THIS INSTRUMENT PREPARED BY:
John M. Baird
White & Reasor
3305 West End Avenue
Nashville, TN 37203

QUITCLAIM DEED

ADDRESS NEW OWNER:	SEND TAX BILLS TO:	MAP AND PARCEL:
J.B. Thomas Co., Inc. 432 Sixth Avenue South Nashville, TN 37203	Same	Map 158 Parcels 23 and 24

FOR NO MONETARY CONSIDERATION, but in accordance with an order of the Probate Court for Davidson County, Tennessee, a copy of which is attached hereto as Exhibit B, the estate of Jim B. Thomas, deceased, by and through the co-executors, Steve S. Bowman and John H. Pearl, and, the estate of Lucille Dodd Thomas, incompetent, by and through her co-conservators, Steven Schuyler Bowman and Elizabeth Bowman, hereinafter referred to as "Grantors", have bargained and sold, and do hereby transfer and convey unto J.B. THOMAS CO., INC., a Tennessee corporation, its successors and assigns forever, all of Grantors' right, title, and interest in and to certain real property in the State of Tennessee, County of Davidson, more particularly described in Exhibit A, which is attached hereto and incorporated herein by reference.

This is unimproved real property.

This property is conveyed subject to taxes, restrictions, and encumbrances as may affect the same, whether of record or not.

IN WITNESS WHEREOF, Grantors have executed this Quitclaim Deed on this the 9th day of May, 1987.

THE ESTATE OF JIM B. THOMAS, DECEASED

BY: Steve S. Bowman
Steve S. Bowman,
Co-Executor

BY: _____
John H. Pearl,
Co-Executor

THE ESTATE OF LUCILLE DODD THOMAS, INCOMPETENT

BY: _____
Steven Schuyler Bowman,
Co-Conservator

BY: _____
Elizabeth Bowman,
Co-Conservator

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value whichever is greater, for this transfer is $0.00.

X _____
AFFIANT

SUBSCRIBED and sworn to before me this 9th day of July, 1987.

_____
NOTARY PUBLIC

MY COMMISSION EXPIRES:
5-13-90

STATE OF TENNESSEE
COUNTY OF DAVIDSON

PERSONALLY APPEARED BEFORE ME, John M. Baird, a Notary Public in and for said County and State, the within named Steve S. Bowman and John H. Pearl, Co-Executors of the estate of Jim B. Thomas, deceased, and Steven Schuyler Bowman and Elizabeth Bowman, Co-Conservators of the estate of Lucille Dodd Thomas, incompetent, the bargainors, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that they executed the within instrument for the purposes therein contained by signing the names of their respective estates by themselves in their respective representative capacities.

WITNESS MY HAND AND OFFICIAL SEAL at Nashville, Tennessee, this 9th day of July, 1987.

_____
NOTARY PUBLIC

MY COMMISSION EXPIRES:
5-13-90

EXHIBIT A

Legal Description

LAND in Davidson County, State of Tennessee, described as follows, to-wit:

Two tracts of land in the 7th, formerly the 11th, Civil District of said County, described according to a survey made by E.R. Southgate, Surveyor, January 22, and 23, 1947, as follows:

(PARCEL I)

Beginning in the center of Hillsboro Road, at the southeast corner of the property conveyed to Bessie L. Johnson by deed from John G. Frank and wife, of record in Book 1416, Page 287, Register's Office for said County; thence with the center of Hillsboro Road, South 38-1/2° west 295 feet; thence north 51-1/2° west 1370 feet to the center of a ditch; thence with the center of said ditch, north 22-1/2° west 250 feet; thence north 17° west 135 feet to Johnson's southwest corner; thence with Johnson's southerly line, south 54-1/2° east 1584 feet to the beginning, containing 8 acres, more or less.

Being the same property conveyed to J.B. Thomas by deed from Milton R. Bracey and wife, Jane P. Bracey, of record in Book 1755, Page 395, Register's Office for Davidson County, Tennessee.

(PARCEL II)

Beginning at a point in the center of Hillsboro Road, the southeast corner of an 8 acre tract of land conveyed to Milton R. Bracey and wife, by deed from L.G. Thomson and wife, of record in Book 1755, Page 171, Register's Office for said County; thence with the center of said Hillsboro Road, south 38-1/2° west 399 feet to an iron pin, said point being the northeast corner of the property conveyed to Wallace by deed of record in Book 1085, Page 371, said Register's Office; thence with Wallace's line north 67-1/4° west 776 feet to a point in the center of Otter Creek; thence with the center of said Otter Creek, south 72-1/2° west 111 feet to a point; thence north 1-1/4° east 605 feet to a point; thence north 3 3/4° west 300 feet to the southwest corner of said Bracey's property; thence with the southern boundary line of said Bracey's property south 51° 30' east 1370 feet to the beginning, containing 14 acres, more or less.

Being the same property conveyed to J.B. Thomas, by deed from William Al Beasley, Jr., and wife, Bedelia C. Beasley of record in Book 1758, Page 281, Register's Office for Davidson County, Tennessee.

INCLUDED in the foregoing description, but EXPRESSLY EXCLUDED from this conveyance is the following tract of land according to a survey made by Clyde D. Anderson, Surveyor, September 22, 1953, as follows:

Beginning at a point on the westerly margin of Hillsboro Road at the intersection of the westerly margin of said Road and the southern boundary line of the property conveyed to Bessie L. Johnson by deed from John G. Frank and wife, of record in Book 1416, Page 287, Register's Office for said County; thence with the southern boundary line of said Johnson property north 54° 44' west 343.95 feet to the center of Wet Weather Branch; thence with the center of said Branch, south 58° 24' west 214.51 feet to a stake, south 26° 58' west 144.15 feet to a stake and south 50° 58' west 243.2 feet to a stake on the northerly margin of a

private road; thence with the northerly margin of said private road, south 8° 07' east 222 feet to a stake on the northerly margin of a 50 foot strip of land left for future road development; thence with said margin, south 67° 15' east 353.6 feet to a point on the westerly margin of said Hillsboro Road, said point being 50 feet northerly from the northern boundary line of the property conveyed to Frances H. Wallace by deed from A.B. Scruggs, Trustee, of record in Book 1085, Page 371, said Register's Office; thence with said Road, north 33° 10' east 660 feet, more or less, to the beginning, containing 6.9 acres, more or less.

Being the same property conveyed to J.B. Thomas and wife, Lucille Dodd Thomas, by deed from J.D. Williams, Trustee, of record in Book 3964, Page 401, said Register's Office.

SUBJECT TO:

1. Subject to right-of-way of Hillsboro Road and flow of Otter Creek.

EXHIBIT B

ENTERED July 2 19 87
CIVIL COMMISSION CLERK
BY Peeler D.C.

IN THE PROBATE COURT FOR DAVIDSON COUNTY, TENNESSEE

IN RE: ESTATE OF JIM B. THOMAS, Deceased — No. 77161

IN RE: LUCILLE DODD THOMAS, Conservatorship — No. 77162

BOOK 7296 PAGE 325

ORDER

This cause came on to be heard on the 1st day of July, 1987, before the Honorable James R. Everett, Jr., Judge of the Probate Court for Davidson County, Tennessee upon the Motions of the Co-Conservators for the Estate of Lucille Dodd Thomas and the Executor of the Estate of Jim Ben Thomas, to be allowed to transfer certain real property hereinafter more fully described to J. B. Thomas Company, Inc., and J. B. Thomas Manufacturing Company, Inc., statement of counsel, statement of the Guardian Ad Litem George Duzane. From all of which the Court finds that the land described in Exhibit A was owned by J. B. Thomas Company, Inc. in the year 1979 and that the company owed Jim Ben Thomas the sum of $20,000.00. The Court further finds that Jim Ben Thomas, Sr., relieved the corporation of that corporate obligation and transfered Exhibit A to J. B. Thomas and wife, Lucille Dodd Thomas. That a certain cause of action exists in the Chancery Court for Davidson County, Tennessee, styled William H. Allen, et al versus J. B. Thomas, deceased, et al, Rule No. 86-273-I, wherein certain minority shareholders of the J. B. Thomas Company aver, among other complaints, the complaint that this land described in Exhibit A was transferred for inadequate consideration. The Court is of he opinion and so finds that the land described in Exhibit A should be transferred from the Estate of Jim Ben Thomas and Lucille Dodd Thomas back to the corporation J. B. Thomas Company, Inc., and that the corporation should execute its note to the Estate of Jim Ben Thomas, Sr. and Lucille Dodd Thomas for $20,000.00, plus interest at the legal rate from 1979 to the present.

The Court further finds that Jim Ben Thomas and wife, Lucille Dodd Thomas, own two tracts of land on White's Creek Pike in Davidson County, Tennessee, and that said land, Exhibit B, was acquired the

20th day of July, 1955 and Exhibit C was acquired the 17th day of June, 1955, the property being purchased on installment deeds. The Court finds that the property was actually paid for from the proceeds of monies drawn on J. B. Thomas Manufacturing Company, Inc., and that no debit was taken by J. B. Thomas and Lucille Dodd Thomas. The taxes for this real estate have been paid by J. B. Thomas Manufacturing Company, Inc. The subject real property is subject to a present lease between J. B. Thomas Manufacturing Company, Inc. and Airco, Inc.

The Court further finds that the owner of all of the stock of J. B. Thomas Company, Inc. and J. B. Thomas Manufacturing Company, Inc. is in the Estate of Jim Ben Thomas, Sr., except for approximately three (3%) per cent minority shareholders in J. B. Thomas Company, Inc., and that the beneficiary of the two aforementioned corporations is a trust established by Jim Ben Thomas, individually, for the use and benefit of Lucille Dodd Thomas for the remainder of her life.

It is, THEREFORE, ORDERED, ADJUDGED AND DECREED:

1. That the land described in Exhibit A should be transferred by Court Order from the Executor of Estate of Jim Ben Thomas and the Co-Conservators of Lucille Dodd Thomas to J. B. Thomas Company, Inc.

2. That the land described in Exhibit B and Exhibit C shall be transferred from the Estate of Jim Ben Thomas, Sr., and the Estate of Lucille Dodd Thomas to J. B. Thomas Manufacturing Company, Inc.

3. That the Guardian Ad Litem George Duzane shall receive from the Conservatorship of Lucille Dodd Thomas, the sum of $ 750.00 for his favorable services.

4. Costs of the cause are taxed to the Estate.

J. R. Dunn Jr.
JUDGE
7-2-87

FOR ENTRY:

WILLIAM L. UNDERHILL, Attorney

I CERTIFY THIS TO BE A TRUE AND EXACT COPY OF THE ORIGINAL
THIS 2 DAY OF July, 87
D.C.

CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing Order has been forwarded to Mr. George Duzane, Guardian Ad Litem, 535 Church Street, Nashville, TN 37219, on this the 2nd day of July, 1987.

WILLIAM L. UNDERHILL

I CERTIFY THIS TO BE A TRUE AND EXACT COPY OF THE ORIGINAL
THIS 2 DAY OF July 87
D.C.

Land in Davidson County, State of Tennessee, described as follows, to-wit:

Two tracts of land in the 7th, formerly the 11th, Civil District of said County, described according to a survey made by E. R. Southgate, Surveyor, January 22, and 23, 1947, as follows:

Tract 1. Beginning in the center of Hillsboro Road, at the southeast corner of the property conveyed to Bessie L. Johnson by deed from John G. Frank and wife, of record in Book 1416, page 287, Register's Office for said County; thence with the center of Hillsboro Road, south 38 1/2° west 295 feet; thence north 51 1/2° west 1370 feet to the center of a ditch; thence with the center of said ditch, north 22 1/2° west 250 feet; thence north 17° west 135 feet to Johnson's southwest corner; thence with Johnson's southerly line, south 54 1/2° east 1584 feet to the beginning, containing 8 acres, more or less.

Being the same property conveyed to J. B. Thomas by deed from Milton R. Bracey and wife, Jane P. Bracey, of record in Book 1755, page 171, Register's Office for Davidson County, Tennessee.

Tract 2. Beginning at a point in the center of Hillsboro Road, the southeast corner of an 8 acre tract of land conveyed to Milton R. Bracey and wife, by deed from L. G. Thomson and wife, of record in Book 1755, page 171, Register's Office for said County; thence with the center of said Hillsboro Road, south 38 1/2° west 399 feet to an iron pin, said point being the northeast corner of the property conveyed to Wallace by deed of record in Book 1085, page 371, said Register's Office; thence with Wallace's line north 67 1/4° west 776 feet to a point in the center of Otter Creek; thence with the center of said Otter Creek, south 72 1/2° west 111 feet to a point; thence north 1 1/4° east 605 feet to a point; thence north 3 3/4° west 300 feet to the southwest corner of said Bracey's property; thence with the southern boundary line of said Bracey's property south 51° 30' east 1370 feet to the beginning, containing 14 acres, more or less.

Being the same property conveyed to J. B. Thomas, by deed from William Al Beasley, Jr., and wife, Bedelia C. Beasley, of record in Book 1758, page 281, Register's Office for Davidson County, Tennessee.

Included in the foregoing description, but expressly excluded from this conveyance, is the following tract of land, according to a survey made by Clyde D. Anderson, Surveyor, September 22, 1953, as follows:

Beginning at a point on the westerly margin of Hillsboro Road at the intersection of the westerly margin of said Road and the southern boundary line of the property

conveyed to Bessie L. Johnson by deed from John G. Frank and wife, of record in Book 1416, page 287, Register's Office for said County; thence with the southern boundary line of said Johnson property, north 54° 44' west 343.95 feet to the center of Wet Weather Branch; thence with the center of said Branch, south 58° 24' west 214.51 feet to a stake, south 26° 58' west 144.15 feet to a stake and south 50° 58' west 241.2 feet to a stake on the northerly margin of a private road; thence with the northerly margin of said private road, south 8° 07' east 222 feet to a stake on the northerly margin of a 50 foot strip of land left for future road development; thence with said margin, south 67¶ 15' east 353.6 feet to a point on the westerly margin of said Hillsboro Road, said point being 50 feet northerly from the northern boundary line of the property conveyed to Frances H. Wallace by deed from A. B. Scruggs, Trustee, of record in Book 1085, page 371, said Register's Office; thence with said Road, north 33° 10' east 660 feet, more or less, to the beginning, containing 6.9 acres, more or less.

Being the same property conveyed to J. B. Thomas Company, Inc., by deed from J. B. Thomas and wife, Lucille Thomas, of record in Book 82, page 795, Register's Office of Davidson County, Tennessee.

EXHIBIT A

Brooklyn, as of record in book 19, page 504, Register's Office for said County, being parts of lots Nos. 1 and 2 and all of lots No. 3,4,5 and 6 of Block "B" on the unrecorded plan of W. F. Apple's Subdivision of part of lot No. 15 in Brooklyn, described according to a survey made by Collier Parrish, Surveyor, March 6, 1939, as follows:

Beginning on the northeasterly margin of the Whites Creek Pike at a point 754.5 feet southeast of the southeasterly margin of Page Street, said point being the corner of lots Nos. 6 and 7 of Block "B"; thence with the line between said two lots northeastwardly 485.6 feet; thence north 38° 40' west 300 feet to the northwest corner of lot No. 1; thence with the westerly line of lot No. 1 southwardly 256 feet to the northwest corner of the property conveyed to Cleve Parker and wife by deed from John Overby and wife, of record in book 2335, page 292, said Register's Office; thence with Parker's northerly line eastwardly 110 feet, more or less, to the line between lots Nos. 2 and 3; thence with the line between said two lots southwardly 226 feet to the northeasterly margin of the new Whites Creek Pike; thence with said Pike southeastwardly 200 feet to the beginning.

Said property was conveyed to John Overby and wife, Lola Overby by two deeds, one from E. I. Tuck and wife, of record in Book 2141, page 589, and the other from Joe Matthews and wife, of record in book 2240, page 215, said Register's Office.

Grantors here-in reserve unto themselves, their heirs and assigns a 15 foot right-of way across property here-in conveyed. Said right of way comprising a 15 foot strip along property's west line extending northwardly from the northeasterly margin of the Whites Creek Pike 256 feet.

EXHIBIT B

land in Davidson County, Tennessee, described as follows:-

...ct 1: Being part of Lot No. 15 on the Plan of Brooklyn, as of record in Book 19, page 504, Register's Office for said County, described as follows: Beginning on the northerly margin of the New Whites Creek Pike at its intersection with the deviding line between Lots Nos. 15 and 16; thence with said line north 30° East 428.25 feet, more or less, to an iron pin; thence North 35° West 277.36 feet, to the northeast corner of the property conveyed to Terry D. Goddard and wife, by deed from Mrs. Mariatta Apple, of record in Book 1283, page 296, said Register's Office; thence with Goddard's easterly line, South 44-3/4° West 448.8 feet, more or less, to the northerly margin of the New Whites Creek Pike; thence with said Pike, South 40° East 371 feet, more or less, to the beginning, including but excluding therefrom 100 feet off the easterly side of said property.

TRACT 2: Being Lot No. 7 of Block "B" on the unrecorded plan of the subdivision of a part of Lot No. 15 on the Plan of Brooklyn, described according to a survey made by Blanchard and Parrish, Engineers, as follows:- Beginning on the northerly margin of the New Whites Creek Pike at its intersection with the westerly line of the property conveyed to Terry D. Goddard and wife, by deed from Ernest F. Apple, of record in Book 1296, page 54, Register's Office for said County; thence with said Pike westwardly 52.6 feet to the corner of Lots Nos. 6 and 7 on said unrecorded Plan; thence with the line between said two lots, northwardly 496.6 feet; thence South 32° East 107.8 feet to the northwest corner of said Goddard property; thence with Goddard's westerly line, South 45° 15' West 472.5 feet to the beginning.

Said property was conveyed to John Overby and wife, Lola Overby, by deed from Talmage Mims, et al., of record in Book 2203, page 355, said Register's Office.

BOOK 7296 PAGE 331

RECORDERS MEMO
LEGIBILITY OF WRITING, TYPING OR PRINTING IN THIS DOCUMENT UNSATISFACTORY WHEN RECEIVED

4 5 6 6 7

IDENTIFICATION REFERENCE

JUL 14 2 29 PM '87

FELIX Z. [illegible]
DAVIDSON COUNTY, TN