRACT

A tract of land in the 1st Civil District of Nashville, Davidson County, Tennessee, being part of a 143.3 acre tract of land conveyed to Cumberland Terminals, Inc., by the State of Tennessee on February 10, 1964, recorded in Deed Book 3708, Page 284, R.O.D.C., also being part of the property acquired by the State of Tennessee as recorded in Deed Book 185, Page 375, R.O.D.C., and being more particularly described according to a survey by Barge, Waggoner, Sumner and Cannon dated August 31, 1982, as follows:

Beginning at a point on the easterly margin of Centennial Boulevard, said point being the northwest corner of a 143.3± acre tract of land conveyed to Cumberland Terminals, Inc., by the State of Tennessee on February 10, 1964, and recorded in Deed Book 3708, Page 284, R.O.D.C.;

Thence, N 37° 52' E, 2,322.13 ft. leaving the easterly margin of Centennial Boulevard and with the north line of the 143.3 acre tract as conveyed to Cumberland Terminals, Inc., to a witness point marked by an iron pin, continuing N 37° 52' E, 218± feet to the low water line of the Cumberland River (in all N 37° 52' E, 2,540.0± feet);

Thence, in a southeast direction and upstream with the meanders of the low water line of the Cumberland River 1,250± feet to a point;

Thence, leaving the low water line of the Cumberland River, S 41° 00' W, 175± ft. to witness point and continuing S 41° 00' W, 559.98 feet to a point (in all S 41° 00' W, 735.0± feet);

Thence, S 53° 00' E, 525.00 feet to a point;

Thence, S 9° 00' E, 210.00 feet to a point;

Thence, S 51° 30' W, 533.20 ft. along a line that is 150.0 feet distant from and parallel to the Ford Motor Company's property line;

Thence, S 18° 30' E, 417.40 ft. parallel to and 150 feet from the Ford Motor Company's property line;

Thence, S 51° 30' W, 1,173.70 feet to a point on the easterly margin of Centennial Boulevard;

Thence, in a northwest direction with the easterly margin of Centennial Boulevard and with a curve to the left 1,884.85 feet passing an iron pin at 1,881.13 feet to the point of beginning, said curve having a central angle of 23° 18' 23", a radius of 4,633.66 feet, a tangent of 955.64 feet and a chord of N 39° 17' W, 1,871.88 feet;

Containing 101.3± acres.

The herein described property being subject to the following easement:

United States of America Cheatham Dam Flowage Easement, Book 2271, Page 217, R.O.D.C.

And being subject to such state of facts an accurate title search may disclose.

EXHIBIT B

1. Future Railroad Easement exact location of railroad is subject to the mutual agreement between Cumberland Terminals, L & N Railroad and the State of Tennessee (See Book 5640, page 740, Register's Office for Davidson County, Tennessee.)

2. Easement of flowage granted United States of America, by the State of Tennessee, over the land lying below the 391, foot contour line in connection with the Cheatham Lock & Dam Project by instrument of record in Book 2271, page 217, Register's Office for Davidson County, Tennessee.

H I L 4 3 ir
RUSH
IDENTIF. REFERENCE
OCT 5 10 25 AM '82
REGISTER
DAVIDSON COUNTY, TN

OFFICIAL RECEIPT
FELIX Z. WILSON, II
REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 5946 PAGE 61

CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO - MORTGAGE	REL - RELEASE	CO TX - STATE TAX CONVEY
WD - WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MO TX - STATE TAX MORT
TD - TRUST DEED		PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID

560001.00-	CO
1430.00	CO TX
.50	PRFEE
12.00	WDEED
CHECK	1442.50-
2557A10/05/82 BAL	.00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

IDENTIF. REFERENCE

Oct 5 10 25 AM '82

FELIX Z. WILSON, II REGISTER
DAVIDSON COUNTY TN

No. 903297