Day 16

This Instrument Prepared By:
BAKER, WORTHINGTON, CROSSLEY,
STANSBERRY & WOOLF
1700 Nashville City Center
511 Union Street
Post Office Box 2866
Nashville, Tennessee 37219
(615) 726-5600

GENERAL WARRANTY DEED BOOK 8496 PAGE 4

Address New Owner(s) As Follows:	Send Tax Bills To:	Map & Parcel Nos.:
Hayward Industries, Inc.	same	Map 118-16
900 Fairmount Avenue		Parcels: 9 and 10
Elizabeth, New Jersey 07207		

FOR AND IN CONSIDERATION of the sum of Ten ($10.00) Dollars, and other good and valuable consideration, receipt of which is hereby acknowledged, WALTER I. VALLETT, JR. and wife, BETTE B. VALLETT ("Grantors"), have bargained and sold and do hereby transfer and convey unto HAYWARD INDUSTRIES, INC., a New Jersey corporation ("Grantee"), its successors and assigns, a certain tract of land located in Davidson County, Tennessee and described as follows (the "Property"):

> Land in Davidson County, Tennessee, being Lots Nos. 12, 13, 14 and 15 on the Plan of Sidco, as of record in Book 2133, page 115, Register's Office for Davidson County, Tennessee.
>
> Said Lots Nos. 12, 13, 14 and 15 front together 409 feet on the westerly side of Sidco Drive and extend back between parallel lines 425 feet to the center of the L&N Railroad lead tract right-of-way.
>
> Being the same property conveyed to Walter Vallett, Jr. by deed from Mildred Frances Wagoner, a widow, of record in Book 5702, page 862, Register's Office for Davidson County, Tennessee. Walter I. Vallett, Jr. conveyed an undivided one-half interest in said property to his wife, Bette B. Vallett, by quitclaim deed of record in Book 7543, page 248, said Register's Office. Walter Vallett, Jr. and Walter I. Vallett, Jr. are one and the same person.

This is improved property known as 2935 and 2939 Sidco Drive, Nashville, Tennessee 37204.

TO HAVE AND TO HOLD the Property, together with all the appurtenances and hereditaments thereunto belonging or in anywise appertaining, to the said Grantee, its successors and assigns, forever.

6.5293

Nov 27 11 18 AM '91

BWKPE2.660
11/22/91(rp)

AND Grantors do hereby covenant with Grantee that, except for those matters set forth on **Exhibit A**, attached hereto and made a part hereof, they are lawfully seized and possessed of the Property in fee simple; that they have good right to sell and convey the same; and that the same is unencumbered.

AND Grantors do further covenant and bind themselves, their heirs and assigns, to warrant and forever defend the title to the Property against the lawful claims of all persons whomsoever, except for those matters set forth on **Exhibit A**, attached hereto and made a part hereof.

IN WITNESS WHEREOF, the Grantors have caused this instrument to be executed on this 23 day of November, 1991.

WALTER I. VALLETT, JR.

BETTE B. VALLETT

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $2,500,000.00.

AFFIANT

Subscribed and sworn to before me, this 27th day of November, 1991.

~~NOTARY PUBLIC~~

~~My Commission Expires~~:

STATE OF FLORIDA)
)
COUNTY OF COLLIER)

Personally appeared before me, Vernon R. Hudder, a Notary Public in and for said County and State, Walter I. Vallett, Jr. and Bette B. Vallett, with whom I am personally acquainted, and who acknowledged that they executed the within instrument for the purposes therein contained.

WITNESS my hand and seal at office this 23rd day of November, 1991.

NOTARY PUBLIC

My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA
[illegible]

NOTARY PUBLIC STATE OF FLORIDA

BWKPE2.660
11/22/91(tn)

EXHIBIT A

Liens and Encumbrances

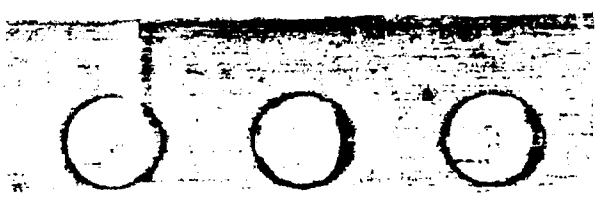
1. Rights reserved with reference to uranium, thorium and all other materials essential to production of fissionable materials as fully set out in deed to DeWitt Carber, Trustee, dated July 8, 1953, and recorded in Book 2152, page 347, said Register's Office. (Applies to both tracts.)

2. A 25-foot easement for railroad lead track and agreement therein of record in Book 2293, page 573, and in Book 2293, page 555, said Register's Office, which is shown on the recorded plan along the rear of the lots. (Applies to both tracts.)

3. Easement for storm sewer of record in Book 4124, page 284, said Register's Office. (Applies to Lot 15.)

4. The plan of record in Book 2133, page 115, said Register's Office, shows an Owner's certificate; as to Lot 12, a 50-foot setback line from Sidco Drive, a 5-foot water line easement along the northerly side line of said lot, a 5-foot sewer easement along the westerly rear line of said lot, and a 25-foot railroad easement along the rear line of said lot; as to Lot 13, a 50-foot setback line from Sidco Drive, a 5-foot sewer easement along the rear line of said lot; as to Lots 14 and 15, a 50-foot setback line from Sidco Drive, a 5-foot sewer easement along the westerly rear lines of said lots and a 25-foot railroad easement along the westerly rear lines of said lots. An additional note on the plat states that "all water mains and easements therefor shown hereon are owned and were acquired by the City of Nashville by a quitclaim deed of record in Book 2244, page 611, Register's Office for Davidson County, Tennessee."

3184 11/27 0101 03CHECK 9260.00



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

RECEIVED OF _____

FOR _____

BOOK 8496 PAGE 7

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

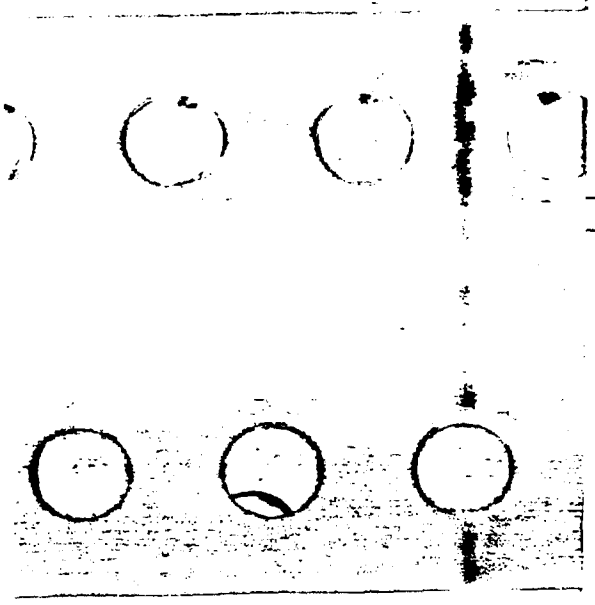
DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID

CAMT

2500000.00
CON TX 9250.00
PRFEE 1.00
WDEED 9.00
TOTAL 9260.00
CHECK 9260.00

11/27/91 01 11:20 0001 3184

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK



6.52 9 3

IDENTIFICATION

Nov 27 11 18 AM '91

No. 480242