WARRANTY DEED

ADDRESS NEW OWNER(S) AS FOLLOWS:	SEND TAX BILLS TO:	MAP PARCEL NUMBERS
Waste Management, Inc. of Tennessee (NAME)	same (NAME)	Map 77 Parcel 27
c/o Waste Management, Inc. of North America		
2600 Delk Road, Suite 200 (STREET ADDRESS OR ROUTE NUMBER)	(STREET ADDRESS)	
Marietta, GA 30067 (CITY) (STATE) (ZIP)	(CITY) (STATE) (ZIP)	

FOR AND IN CONSIDERATION of the sum of Ten ($10.00) ---------- *Dollars,*

Cash in hand paid by the hereinafter named Grantee, and other good and valuable consideration, the receipt of which is hereby acknowledged, James Ed Rice, the Grantor,

have this day bargained and sold, and do hereby transfer and convey unto the said Waste Management, Inc. of Tennessee *the Grantees herein, their (successors), heirs and assigns, certain real estate in Davidson County, Tennessee, as follows:*

SEE EXHIBIT "A" ATTACHED HERETO

AND INCORPORATED HEREIN

Lillian E. Rice, wife of James Ed Rice, joins in this conveyance for the purpose of transferring any right, title and interest which she may have in and to the property described in Exhibit A.

This property is subject to an easement for a water line in favor of Harpeth Valley Utility District, of record in Book 5566, Page 95, Register's Office for Davidson County, Tennessee.

STATE OF TENNESSEE
COUNTY OF }

The actual consideration or value whichever is greater, for this transfer is $ 5,000,000.00

Subscribed and sworn to before me this the 20th *day of* June *19* 90

My commission expires: Nov. 10, 1991 *(Affix Seal)*

Affiant Kenneth C. Eddins

Stephen C. Seifert *Notary Public*

NOTARY PUBLIC STATE OF TENNESSEE

unimproved (X)
This is improved ( ) property, known as _____ *(House Number)* _____ *(Street)* _____ *P.O. Address:* _____ *City or Town*

TO HAVE AND TO HOLD said real estate, with the appurtenance, estate, title and interest thereto belonging, to the Grantees their (successors), heirs and assigns forever we covenant that we are lawfully seized and possessed of said real estate in fee simple, have a good right to convey it, and that the same is unencumbered.

We further covenant and bind ourselves, our heirs and representatives, to warrant and forever defend the title to said real estate to said Grantees, their (successors), heirs and assigns, against the lawful claims of all persons.

Whenever 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 our hands this 20th *day of* JUNE *19* 90 *the corporate party, if any, having caused its name to be signed hereto by its duly authorized officers on said day and date.*

Lillian E. Rice
LILLIAN E. RICE

James Ed Rice
JAMES ED RICE

STATE OF TENNESSEE
COUNTY OF DAVIDSON

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Personally appeared before me Stephen C. Sexton, *a Notary Public in and for said County and State* James Ed Rice and Lillian E. Rice

*the within named bargainor*s, *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.*

Witness my hand and official seal at Nashville, *Tennessee, this* 20th *day of* June, *19*90.

Stephen C. Sexton
Notary Public

Commission expires Nov. 10, 1991

STATE OF TENNESSEE
COUNTY OF

Before me, _____, *a Notary Public of the State and County aforesaid, personally appeared* _____, *with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged* _____*self to be* _____ *of the* _____, *the within named bargainor, a corporation, and that* _____*he as such* _____ *being authorized so to do, executed the foregoing instrument for the purpose therein contained, by signing the name of the corporation by* _____*self as* _____.

Witness my hand and seal, at office in _____, *this* _____ *day of* _____, *19*____.

_____
Notary Public

Commission expires _____

WARRANTY DEED

FROM

JAMES ED RICE

TO

WASTE MANAGEMENT, INC.
OF TENNESSEE

Prepared By:

NEAL & HARWELL
2000 One Nashville Place
150 Fourth Avenue North
Nashville, TN 37219

Compliments of
Chicago Title Insurance Company
First Floor — First American Center
Phone 255-4631
NASHVILLE, TENNESSEE 37238

EXHIBIT "A"

Land in the 8th Civil District of Davidson County, Tennessee, as follows:

TRACT NO. 1: Being Tract No. 1 on the survey of the W. J. Hailey (formerly Dozier) farm and described according to a survey made by Z. J. Wilkinson, Surveyor, dated October 6, 1943, as follows:
Beginning at a corner in the center of River Road, being the common corner of Tracts 1 and 3 on said survey; thence with the fence, north 86° 15' west 95.5 poles to a locust; thence south 73° west 2 poles to a walnut; thence north 85° west 9 poles to a hickory; thence south 72° west 1.7 poles to a hickory; thence south 61° 30' west 4.8 poles to a snag; thence south 75° west 1.7 poles to an oak; thence south 88° west 6.8 poles to a hickory; thence south 77° west 14.5 poles to an oak; thence south 37° 30' west 11.5 poles to a 28-inch oak; thence south 13° west 18 poles to a 24-inch oak; thence south 1° east 9.4 poles to a burnt snag; thence south 9° west 11 poles to a 36-inch oak; thence south 29° west 4.5 poles to a 36-inch oak; thence south 12° west 10.6 poles to a stake; thence south 23° west 2 poles to an oak; thence south 60° west 3.6 poles to a stake; thence south 78° 30' west 15 poles to a stake; thence south 60° west 13 poles to a 36-inch beech; thence south 68° west 11.5 poles to a 6-inch hickory; thence north 80° west 8.6 poles to a dead chestnut; thence south 85° west 2 poles to a hickory; thence south 63° west 12.8 poles to a 12-inch black oak; thence south 54° west 1.5 poles to a stake; thence south 76° west 6 poles to a stake; thence north 88° west 13.6 poles to a stake; thence north 63° west 2.8 poles to a 30-inch oak; thence north 75° west 10 poles to a stake; thence north 88° west 4.6 poles to a 36-inch oak; thence south 78° west 4 poles to a stake; thence south 83° west 12.8 poles to a 30-inch black gum; thence south 62° west 12.5 poles to a 20-inch oak; thence south 67° west 18 poles to a hickory; thence south 61° west 6 poles to a stake; thence south 37° west 5.5 poles to a hickory; thence south 23° west 26.2 poles to a 40-inch oak; thence south 37° west 7.6 poles to a 36-inch oak; thence south 47° west 7.6 poles to a hickory; thence south 58° west 4.6 poles to a 28-inch oak; thence south 69° west 11.5 poles to a gum; thence south 89° west 2 poles to a 24-inch white oak; thence south 75° west 12.8 poles to a burnt snag; thence south 43° west 10.7 poles to an oak; thence south 28° west 6.6 poles to an oak; thence south 51° 30' west 4 poles to an oak; thence south 76° west 11.5 poles to a 14-inch white oak; thence south 68° west 5.6 poles to a hickory; thence south 56° west 8 poles to an oak; thence south 32° west 2.4 poles to a stake; thence south 50° 30' west 10.3 poles to a hickory; thence north 80° west 4.6 poles to an oak with dead top; thence north 68° west 20.2 poles to a burnt stump; thence south 33° west 11 poles to an oak; thence south 35° west 4.6 poles to a fence corner; thence south 1° west 21.5 poles to a 24-inch oak; thence south 40° west 17.3 poles to an oak; thence south 3° east 18 poles to a 6-inch white oak; thence south 6° west 11 poles to a stump; thence south 37° west 21 poles to an 18-inch oak; thence south 22° west 32.3 poles to chestnut oak; thence south 67° west 4 poles to a burnt snag; thence south 76° west 19.7 poles to a black gum; thence south 36° west 28 poles to a burnt stump; thence south 10° west 26 poles to a blazed oak; thence south 1° east 2 poles to the common corner of Tracts Nos. 2 and 1 on said survey; thence with the dividing line between Tracts Nos. 2 and 1, north 68° east 432 poles to a stake in the west margin of a lane; thence continuing with the dividing line between Tracts Nos. 1 and 2 and with the fence north 62° east 10 poles to a stake; thence north

RECORDER'S MEMO:
Legibility of Writing, Typing or Printing in This Document Unsatisfactory When Received.

55° east 55 poles to a stake; thence north 59° 30' east 16 poles to a stake; thence north 48° east 50 poles to a stake; thence north 60° east 24 poles to a stake in the east margin of an old road; thence north 49° east 18 poles to a point in the center of River Road and being the common corner of Tracts Nos. 1 and 2 on said survey; thence with the center of River Road, north 21° west 30.3 poles; thence north 13° west 36.4 poles; thence north 23° 45' west 31.5 poles to the point of beginning, containing 457.6 acres, more or less.

TRACT NO. 2: Being Tract No. 2 on the survey of the W. J. Hailey (formerly Dozier) farm and described according to a survey made by Z. J. Wilkinson, Surveyor, dated October 6, 1943, as follows:
Beginning at a point in the center of River Road at the common southerly corner of Tracts 2 and 3 on said survey; thence with the center of River Road, north 14° west 25 poles; thence north 27° 30' west 30.3 poles; thence north 41° west 24.24 poles; thence north 37° 30' west 18.2 poles; thence north 30° west 24.24 poles to the common corner of Tracts 1 and 2; thence with the dividing line between Tracts 1 and 2 and with a fence, south 49° west 18 poles to a stake in the east margin of an old road; thence south 60° west 24 poles to a stake; thence south 48° west 50 poles to a stake; thence south 59° 30' west 16 poles to a stake; thence south 55° west 55 poles to a stake; thence south 62° west 10 poles to a stake in the west margin of a lane; thence south 68° west 432 poles to a stake in the common corner of Tracts 1 and 2 on said survey; thence south 1° east 7 poles to a 36-inch oak; thence south 18° east 22.4 poles to a hickory; thence south 30° east 13.3 poles to two dogwoods; thence south 36° east 6 poles to a dead hickory; thence south 39° east 10.4 poles to a 36-inch oak; thence south 52° 30' east 10.3 poles to an oak; thence south 37° 30' east 20.8 poles to a hickory; thence south 56° east 19.4 poles to an oak; thence south 73° east 6.7 poles to an oak; thence south 84° east 5.4 poles to a 36-inch oak; thence north 18° east 15.6 poles to a 24-inch oak; thence north 25° east 6.4 poles to a 5-inch locust; thence north 45° east 8.2 poles to a 16-inch white oak; thence north 60° east 20.7 poles to a 26-inch oak; thence north 41° 30' east 4.4 poles to an oak; thence north 18° 30' east 5.8 poles to an oak; thence north 28° east 5.5 poles to a stake; thence north 50° east 10.7 poles to twin hickories; thence north 60° east 13.3 poles to an oak; thence north 86° east 12.2 poles to a stake; thence north 75° east 12 poles to twin oak trees; thence north 88° east 4 poles to a post; thence south 40° east 19 poles to twin hickory trees; thence north 88° east 18 poles to triple oaks; thence south 78° east 15.3 poles to a dead walnut; thence north 75° east 17 poles to an oak; thence north 26° 30' east 22 poles to a 30-inch white oak; thence north 11° east 11 poles to a hickory; thence with the ridge dividing the heads of two hollows, north 52° east 26 poles to a gum; thence north 20° 30' east 23 poles to an oak snag; thence north 75° east 20.3 poles to an ash; thence north 85° east 19 poles to a 30-inch oak; thence north 55° east 11.5 poles to a persimmon; thence north 62° east 7.5 poles to an oak; thence north 56° east 5 poles to an ash; thence north 43° east 13 poles to a hickory; thence north 83° east 10.3 poles to a 16-inch sugar maple; thence south 37° east 19 poles to a 24-inch oak; thence south 45° east 6.7 poles to a white oak; thence south 58° east 6.7 poles to a 10-inch white oak in the fence corner; thence north 68° east 11.5 poles to a 30-inch hickory; thence north 85° east 14.1 poles to a hickory; thence north

44° east 5 poles to a hickory; thence north 32° 30' east 18.5 poles to a hickory; thence north 2° east 12 poles to an oak; thence north 17° east 11.6 poles to a hickory; thence north 54° 30' east 12.2 poles to a decayed stump; thence north 88° 30' east 21 poles to an oak; thence north 40° east 2.6 poles to a stake; thence north 61° east 16 poles to a sassafras snag; thence north 27° east 20.7 poles to an oak; thence north 64° east 5.9 poles to an oak; thence north 86° east 20 poles to a hickory; thence north 70° 30' east 4 poles to a hickory; thence north 31° 30' east 8 poles to a sycamore; thence north 47° east 18.5 poles to a stake; thence north 76° east 6 poles to a 36-inch oak; thence north 60° east 20 poles to a dead chestnut; thence north 53° east 20 poles to a locust; thence north 58° east 4 poles to a hickory; thence north 77° east 3 poles to an oak snag; thence south 78° east 18.5 poles to an oak; thence south 74° east 4 poles to a 24-inch oak; thence south 33° east 16 poles to a stake; thence north 81° east 8 poles to a 36-inch elm; thence south 89° 30' east 10.7 poles to the point of beginning, containing 315 acres, more or less.

Being the same property conveyed to James E. Rice by deed from Worldwide Services, Inc. of record in Book 7123, Page 98, Register's Office for Davidson County, Tennessee.

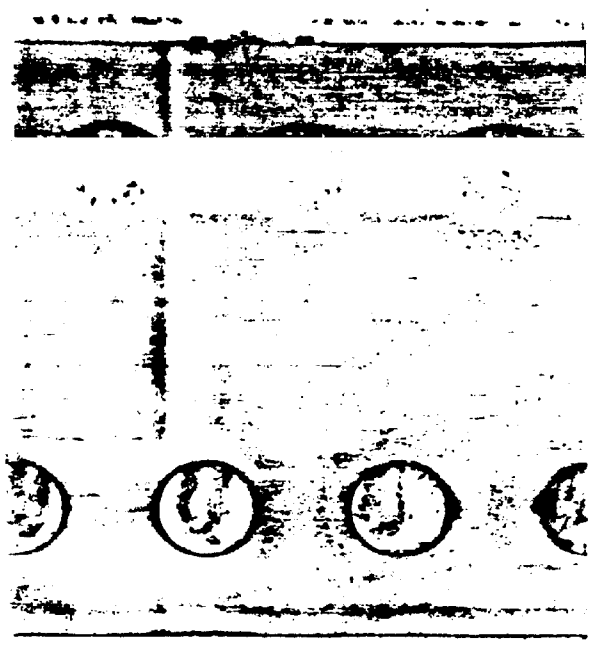
354021

TENNESSEE

JUN 20 2 33 PM '90

PUSH

2223 06/20 0101 03CHECK 16516.00



OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 8135 PAGE 341

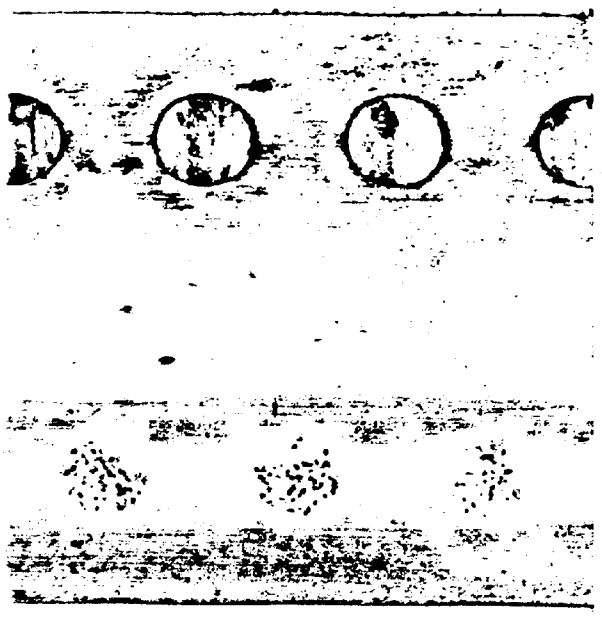
CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO - MORTGAGE	REL - RELEASE	CO TX - STATE TAX CONVEY
WD - WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MO TX - STATE TAX MORT
TD - TRUST DEED		PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID

CAMT 5000000.00
CON TX 16500.00
PRFEE 1.00
WDEED 15.00
TOTAL 16516.00
CHECK 16516.00

06/20/90 01 14:34 0001 2223

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK



35402

IDENTIFICATION REFERENCE

JUN 20 2 34 PM '90

FELIX Z. WILSON, II REGISTER
DAVIDSON COUNTY, TN

No. 329857