03943

IDENTIF. & REFERENCE

FB 12
JR

This Instrument Prepared By:
Stokes & Bartholomew, P.A.
Suite 2800, 424 Church Street
Nashville, Tennessee 37219

Map 106-11
Parcels 18 and 19
Field Book No. 6DA-12499
and 6DA-12498

Address New Owner/
Send Tax Bills to:

Humboldt Express, Inc.
345 Hill Avenue
Nashville, TN 37224

BOOK 9504 PG 872

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of Ten Dollars ($10.00), cash in hand paid by the hereinafter named GRANTEE, and other good and valuable considerations, the receipt and sufficiency of which are hereby acknowledged, RUTH WHITE DORTCH and DAVID D. DORTCH (hereinafter the "GRANTOR"), have bargained and sold, and by these presents do hereby transfer, assign and convey unto HUMBOLDT EXPRESS, INC., a Tennessee corporation (hereinafter the "GRANTEE"), its successors and assigns, those certain tracts or parcels of land in Nashville, Davidson County, Tennessee, described on Exhibit A, attached hereto and incorporated herein by reference.

This is improved property known as 336 and 345 Hill Avenue, Nashville, Tennessee 37210.

The conveyance of the property herein, and all covenants and warranties of GRANTOR contained herein, are made expressly subject to those matters set forth on Exhibit B, attached hereto and incorporated herein by reference.

TO HAVE AND TO HOLD said property, with the appurtenances, estate, title and interest thereto belonging to the said GRANTEE, and GRANTEE'S successors and assigns, forever. GRANTOR covenants that the title to said property is free from all encumbrances made or suffered by GRANTOR, except as otherwise set forth herein; and GRANTOR further covenants and binds itself, and its heirs and assigns, to warrant specially and forever defend the title to said property to the said GRANTEE, its successors and assigns, against

the lawful claims of all persons claiming by, through or under GRANTOR, but not further or otherwise.

IN WITNESS WHEREOF, the GRANTOR has caused this Special Warranty Deed to be executed as of this 27 day of Oct., 1994.

Ruth White Dortch
RUTH WHITE DORTCH

David D. Dortch
DAVID D. DORTCH

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public of said county and state, RUTH WHITE DORTCH, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that she executed the within instrument for the purposes therein contained.

WITNESS my hand and official seal at office in Nashville, Tennessee, this 27TH day of OCTOBER, 1994.

M. Joan Gracham
NOTARY PUBLIC

My Commission Expires:
7-27-96

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public of said county and state, DAVID D. DORTCH, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that he executed the within instrument for the purposes therein contained.

WITNESS my hand and official seal at office in Nashville, Tennessee, this 27TH day of OCTOBER, 1994.

M. Joan Gracham
NOTARY PUBLIC

My Commission Expires:
7-27-96

BOOK 9504 PG 874

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration for this transfer is $771,000.00.

AFFIANT

Subscribed and sworn to before me this
27th day of October, 1994.

Notary Public

My Commission Expires:
11-27-96

M:\realest\humboldt.de2

EXHIBIT A

BOOK 9504PG875

Tract 1 - 336 Hill Avenue

Land in the 6th Civil District of Davidson County, Tennessee, being Lot No. 12 on the Plan of the resubdivision of Reserve Parcel "C" and Lot No. 12, Interstate Park South, as of record in Book 4460, page 140, Register's Office for said County, and more particularly described as follows:

Beginning at a point in the southerly margin of Hill Avenue, said point being the common corner of Lots Nos. 12 and 11; thence with a line between said two lots south 34°11' east 131.4 feet to a concrete monument; thence south 87°38' east 81.36 feet to a concrete monument in the westerly right-of-way of Interstate Highway 40; thence with same north 02°22' east 144.22 feet and north 24°34' west 43.30 feet to a concrete monument; thence leaving said right-of-way of Interstate Highway 40, south 82°58' west 118.25 feet to an iron pin in the southerly margin of Hill Avenue; thence with a curve, having a radius of 60 feet, southwestwardly 65.82 feet to the point of beginning.

Being the same property conveyed to Ruth White Dortch and David D. Dortch by quitclaim deed from Carrier Properties, Inc., a Tennessee corporation, of record in Book 9504, page 869, Register's Office for Davidson County, Tennessee.

LEGAL DESCRIPTION - DEED
336 Hill Avenue, Nashville, Tennessee

Tract 2 - 345 Hill Avenue

Land in the 6th Civil District of Davidson County, Tennessee, being Lot No. 11 on the Plan of the Resubdivision of Reserve Parcel "C" and Lot No. 12, Interstate Park South, as of record in Book 4460, page 140, Register's Office for said County, described as follows:

Beginning at a point in the southerly margin of Hill Avenue, said point being the common corners of Lots Nos. 11 and 10, thence with a line between said two lots, south 33 degrees 19' west 124.60 feet to a point; thence south 50 degrees 30' East 365.60 feet to a concrete monument in the westerly right of way of Interstate Highway 40; thence with the westerly right of way of said Interstate Highway 40 as follows: north 10 degrees 24' east 65.01 feet, north 3 degrees 17' west 106.02 feet, and north 2 degrees 22' east 55.04 feet to a concrete monument; thence leaving said right of way of Interstate Highway 40, north 87 degrees 38' west 81.36 feet to a concrete monument; thence north 34 degrees 11' west 131.34 feet to a monument in the southeast margin of Hill Avenue; thence with a curve, having a radius of 10 feet eastwardly 70.68 feet to the point of beginning.

Being the same property conveyed to Ruth White Dortch and David D. Dortch by quitclaim deed from Office Properties, Inc., of record in Book 6594, page 277, Register's Office for Davidson County, Tennessee.

LEGAL DESCRIPTION - DEED
345 Hill Avenue, Nashville, Tennessee

EXHIBIT B

1. Real estate taxes for 1994, a lien, now due but not yet delinquent, which have been prorated between the parties and assumed by Grantee (Tracts 1 and 2).

2. Unrecorded Lease, dated January 1, 1989, by and between B&R Properties, as lessor, and Humboldt Express, Inc., as lessee (Tracts 1 and 2).

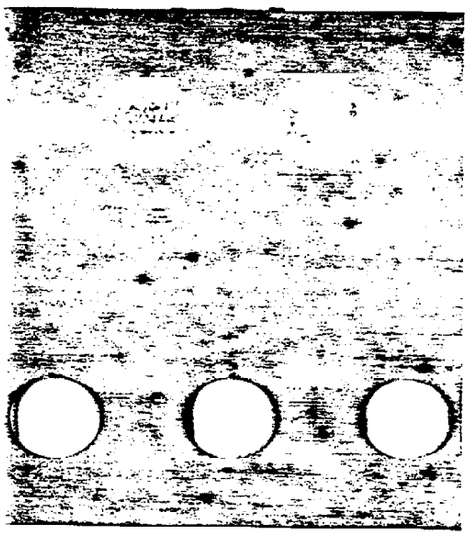
3. Unrecorded Lease, dated May 1, 1994, between Humboldt Express, Inc., as sublessor, and General Electric Co., as sublessee (Tract 1).

4. All matters shown on the Plan, of record in Book 4460, page 140, Register's Office for Davidson County, Tennessee (Tracts 1 and 2).

5. Lack of direct access to interstate highway abutting or adjacent to the premises in question, such right of access having been granted to the State of Tennessee (Tracts 1 and 2).

6. All matters shown on the ALTA/ACSM Land Title Survey, dated June 30, 1994, last revised August 24, 1994, prepared by Wendell H. Talley, Sr., Tennessee No. 785, Barge, Waggoner, Sumner and Cannon, 162 Third Avenue, North, Nashville, Tennessee 37201, File No. 14114-00, together with Surveyor's Report, dated June 30, 1994 (Tracts 1 and 2).

2451 10/28 0101 03CHECK 2873.70



OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY

NASHVILLE, TENNESSEE

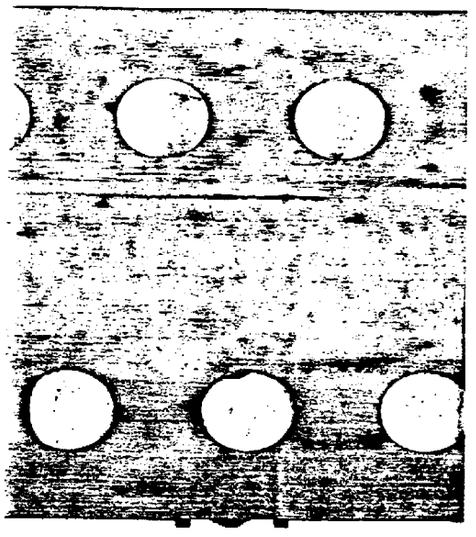
RECEIVED OF _____

FOR _____

BOOK 9504 PG 877

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 771000.00
CON TX 2852.70
PRFEE 1.00
MTGFEE 20.00
TOTAL 2873.70
CHECK 2873-70

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

10/28/94 01 14:09 0001 2451

03943

IDENTIF. & REFERENCE

94 OCT 28 PM 2:06

FELIX Z. WILSON REGISTER
DAVIDSON COUNTY, TN.

No. 848764