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Prepared by:
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MANIER, HEROD, HOLLABAUGH & SMITH
2200 One Nashville Place
Nashville, Tennessee 37219
(615) 244-0030/742-9322

QUITCLAIM DEED

NEW OWNER & ADDRESS: SEND TAX BILLS TO: MAP PARCEL NO

MW PARTNERSHIP
P. O. Box 329
Franklin, TN 37064 Same as Owner

THE ACTUAL CONSIDERATION OR VALUE, WHICHEVER IS GREATER IS $-0-.

John W. Stapp

Sworn and subscribed to before me this Dec 16, 1991.

My Commission Expires: 11-21-92

Sue Ellen Mierkey
Notary Public

FOR AND IN CONSIDERATION of One Dollar ($1.00) cash in hand paid, the receipt and sufficiency of which is hereby acknowledged, **SMW PARTNERSHIP,** a Tennessee general partnership, composed of T. Benson McKinnon, James D. Wright, and Robert W. Wright, ("Grantor"), by these presents does hereby quitclaim and convey unto **MW PARTNERSHIP,** a Tennessee general partnership, composed of T. Benson McKinnon, James D. Wright and Robert W. Wright, ("Grantee") Grantee's successors and assigns, all of Grantor's right, title and interest in and to the following described tract of land:

See attached descriptions "Phase II, III, and IV"

Said property is conveyed subject to such limitations, restrictions, and encumbrances as may affect the premises.

This Quitclaim Deed is being executed for chain of title purposes to show that the composition of partners of SMW Partnership has changed and that the partnership has changed its name to MW Partnership, a Tennessee general partnership composed of T. Benson McKinnon, James D. Wright, and Robert W. Wright.

WITNESS our hands this 16th day of December, 1991.

SMW PARTNERSHIP

By: _____
T. Benson McKinnon, Partner

By: _____
James D. Wright, Partner

By: _____
Robert W. Wright, Partner

STATE OF TENNESSEE)
) SS
COUNTY OF Davidson)

Before me, Sue Ellen Murphy, of the State and County aforesaid, personally appeared, T. Benson McKinnon, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be a Partner of **SMW PARTNERSHIP**, a Tennessee General Partnership, the within named Bargainor, and that he, as such Partner, executed the foregoing instrument for the purpose therein contained, by signing the name of the Partnership by himself as Partner.

Witness my hand and seal, this 16th day of Dec., 1991.

_____
Notary Public

My Commission Expires: 1-31-92

STATE OF TENNESSEE)
) SS
COUNTY OF Warren)

Before me, Terri G. Rector, of the State and County aforesaid, personally appeared, James D. Wright,, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be a Partner of **SMW PARTNERSHIP**, a Tennessee General Partnership, the within named Bargainor, and that he, as such Partner, executed the foregoing instrument for the purpose therein contained, by signing the name of the Partnership by himself as Partner.

Witness my hand and seal, this 16th day of December, 1991.

_____
Notary Public

My Commission Expires: 2/7/94

TERRI G. RECTOR NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

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STATE OF TENNESSEE)
) SS
COUNTY OF Bradley)

Before me, Lawrence M. Gavin, of the State and County aforesaid, personally appeared, Robert W. Wright, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be a Partner of **SMW PARTNERSHIP**, a Tennessee General Partnership, the within named Bargainor, and that he, as such Partner, executed the foregoing instrument for the purpose therein contained, by signing the name of the Partnership by himself as Partner.

Witness my hand and seal, this 5th day of December, 1991.

NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

Lawrence M Gavin
Notary Public

My Commission Expires: Aug. 28, 1993

PHASE II

A 23.93 acre tract, more or less, in the Second Civil District of Davidson County, Tennessee, located between the Cumberland River and the Nashville and Ashland City Railroad (formerly the Illinois Central Gulf Railroad) more particularly described as follows:

Commencing at an iron pin in the Southern right-of-way of the Nashville and Ashland City Railroad in Roger C. Brown's Western line; thence N 67° 23' 49" W 599.80 feet with the Southern right-of way of the Nashville and Ashland City Railroad to the point of beginning; thence leaving said railroad, S 6° 56' 47" W 1503.10 feet to an iron pin in the floodway line of the Cumberland River and the Southeast corner of Phase II; thence in the downstream direction with the floodway line of the Cumberland River 718.25 feet along a curve to the left having a radius of 3343.61 feet and a chord bearing of N 56° 37' 56" W to an iron pin; thence leaving the floodway line of the Cumberland River, N 8° 25' 00" E 768.17 feet with the common line of Phase I to an iron pin; thence, N 81° 35'00" W 477.49 feet continuing with the common line of Phase I to the center of a 50 foot easement for a railroad spur and an interior corner of Phase I; thence in a Northeasterly direction with the centerline of said railroad spur easement, 20.99 feet along a curve to the left having a radius of 440.74 feet and a chord bearing of N 49° 56' 30" E; thence continuing with said centerline N 48° 34' 39" E 361.41 feet; thence N 54° 17' 38" E 32.25 feet; thence with a curve to the right 142.75 feet, said curve having a radius of 572.96 feet, a central angle of 14° 16' 31", a chord bearing of N 61° 25' 54" E and a tangent distance of 71.75 feet; thence, continuing with said centerline N 68° 34' 10" E 6.31 feet to a point in the SW margin of the TVA Power Line Easement; thence N 30° 39' 37" W 308.32 feet with said margin of the TVA Power Line Easement to a point in the southern right-of-way of the Nashville and Ashland City Railroad; thence with the Southern right-of-way of the said railroad the following 3 calls; S 67° 23' 49" E, 355.51 feet; N 22° 36' 11" E 15.00 feet; S 67° 23' 49" E, 562.71 feet to the point of beginning in the Southern right-of-way of the Nashville and Ashland City Railroad.

Together with an easement for the maintenance, care and use for ingress and egress and upon the following described land:

Commencing at a concrete monument in the Northeast corner of Pinkert Steel Co., Inc.'s property; thence S 81° 35' 00" E, 451.31 feet to the point of beginning in the common line of Phase I and Phase II; thence continuing S 81° 35' 00" E 287.95 feet to a point in the SW right-of-way of the United States of America (T.V.A.); thence N 30° 39' 37" W. 77.29 feet with the Southwestern right-of-way of the United States of America (T.V.A.) to a point; thence leaving said right-of-way of the United States of America (T.V.A.), N 81° 35' 00" W 239.23 feet to an iron pin in the Southmost Northeast corner of Phase I; thence S 8° 25' 00" W 60.00 feet with a common line of Phase I and Phase II to the point of beginning containing 0.36 acres more or less.

Together with an easement for the maintenance, care and use of a railroad spur line over and upon the following described land:

Being a fifty (50) foot wide strip of land, one-half or 25 feet of a portion of the total easement is contained in Phase I and the remaining one-half or 25 feet and the remaining portion is contained in Phase II, in the Second Civil District, Davidson County, Tennessee, located between the Nashville and Ashland City Railroad and the Cumberland River East of Amy Lynn Drive, the centerline being more particularly described as follows:

Beginning at a point in the centerline of the main tract of the Nashville and Ashland City Railroad, said point being N 67° 23' 49"

W. 340 feet, more or less, along said centerline, West of Mile Post JE-199, said point being Railroad Station 847+12, and said point being approximately 1,700 feet Southeast of the intersection of said railroad with Old Hydes Ferry Pike; thence, leaving said railroad N 73° 25' 10" W 76.95 feet; thence, with a curve to the left, 383.19 feet, said curve having a radius of 572.96 feet, a central angle of 38° 19' 01" and a tangent distance of 199.06 feet; thence, continuing with said centerline S 68° 34' 10" W 122.60 feet; thence with a curve to the left 142.75 feet, said curve having a radius of 572.96 feet, a central angle of 14° 16' 31" and a tangent distance of 71.75 feet; thence, continuing with said centerline S 54° 17' 38" W 32.25 feet; thence S 48° 34' 39" W 361.41 feet; thence continuing with said centerline with a curve to the right having a radius of 440.74 feet, 115 feet, more or less, to the Northerly boundary of Lot 1, shown on the Wright and Hailey Industrial Property, of Record in Book 6548, Page 863, corrected Book 6731, Page 912, R.O.D.C., this being the terminus of herein described easement, said centerline being N 81° 35' 00" W 95 feet, more or less, from the Northeast corner of said Lot 1. (Containing approximately 0.70 acres, more or less).

Together with an easement for a pump station upon the following described land:

Commencing at a concrete monument in the Northeast corner of Pinkert Steel Co., Inc.'s property; thence N 8° 25' 00" E 60.00 feet to a point; thence S 81° 35' 00" E 7.18 feet to the point of beginning; thence S 81° 35' 00" E 79.78 feet to a point; thence N 8° 25' 00" E 63.53 feet to a point, said point being a common corner with a 20 foot utility easement herein described; thence N 41° 25' 21" W with said 20 foot utility easement 20.00 feet to a point in the Southeast margin of a railroad spur easement; thence S 48° 34' 39" W with said railroad spur easement, 100.00 feet to the point of beginning, containing 0.08 acres more or less.

Together with a permanent easement and right-of-way to the United States of America to enter and to erect, maintain, repair, rebuild, operate and patrol one or more electric power transmission lines and one or more telephone and/or telegraph lines, including the right to erect such poles and other transmission lines structures, wires, cables, and any necessary appurtenance; the right to clear said right-of-way and keep the same clear of brush, timber, inflammable structures, and fire hazards; and the right to remove danger trees, if any located beyond the limits of said right-of-way over and upon the following described land;

Being a one hundred and fifty (150) foot strip of land in the Second Civil District of Davidson County, Tennessee, located between the Nashville and Ashland City Railroad and the Cumberland River and East of Amy Lynn Drive, the centerline being more particularly described as follows:

Commencing at an iron pin in the Southern right-of-way of the Nashville and Ashland City Railroad in Roger C. Brown's Western line; thence with the Southern right of way of the Nashville and Ashland City Railroad, the three following calls: N 67° 23' 49" W 1162.51 feet; S 22° 36' 11" W 15.00 feet; and N 67° 23' 49" W. 230.74 feet to the point of beginning; thence leaving said railroad right-of-way S 30° 39' 37" E. 1258.42 feet to the line between Phase II and Phase III, containing 4.33 acres more or less.

Together with an easement for public utilities over and upon a 20 foot strip of land that is described as follows:

Commencing at an iron pin in the Southern right-of-way of the Nashville and Ashland City Railroad in Roger C. Brown's Western line, thence, N 67° 23' 49" W 852.78 feet with the Southern right-of-way of the Nashville and Ashland City Railroad to the point of beginning; thence continuing with said right-of-way, N 67° 23' 49" W. 73.49 feet to a point being a common corner with a spur line

easement, herein described; thence leaving said right-of-way and with the Southeast margin of said railroad spur line easement the following 5 calls; 289.45 feet along a curve to the left having a radius of 547.95 feet, and a chord bearing of S 83° 20' 10" W.; S 68° 34' 10" W. 122.60 feet; 136.53 feet along a curve to the left having a radius of 547.96 feet, and a chord bearing of S 61° 25' 54" W; S 54° 04' 27" W 32.24 feet; and S 48° 34' 39" W 258.38 feet to a point being a common corner with a pump station easement herein described; thence leaving said Southeast margin of the railroad spur line easement and with the Northeast line of the Pump Station Easement S 41° 25' 21" E. 20.00 feet to a point, said point being a common corner with the said pump station easement; thence leaving said pump station easement and with a line 20.00 feet Southeast and parallel to said railroad spur line easement the following 6 calls: N 48° 34' 39" E. 258.38 feet; N 54° 14' 53" E. 30.25 feet; 131.54 feet along a curve to the right having a radius of 527.96 feet, and a chord bearing of N 61° 25' 54" E.; N 68° 34' 10" E. 122.60 feet; 272.14 feet along a curve to the right having a radius of 527.96 feet, and a chord bearing of N. 83° 20' 10" E; and S. 83° 11' 06" E, 71.17 feet to the point of beginning, containing 0.39 acres more or less.

BEING a part of the same property conveyed to SMW partnership, a Tennessee general partnership, composed of Tennlite, Inc., a Tennessee corporation, T. Benson McKinnon, James D. Wright and Robert W. Wright by deed from James W. Stewart, Trustee, of record in Book 6818, Page 240, Register's Office for Davidson County, Tennessee.

(according to a survey by F.W. & Associates dated February 28, 1989)

(re:PhaseII.311)

PHASE III

A 21.72 acre tract, more or less in the Second Civil District of Davidson County, Tennessee, located between the Cumberland River and the Nashville and Ashland City Railroad (formerly Illinois Central Gulf Railroad) more particularly described as follows:

BEGINNING at an iron pin in the Southern right-of-way of the Nashville and Ashland City Railroad, said iron pin being in Roger C. Brown's west line and the Northeast corner of the herein described tract; thence with Brown's West line S. 6° 56' 47" W. 1808.11 feet to an iron pin at the SE corner of Phase IV, said point also being in the floodway line of the Cumberland River; thence with said floodway line and a curve to the left with a radius of 3343.61 feet for a distance of 744.19 feet with a chord bearing of N. 44° 06' 07" W. to an iron pin at the SE corner of Phase II; thence leaving the floodway line of the Cumberland River with the East line of Phase II, N. 6° 56' 47" E. 1503.10 feet to an iron pin at the NE corner of Phase II in the South right-of-way of the Nashville and Ashland City Railroad; thence with said right-of-way, S. 67° 23' 49" E. 599.80 feet to the point of beginning.

Together with a permanent easement and right-of-way to the United States of America to enter and to erect, maintain, repair, rebuild, operate and patrol one or more electric power transmission lines and one or more telephone and/or telegraph lines, including the right to erect such poles and other transmission lines structures, wires, cables, and any necessary appurtenance; the right to clear said right-of-way and keep the same clear of brush, timber, inflammable structures, and fire hazards; and the right to remove danger trees, if any located beyond the limits of said right-of-way over and upon the following described land:

Being one hundred and fifty (150) foot strip of land in the Second Civil District of Davidson County, Tennessee, located between the Nashville and Ashland City Railroad and the Cumberland River and East of Amy Lynn Drive, the centerline being more particularly described as follows:

Commencing at an iron pin in the South right-of-way of the Nashville and Ashland City Railroad, said iron pin being in Roger C. Brown's West line and also being the NE corner of Phase III; thence with Brown's West line, S 6° 56' 47" W. 1384.72 feet to the point of beginning; thence N 30° 39' 37" W. 946.43 feet to East property line of Phase II, containing 3.26 acres more or less.

BEING a part of the same property conveyed to SMW partnership, a Tennessee general partnership, composed of Tennlite, Inc., a Tennessee corporation, T. Benson McKinnon, James D. Wright and Robert W. Wright by deed from James W. Stewart, Trustee, of record in Book 6818, Page 240, Register's Office for Davidson County, Tennessee.

(according to a survey by F.W. & Associates dated February 28, 1989)

PHASE IV

A 44.07 acre tract, more or less in the Second Civil District of Davidson County, Tennessee, located between the Cumberland River and the Nashville and Ashland City Railroad (formerly Illinois Central Gulf Railroad) more particularly described , as follows:

BEGINNING at a iron pin on the bank of the Cumberland River and Roger C. Brown's SW corner; thence with Brown's Western line N. 6° 56' 47" E. 1186.79 feet to an iron pin in the Floodway line of the Cumberland River; thence with the Floodway line of the Cumberland River in the downstream direction along a curve to the left having a radius of 3,343.61 feet with a chord bearing of N. 44° 06' 07" W. for a distance of 744.19 feet to an iron pin at the SW corner of Phase III and the SE corner of Phase II; thence continuing with the Floodway line of the Cumberland River along a curve to the left having a radius of 3,343.61 feet with a chord bearing of N. 56° 37' 56" W. for a distance of 718.25 feet to an iron pin at the SW corner of Phase II and the SE corner of Phase I; thence continuing with the Floodway line of the Cumberland River along a curve to the left having a radius of 3343.61 feet with a chord bearing of N. 66° 47' 20" W. for a distance of 467.17 feet to an iron pin in Pinkert Steel Co., Inc.'s Eastern line; thence with Pinkert's Eastern line, S. 8° 25' 00" W. 911.03 feet to a witness monument; thence continuing with Pinkert's Eastern line S. 8° 25' 00" W. 90.00 feet to a point in the Cumberland River; thence upstream S 58° 52' 43" E, 688.62 feet to a point; thence continuing upstream, S. 45° 26' 19" E, 1344.60 feet to the point of beginning containing 44.07 acres more or less.

Phase IV in its entirety is within the Floodway limits of the Cumberland River.

BEING a part of the same property conveyed to SMW Partnership, a Tennessee general partnership composed of Tennlite, Inc., a Tennessee corporation, T. Benson McKinnon, James D. Wright and Robert W. Wright by deed from James W. Stewart, Trustee of record in Book 6818, Page 240, Register's Office for Davidson County, Tennessee.

(according to a survey by F. W. & Associates dated February 28, 1989)

(re\PhaseIV.311)

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