BOOK 7375 PAGE 337

FROM: KUSAN, INC., a Delaware corporation
TO: STERLING ENGINEERED PRODUCTS INC., a New Jersey corporation

This instrument prepared by:
DEARBORN & EWING, ATTORNEYS
Suite 1200, One Commerce Place
Nashville, Tennessee 37239

Address New Owner as follows: Sterling Engineered Products Inc.
1705 Indian Wood Circle
Maumee, Ohio 43537

Send Tax Bills To: Same

Map-Parcel No.
Map 107-1
Parcel 13
Field Book 3DZ32316

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $579,000.00.

AFFIANT:

ATTEST:

STERLING ENGINEERED PRODUCTS INC.

Carl S. Barrie
Title: Ass't Secretary

By: Howard M. Lee
Title: President

Subscribed and sworn to before me, this the 7th day of October, 1987.

William E. Potts
Notary Public

My Comm. Expires: July 17, 1988

WARRANTY DEED

FOR AND IN CONSIDERATION OF the sum of Ten Dollars, cash in hand paid by the hereinafter named GRANTEE, and other good and valuable considerations, the receipt and sufficiency of which are hereby acknowledged, KUSAN, INC., a Delaware corporation, hereinafter called "GRANTOR," has bargained and sold, and by these presents does transfer and convey unto STERLING ENGINEERED PRODUCTS INC., a New Jersey corporation, herein called "GRANTEE," its successors and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described as follows, to-wit:

(SEE EXHIBIT "A" ATTACHED HERETO AND BY REFERENCE INCORPORATED HEREIN.)

Said property is transferred subject to the limitations, restrictions and encumbrances set forth on Exhibit B (the "Permitted Encumbrances").

This is improved property known as 1818 Elm Hill Pike.

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, and GRANTOR does covenant with the said GRANTEE that it is lawfully seized and possessed of said land in fee simple, has a good right to convey it, and the same is unencumbered, unless otherwise herein set out; and GRANTOR does further covenant and bind itself, its successors, assigns and representatives, 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 for claims arising under

the Permitted Encumbrances. Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

WITNESS its hand this 7th day of October, 1987.

KUSAN, INC.

BY: Robert A. Lonergan

TITLE: VICE PRESIDENT

mmp142/3
AWS015-001

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, William E. Pitts, a Notary Public in and for the County and State aforesaid, personally appeared Robert A. Lonergan, with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence, and who, upon oath, acknowledged himself to be the Vice President of Kusan, Inc., a Delaware corporation, the within named bargainor, and that he as such Vice President and being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as Vice President.

WITNESS my hand and seal at office in Nashville, Tennessee, this the 7th day of October, 1987.

William E Pitts
NOTARY PUBLIC

My Commission Expires: July 17, 1988

EXHIBIT A

Land in Davidson County, Tennessee, being Lot No. 20 on the map of the revised Metropolitan Industrial Park, Sections 12 and 15, as of record in Book 4300, page 12, Register's Office for said County, described as follows according to an updated survey dated March 25, 1980, prepared by Barge, Waggoner & Sumner, Inc., for Otto Kruse.

BEGINNING on the westerly margin of Elm Hill Pike at the corner of said Lot No. 20 and Lot No. 7 as shown on the map of Metropolitan Industrial Park, Section 6, as of record in Book 3842, page 178, said Register's Office; thence with the westerly margin of Elm Hill Pike in a southwesterly direction 403.52 feet to a monument; thence North 51 deg. 32' West 271.62 feet to a monument; thence South 79 deg. 00' West 182.43 feet to the easterly margin of Elm Tree Drive; thence with said Drive in a northeasterly direction 590.73 feet to a concrete monument; thence South 68 deg. 36' East 250.43 feet to a monument; thence South 21 deg. 27' West 165.53 feet to a monument; thence South 70 deg. 46' East 300 feet to the beginning; containing 5.92 acres, more or less.

Being the same property conveyed to Kusan, Inc., a Delaware corporation, by deed from Bendix Automation Company, a Delaware corporation, of record in Book 6316, page 837, said Register's Office.

EXHIBIT B

PERMITTED EXCEPTIONS

1. 1987 Metropolitan Government taxes.

2. Deed of Trust and Security Agreement from Kusan, Inc., a Delaware corporation, to Charles K. Wray, Trustee, dated December 14, 1984, of record in Book 6448, page 105, said Register's Office, to secure an indebtedness evidenced by a promissory note of even date in the original principal amount of $7,500,000.00 payable to The Industrial Development Board of the Metropolitan Government of Nashville and Davidson County, and assigned to NCNB National Bank of North Carolina, a national banking association, by instrument of record in Book 6448, page 123, said Register's Office.

3. Financing statement filed December 14, 1984, showing Kusan, Inc., as Debtor and The Industrial Development Board of the Metropolitan Government of Nashville and Davidson County as Secured Party, and NCNB National Bank of North Carolina as Assignee of Secured Party, of record in Book 6448, page 135, said Register's Office, to further secure an indebtedness in the amount of $7,500,000.00, as amended by instrument of record in Book [illegible], page [illegible], said Register's Office.

4. Restrictive covenants of record in Book 4157, page 696, Book 4214, page 851, Book 4308, page 498, and Book 4331, page 215, said Register's Office.

5. Easements for TVA transmission lines conveyed to the Tennessee Power Company, predecessor to the Tennessee Valley Authority, by instruments of record in Book 437, pages 28 and 49, said Register's Office.

6. Right-of-way Easement to Colonial Pipeline Company of record in Book 3673, page 81, said Register's Office.

7. Right-of-way Easement to Colonial Pipeline Company of record in Book 4947, page 573, said Register's Office.

8. All matters as shown on the Plan of record in Book 4300, page 12, said Register's Office.

9. All matters as shown on the survey of Barge, Waggoner, Sumner and Cannon, Inc., last revised September 28, 1987, File No. 4045-02.

72910
IDENTIFICATION REFERENCE
OCT 9 3 57 PM '87
DAVIDSON COUNTY, TN

OFFICIAL RECEIPT

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

RECEIVED OF _____

FOR _____

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

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL
			579000.00- CONT.	
			1621.20 CSTAX	
			.50 PRFEE	
			12.00 MORTD	
			CHECK 1633.70-	
10/08/87	CK		.00	

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

7.2 9 1 0

IDENTIFICATION REFERENCE

OCT 8 3 57 PM '87

FELIX Z. WILSON, II
DAVIDSON COUNTY, TN

No. 24862