This instrument was prepared by:
John W. Stone, III
Farris, Warfield & Kanaday
Suite 1900
Third National Financial Center
424 Church Street
Nashville, Tennessee 37219

BOOK 7376 PAGE 766

Address New Owner as Follows:	Name and address of the person or entity responsible for the payment of real property taxes:	Map-Parcel Numbers
ECL Indsutries, Inc. 75 Varick Street New York, New York 10013	Same	95-9-61

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is Two Hundred Thirty Thousand Dollars ($230,000.00).

Affiant:

GIBSON GUITAR CORP.

By: _____

Title: V.P. + TREASURER

SUBSCRIBED AND SWORN TO before me, this the 9th day of October, 1987.

Melody D. McMakin
Notary Public

My Commission Expires: 9-9-89

SPECIAL WARRANTY DEED

THIS DEED is made and entered into this 9th day of October, 1987, by and between THE INDUSTRIAL DEVELOPMENT BOARD OF THE METROPOLITAN GOVERNMENT OF NASHVILLE AND DAVIDSON COUNTY, a Tennessee corporation ("Grantor") and ECL INDUSTRIES, INC., a Delaware corporation ("Grantee").

Grantor, for and in consideration of the sum of Two Hundred Thirty Thousand Dollars ($230,000.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby

acknowledged, does by these presents grant, bargain, sell and convey unto the said Grantee, its successors and assigns, the real estate situated in Davidson County, State of Tennessee, described on Exhibit A, attached hereto and by this reference is incorporated herein, subject to the encumbrances affecting such real estate as set forth on Exhibit A.

This is improved commercial property, known as 641 Massman Drive, Nashville, Tennessee 37210.

TO HAVE AND TO HOLD the same, together, with the appurtenances, estates, titles and interests of Grantor to the same, unto said Grantee, and to its successors and assigns forever.

Grantor, for itself and its successors and assigns, does covenant with Grantee, and with its successors and assigns, that Grantor is lawfully seized and possessed of said land in fee simple; that is has good and lawful right and authority to sell and to convey the same to Grantee; that the same is unencumbered and unrestricted except as to those matters set forth on Exhibit A, to which this conveyance is expressly made subject.

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 as to those matters set forth on Exhibit A, to which this conveyance is expressly made subject.

IN WITNESS WHEREOF, Grantor has caused this Deed to be executed by its duly authorized officers, this 9th day of October, 1987.

[SEAL]

ATTEST:

Nettie Scaff
Secretary

THE INDUSTRIAL DEVELOPMENT BOARD OF THE METROPOLITAN GOVERNMENT OF NASHVILLE AND DAVIDSON COUNTY

W F Marshall
Chairman

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, The Undersigned, Notary Public of said State and County, William E. McDonald, with whom I am personally acquainted and who acknowledged that he/she executed the within instrument for the purposes therein contained, and who further acknowledged that he/she is the Chairman of the maker or a constituent of the maker and is authorized by the maker or by its constituent, the constituent being authorized by the maker, to execute this instrument on behalf of the maker.

Witness my hand, at office, this 9th day of October, 1987.

Bobby Dan Davis
Notary Public

NOTARY PUBLIC AT LARGE STATE OF TENN.

My Commission Expires: 1-21-1990.

STATE OF TENN.)
COUNTY OF DAVIDSON)

Personally appeared before me, The Undersigned, Notary Public of said State and County, Nelle Scalf, with whom I am personally acquainted and who acknowledged that he/she executed the within instrument for the purposes therein contained, and who further acknowledged that he/she is the Secretary of the maker or a constituent of the maker and is authorized by the maker or by its constituent, the constituent being authorized by the maker, to execute this instrument on behalf of the maker.

Witness my hand, at office, this 9th day of October, 1987.

Bobby Dan Davis
Notary Public

NOTARY PUBLIC AT LARGE STATE OF TENN.

My Commission Expires: 1-21-1990

2977C/09-02-87

EXHIBIT A BOOK 7376 PAGE 769

All of Lot No. 2 on the plan of the resubdivision of the Metropolitan Industrial Park, Section 46, of record in Book 5200, Page 738, Register's Office for Davidson County, Tennessee, to which plan reference is hereby made for a more complete description subject to the following encumbrances:

1. Metro taxes for 1987 and subsequent years.

2. Restrictive Covenants recorded in Book 4801, Page 240, Register's Office for Davidson County, Tennessee.

3. Easement for the flow of Mill Creek.

4. The Plan of Record in Book 5200, Page 738, Register's Office for Davidson County, Tennessee, shows an Owner's Certificate, certain easements, setback lines and notes as more particularly set forth therein.

5. Agreements of record in Book 6766, Page 291, Book 6858, at Page 924, and in Book 6858, at Page 947, Register's Office for Davidson County, Tennessee.

And being the same property being conveyed to the Industrial Development Board of the Metropolitan Government of Nashville and Davidson County by Deed from Norlin Music, Inc., recorded in Book 4826, Page 406, Register's Office for Davidson County, Tennessee

7339?

IDENTIFI REFERENCE

OCT 9 4 36 PM '87

FELIX Z. [illegible]
DAVIDSON COUNTY, TN

OFFICIAL RECEIPT

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

RECEIVED OF _____

FOR _____

BOOK 7376 PAGE 770

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

230000.00- CAMT
644.00 CSTAX
.50 PRFEE
12.00 WDEED
CHECK 656.50-
1955A10/09/87 BAL .00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

7.3 3.9 7.

IDENTIFI REFERENCE

OCT 9 4 35 PM '87

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 25428