BOOK 8112 PAGE 204

This instrument prepared by David L. Barclay, Attorney for Grantee, 50 South Main Street, 7th Floor, P.O. Box 2465, Salt Lake City, Utah 84110-2465

WARRANTY DEED
(CORPORATION)

THIS INDENTURE, made this 7th day of May, A.D., 1990, between TSC EXPRESS CO., the successor to THEATRES SERVICE COMPANY by name change, a corporation organized and existing under the laws of the State of Georgia, with offices in Fulton County, Georgia, First Party, and REDCLIFF INVESTMENT CORPORATION, a corporation organized and existing under the laws of the State of Colorado with offices located at 8122 South Park Lane, Suite 107, Littleton, Colorado, Second Party,

C/C *

WITNESSETH: that said First Party, for and in consideration of the sum of One Dollar ($1.00) and other good and valuable consideration to it in hand paid by said Second Party, the receipt of which is hereby acknowledged, and the further exchange of property, has granted, bargained, sold, and conveyed and does hereby grant, bargain, sell and convey unto the said Second Party the following described premises, to wit: Situated in the 5th, formerly the 7th, Civil District of Davidson County, Tennessee:

TRACT I:

Described according to a survey made September 16, 1929 by John Wilkes, Civil Engineer, as follows:

Beginning in the center of the Mill Creek Valley Road at the southeast corner of the School lot; running thence with the center of said road South 45 deg. East 159 feet; South 53 deg. East 350 feet; thence leaving said road and running North 10 1/2 deg. East 208 feet; thence South 79 1/2 deg. East 9 feet; thence North 10 1/2 deg. East, passing through a well, 20 feet; thence North 79 1/2 deg. West 9 feet; thence North 10 1/2 deg. East 408 feet to the center of the right-of-way of the N.C. & St. L. Railway; thence with the center of said right-of-way North 55 deg. West 289 feet; thence South 40 deg. West 320 feet to the northerly line of said School lot; thence with the northerly line of said lot, South 45 deg. East 89 feet to the

C/C *(Actual consideration $350,000).

northeast corner thereof, thence with the east line of said lot, South 40 deg. West 241 feet to the beginning, containing 5 1/4 acres, more or less.

map 134-117 (A)

TRACT II:

A strip of land three by twenty feet, described partly according to a survey made June 10, 1935, by Erle Drake, County Surveyor, for said county, as follows:

Beginning at a point North 10 deg. 30' East 208 feet from the center of Mill Creek Valley Road in the southwest corner of a tract of land conveyed to Clarence B. Turner and wife Ethel J. Turner by deed from Mrs. Gertrude Gay, etal, of record in Book 794, page 209, Register's Office for said county; and running thence North 10 deg. 30' East 20 feet; thence South 79 deg. 30' East 3 feet; thence South 10 deg. 30' West 20 feet; thence North 79 deg. 30' West 3 feet to the point of beginning.

BEING as portion of the property conveyed to Theatres Service Company, a Georgia corporation, by Deed of Record in Book 4671, Page 651, Register's Office for Davidson County, Tennessee.

Less and except the following:

Beginning at a point, said point being identified by an iron pin in the northerly margin of the 50 foot right-of-way of Antioch Pike approximately 672 feet west of the intersection of Candy Lane and Antioch Pike, and being the southwest corner of a parcel of land conveyed to B.W. Vaughan et ux by deed from Helen Mae Sims of record in Book 4442, page 641, Register of Deeds office for said county, and being the southeast corner of the TSC property described above; thence North 11 degrees 40 minutes 27 seconds East 173.61 feet to a concrete monument being the Northwest corner of said B.W. Vaughan et ux property and the Southwest corner of a parcel of land conveyed to Howard Steven George, et ux, by deed from Howard F. George and Mary T. George of record in Book 5690, page 651, Register of Deeds Office for said county; thence north 11 degrees 40 minutes 27 seconds East 9.0 Feet; Thence South 78 degrees 19 minutes 33 seconds East 9.0 feet; North 11 degrees 40 minutes 27 seconds East 20 feet; thence North 78

degrees 19 minutes 33 seconds West 9.0 feet; thence North 11 degrees 40 minutes 27 seconds East 290.41 feet to an iron pin in the southern boundary of the 200 foot right-of-way of the CSX Transportation Company railroad, being the northerlymost point of the subject parcel and the northeast corner of Theater Services Company parcel and the northwest corner of the Howard Steven George parcel; thence south 38 degrees 03 minutes 03 seconds West 441.75 feet to an iron pin in the northerly margin of the 50 foot right-of-way of Antioch Pike; thence with said Northerly margin of Antioch Pike South 51 degrees 57 minutes 38 seconds East 219.04 feet to the point of beginning, containing 1.11 acres, more or less.

Being the same property as described according to a survey made March 6, 1986 by Tidwell Associates, Inc.

with the hereditaments and appurtenances thereto appertaining, TO HAVE AND TO HOLD said premises to the said Second Party, its heirs and assigns forever.

And said First Party, for itself and for its successors and assigns does hereby covenant with said Second Party, its heirs and assigns, that First Party is lawfully seized in fee simple of the premises above conveyed and has full power, authority and right to convey the same, and that said premises are free from all encumbrances except restrictive covenants, easements, and rights-of-way of record, and that it will forever warrant and defend the said premises and the title thereto against the lawful claims of all persons whomsoever.

Whenever in this instrument a pronoun is used it shall be construed to represent either singular or plural, as the cased may demand.

IN WITNESS WHEREOF, the said First Party has caused this instrument to be executed and its name to be signed hereto by its President and attested by its Secretary by authority of its Board of Directors the day and year first above written.

Attest:

Asst. Secretary

TSC EXPRESS CO.

By: Craig J. Candau
Vice President

TSC EXPRESS CO. (TSC'S.) SEAL GA

STATE OF COLORADO)
: ss.
COUNTY OF Denver)

Before me the undersigned authority, a Notary Public in and for said County and State aforesaid, personally appeared Craig J. Candau, with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence, and who, upon oath acknowledge himself to be the Vice President of the First Party, TSC Express Co., the within named bargainor, a corporation and successor to Theatres Service Company by name change, and that he as such V. Presidenheing authorized to do so, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as President.

WITNESS my hand and seal at office, this 17th day of May, 1990.

NOTARY PUBLIC

My Commission Expires:

10/06/90

The name and address of a property owner:

Redcliff Investment Corporation
8122 South Park Lane, Suite 107
Littleton, Colorado

Person or entity responsible for payment of taxes;

Redcliff Investment Corporation
8122 South Park Lane, Suite 107
Littleton, Colorado

I hereby swear or affirm that the actual consideration or true value of this transfer, whichever is greater, is $350,000. Affiant _____
Subscribed and sworn to before me this 17th day of May, 1990.

_____
Notary Public

TEMP/4/DLB
10503-003

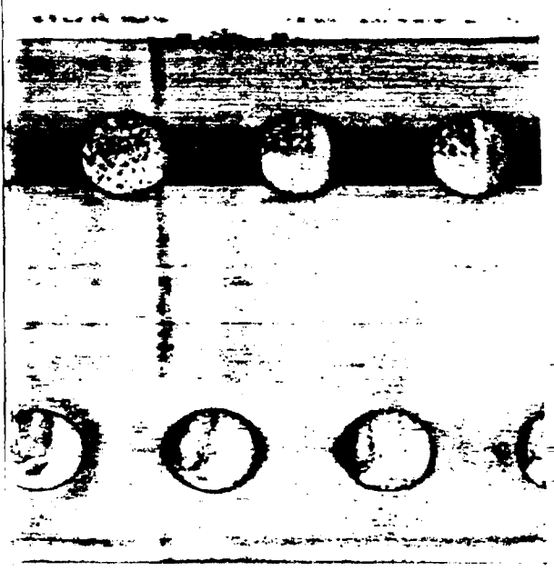
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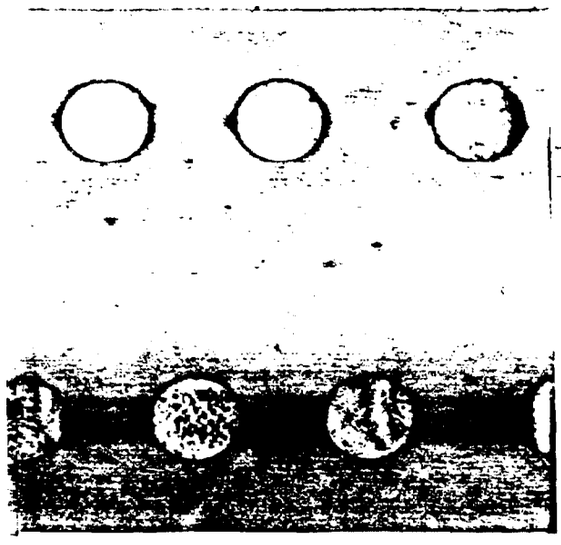
MAY 18 2 04 PM '90

MAIL SAFE

-5-

2994 05/18 0101 03CHECK 1171.00





OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY

NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 8112 PAGE 209

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
			CAMT	
				350000.00
			CON TX	1155.00
			PRFEE	1.00
			WDEED	15.00
			TOTAL	1171.00
			CHECK	1171.00
05/18/90	01		14:07 0001	2994

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

27371

IDENTIFICATION REFERENCE

MAY 18 2 04 PM '90

FELIX Z. WILSON, II

No. 320426