GAF Building Materials Corporation	Alvin Yanofsky	105-12-67
1361 Alps Road	Building 8, 1361 Alps Road	
Wayne, New Jersey 07470	Wayne, New Jersey 07470	

BOOK 7817 PAGE 679

QUITCLAIM DEED

This instrument made and entered into on this the 10th day of April, 1989, by and betwen GAF CORPORATION, a Delaware corporation, party of the first part, and GAF BUILDING MATERIALS CORPORATION (formerly named Edgecliff Inc.), a Delaware corporation, party of the second part,

WITNESSETH

That for and in consideration of the sum of $1.00 cash in hand paid, the receipt and sufficiency of which is hereby acknowledged, the party of the first part remises, releases and quitclaims unto the party of the second part, all its right, title and interest in and to those certain plots, pieces or parcels of land, with the buildings, appurtenances and improvements thereon erected, described as follows, to wit:

See Exhibit A annexed hereto and made a part hereof.

Reference for prior title is made to Deed Book 6926, page 34, in the Register's Office of Davidson County, Tennessee.

This deed is given pursuant to that certain plan of complete liquidation which has been adopted by the Board of Directors of GAF Corporation and approved by all of the holders of the outstanding shares of GAF Corporation.

Notwithstanding anything herein or otherwise to the contrary, this property is being conveyed without representation, covenant or warranty of any kind, express or implied.

In testimony whereof, the party of first part has hereunto set its signature, this the day and date first above written.

GAF CORPORATION

By: _____
Irving Kagan
Title: Senior Vice President

25105

APR 14 3 38 PM '89

5977 04/14 0101 03CHECK 12.00

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

On this 10 day of April, 1989, before me appeared Irving Kagan to me personally known, who, being by me duly sworn or affirmed did say that he is the Senior Vice President of GAF Corporation, and that the seal affixed to the instrument is the corporate seal of the corporation, and that the instrument was signed and sealed in behalf of the corporation, by authority of its Board of Directors and Irving Kagan acknowledged the instrument the free act and deed of the corporation.

Witness my hand and seal this 10 day of April, 1989.

Katrina Sharron
Notary Public

My Commission expires:

KATRINA SHARRON
Notary Public, State of New York
Qualified in New York County
Commission Expires March 30, 1989

AFFIDAVIT OF VALUE

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

Irving Kagan, who after being duly sworn according to law, deposes and says pursuant to Tennessee Code Annotated sec. 67-4-409(a)(6) that he is the Vice President of GAF Building Materials Corporation (formerly named Edgecliff Inc.), a Delaware corporation, the grantee herein, that the actual consideration for the transfer of the herein described freehold estate was $0.

Further deponent sayeth not.

Deponent
IRVING KAGAN, V.P.
GAF Building Materials Corporation

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

On this 10 day of April, 1989, before me personally appeared Irving Kagan to me known to be the person described in and who executed the foregoing Affidavit of Value, and acknowledged that he executed the same as his free act and deed.

WITNESS my hand, at office, this 10 day of April, 1989.

Katrina Sharron
Notary Public

My Commission Expires:

Not. [illegible]

[illegible]

This Instrument was prepared by and when recorded mail to:

M. Frances Buchinsky, Esq.
Kramer, Levin, Nessen, Kamin & Frankel
919 Third Avenue
New York, New York 10022

EXHIBIT A
to Quitclaim Deed dated April 19 **1989**
given by GAF Corporation to GAF Building Materials Corporation

BEGINNING AT A POINT IN THE NORTHERLY RIGHT OF WAY OF FIBERGLASS ROAD, SAID POINT LOCATED 936.21 FEET NORTHWESTERLY ALONG SAID RIGHT OF WAY FROM THE WESTERLY TURN-OUT OF SAID FIBERGLASS ROAD AND POLK AVENUE, SAID POINT OF BEGINNING BEING THE SOUTHWEST CORNER OF THE GAF SUBDIVISION, AS RECORDED IN PLAT BOOK 6050, PAGE 239, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE; THENCE WITH SAID RIGHT OF WAY OF FIBERGLASS ROAD, ALONG A CURVE TO THE RIGHT, HAVING A RADIUS OF 392.64 FEET, A DISTANCE OF 54.54 FEET TO A POINT; THENCE CONTINUING ALONG SAID RIGHT OF WAY N5 36'00"W, 212.69 FEET TO A POINT; THENCE N88 01'00"W, 50.44 FEET TO A POINT; THENCE S5 36'00"E, 456.39 FEET TO A POINT IN THE NORTHERLY RIGHT OF WAY OF THE L & N RAILROAD; THENCE ALONG SAID RAILROAD RIGHT OF WAY N53 30'00"W, 1706.54 FEET TO POINT; THENCE CONTINUING ALONG SAID RIGHT OF WAY N6 41'00"E, 34.58 FEET TO A POINT; THENCE ALONG A CURVE TO THE LEFT, HAVING A RADIUS OF 1985.08 FEET, A DISTANCE OF 226.92 FEET TO A POINT; THENCE N6 21'05"E, 25 FEET TO A POINT; THENCE ALONG A CURVE TO THE LEFT, HAVING A RADIUS OF 1960.08 FEET, A DISTANCE OF 175.09 FEET TO A POINT; THENCE S88 46'E, 233.98 FEET TO A POINT; THENCE ALONG A CURVE TO THE RIGHT, HAVING A RADIUS OF 1860.08 FEET, A DISTANCE OF 997.90 FEET TO A POINT AT THE NORTHWEST CORNER OF THE AFORESAID GAF SUBDIVISION; THENCE LEAVING SAID RAILROAD RIGHT OF WAY S3 03'32"E, 280.18 FEET TO A POINT; THENCE S87 00'45"W, 72.41 FEET TO A POINT; THENCE S2 47'08"E, 241.75 FEET TO A POINT; THENCE S78 49'01"W, 133.30 FEET TO THE POINT OF BEGINNING.

Being the same premises as conveyed in deed from GAF Corporation to GAF Building Materials Corporation dated July 1, 1986, recorded in Book 6926, page 34 on July 23, 1986, as amended by quit claim deed from William Jennings Hayes, Jr. and William Jennings Hayes, III, dated February 3, 1989, recorded March 8, 1989, in Book 7788, Page 954.

GAF Building Materials Corporation merged into GAF Corporation on April 3, 1989 as evidenced by that certain Certificate of Ownership and Merger of GAF Building Materials Corporation into GAF Corporation filed with the Secretary of State of Delaware on April 3, 1989, a certified copy of which is intended to be recorded immediately prior hereto.