342782

THIS INSTRUMENT PREPARED BY:
BASS, BERRY & SIMS
2700 First American Center
Nashville, Tennessee 37238

BOOK 9602 PG 745

WARRANTY DEED

Address New Owner(s)	Send Tax Bills To:	Map-Parcel Number(s)
Trinity O, Inc.	SAME	93-3-171
c/o Trinity Industries, Inc.		93-3-117
2525 Stemmons Freeway		93-3-115
P.O. Box 568887		93-7-48
Dallas, Texas 75356-8887		93-7-46
		93-7-10
		93-7-22

FOR AND IN CONSIDERATION OF THE SUM OF TEN ($10.00) DOLLARS, and other good and valuable consideration, receipt of all of which is hereby acknowledged, NEW NABRICO CORPORATION ("Grantor"), has this day bargained and sold, and does hereby transfer and convey unto TRINITY O, INC., a Delaware corporation ("Grantee"), certain real property in Davidson County, Tennessee, described in Exhibit A attached hereto.

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

GRANTOR covenants and binds itself, its successors to warrant specially and forever defend the title to said real estate to Grantee, its successors and assigns, against the lawful claims of all persons (other than claims arising out of the matters set forth on Exhibit B).

As used herein, the singular number shall include the plural, and the masculine gender all other genders.

IN WITNESS WHEREOF, Grantor executed this instrument on this 13TH day of FEBRUARY, 1995.

NEW NABRICO CORPORATION

By: [signature]
Title: Pres - Chmn.

STATE OF FLORIDA)

COUNTY OF HILLSBOROUGH

Personally appeared before me, the undersigned, a Notary Public, GEORGE M. STEINBRENNER with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the PRESIDENT & CHAIRMAN of New Nabrico Corporation, and is authorized by the corporation to execute this instrument on behalf of the corporation.

WITNESS my hand, at office, this 13TH day of FEBRUARY, 1995.

Susan A. Hubbard
Notary Public
CC-146234

My Commission Expires:

10-5-95

Notary Public, State of Florida at Large
My Commission Expires Oct. 5, 1995
Bonded thru Agent's Notary Brokerage

BOOK 9602 PG 746

EXHIBIT A

TRACT 1: LAND in Davidson County, Tennessee, being part of Lot No. 1 in Block I and part of Lot 1 in Block J and the southerly part of Shelby Avenue between South First Street and South Second Street, as closed, by Bill No. 64-257 of the Council of The Metropolitan Government of Nashville and Davidson County, Tennessee of record in the Office of the Clerk of aforesaid, all shown on the Plan of Wood's Subdivision of the Blood Estate, as of record in Book 161, page 82, R.O.D.C., and described together according to a survey made by Barge, Waggoner and Sumner, Engineers, November 16, 1963, as follows:

BEGINNING at a point in the easterly margin of South First Street, said point also being in the center line of Shelby Avenue as closed, said point also being marked by a cross on water valve box; thence with the center of Shelby Avenue, North 58° 59' 30" East 444.08 feet to a spike in other lands of the Nashville Housing Authority, thence with said lands on a curve in a southwesterly direction with a radius of 56 feet, a distance of 50.70 feet; South 40° 48' 18" West 95.12 feet; South 53° 45' 53" West 143.76 feet, and South 56° 15' 26" West 183.43 feet to an X in concrete in the easterly margin of South First Street; thence with the margin of said South First Street, North 24° 11' West 83.90 feet to the beginning.

TRACT 2:

PARCEL 1: A parcel of land in the 1st Civil District of Davidson County, Tennessee, more particularly described according to a survey by Barge, Waggoner, Sumner & Cannon, Engineers, dated October 28, 1974, as follows:

BEGINNING at the point of intersection of the West line of South First Street and the South line of Old Shelby Avenue; thence, with the West line of South First Street, South 24° 11' East 533.38 feet to a point; thence, leaving the West line of South First Street, South 37° 34' West, 266.5 feet to the East line of a 25-foot right-of-way owned by the L & N Railroad and covering the property acquired by Richard J. Eskind, Trustee, of record in Book 4657, page 261, R.O.D.C.; thence, along said East right-of-way line on a curve to the right having a delta angle of 13° 42' a radius of 1,897.36 feet for a distance of 453.58 feet the bearing of the long chord being North 47° 04' 11" West, 452.50 feet to the North line of the right-of-way for the Shelby Avenue Bridge; thence, with said North right-of-way of Shelby Avenue Bridge, North 47° 47' East, 247.93 feet to the East line of Alley No. 455; thence, with said East line of said alley, North 24° 11' West, 144.92 feet to the South line of Old Shelby Avenue; thence with said South line, North 58° 59' East 176.25 feet to the point of beginning.

PARCEL 2: A tract of land in the First Civil District of Davidson County, Tennessee, being part of Old Shelby Avenue (now closed) as shown on the Plan of Wood's Subdivision of the Blood Estate, of record in Book 161, pages 82 and 84, R.O.D.C., located on the West side of South First Street, 109 feet, more or less, North of the North margin of Shelby Avenue Bridge, and being more particularly described as follows:

BEGINNING at the point of intersection of the West margin of South First Street, and the South margin of Old Shelby Avenue (now closed), said point being 100 feet, more or less, North of the North margin of Shelby Avenue Bridge; thence leaving said margin of South First Street with the South margin of Old Shelby Avenue (now closed), South 58° 59' West 176.25 feet to the East margin of Alley No. 455 (now closed by Bill No. 75-1243); thence leaving said South margin of Old Shelby Avenue with a line parallel to South First Street, North 24° 11' West, 45.32 feet to the centerline of Old Shelby Avenue; thence, with the centerline of Old Shelby Avenue (now closed); 45 feet distance from and parallel to the above-described South margin, North 58° 59' East 176.25 feet to the West margin of South First Street; thence, with said West margin South 24° 11' East, 45.32 feet to the point of beginning; containing 0.18 acre, more or less.

THE above described tract is part of Shelby Avenue closed by Bill No. 75-1249, dated April, 1975.

TRACT 3: A parcel of land in the First Civil District of Davidson County, Tennessee, and being a part of Blocks I and J of Wood's Subdivision of the Blood Estate, as of record in Plat Book 161, page 82, R.O.D.C., and part of a 15-foot alley (now closed), said parcel being more particularly described as follows:

BEGINNING at a point in the southerly margin of Sylvan Street, said point being South 65° 18' West, 18.14 feet from the westerly margin of South Second Street; thence easterly 28.42 feet with a curve to the right having a radius of 18.00 feet, a central angle of 90° 27' to a point in the westerly margin of South Second Street; thence, South 24° 15' East, 166.16 feet with said margin of South Second Street to a point; thence, South 65° 18' West, 454.70 feet to a point in the easterly margin of South First Street to a point; thence, North 24° 06' West, 166.14 feet with said margin of South First Street to a point; thence, northerly 20.45 feet with a curve to the right having a radius of 25.00 feet, a central angle of 46° 52', and a chord of North 0° 40' West, 19.88 feet to a point in the southerly margin of Sylvan Street; thence, North 65° 18' East, 428.17 feet to the point of beginning.

TRACT 4: A parcel of land in the First Civil District of Davidson County, Tennessee, being a part of Lots Nos. 5, 6 and "M" and portion of a 25-foot alley "Alley No. 455", (closed by Bill No. 75-1243), all shown on the Plan of Wood's Subdivision of the Blood Estate, of record in Book 161, page 82, also shown on the Plan of record in Book 161, page 84, R.O.D.C., and being more particularly described as follows:

RECORDERS MEMO
LEGIBILITY OF WRITING, TYPING OR PRINTING IN THIS DOCUMENT UNSATISFACTORY WHEN RECEIVED

RECORDERS MEMO
LEGIBILITY OF WRITING, TYPING OR PRINTING IN THIS DOCUMENT UNSATISFACTORY WHEN RECEIVED

(cont.)

BEGINNING at a concrete monument on the westerly margin of South First Street, said point being South 24° 11' East, 533.38 feet from the South margin of Old Shelby Avenue, also said point being the southeast corner of the tract of land conveyed to the Nashville Bridge Company of record in Book 4938, page 923, R.O.D.C.; thence, with said westerly margin of South First Street, South 24° 11' East, 104.91 feet to an iron pin, said iron pin being North 24° 11' West, 3.09 feet from the northeast corner of the property conveyed to Richard J. Eskind, Trustee, of record in Book 5469, page 772, R.O.D.C.; thence, leaving said South First Street South 41° 18' West, 213.64 feet to an iron pin in the East line of a 25-foot right-of-way owned by the Louisville and Nashville Railroad, said iron pin 1.39 feet southeasterly from the southwest corner of the property conveyed to Steiner-Liff Iron and Metal Company of record in Book 4961, page 839, R.O.D.C.; thence, along said East line of Railroad and a curve to the right 78.59 feet to an iron pin, the southwest corner of the property conveyed to said Nashville Bridge Company, Said curve having a radius of 1,897.36 feet, a tangent distance of 39.30 and a central angle of 2° 22' 24"; thence, leaving said Railroad with the South line of the Nashville Bridge Company, North 37° 34' East, 266.5 feet to the point of beginning.

TRACT 5: LAND in Davidson County, Tennessee, being part of Lot No. 27 on the Plan of the First Division of John Shelby's Estate, as of record in Plan Book 1, pages 10 and 11, Chancery Court at Nashville, Tennessee, and the northerly part of Shelby Avenue between South First Street and South Second Street (by Bill #64-257, now closed), described as follows:

BEGINNING at a point in the easterly margin of South First Street, said point also being in the center line of Shelby Avenue (by Bill #64-257, now closed), said point also being marked by a cross on water valve box; thence with the center of Shelby Avenue, North 58° 59' 30" East 444.08 feet to the westerly margin of South Second Street; thence in a northerly direction with the westerly margin of South Second Street, 241 feet, more or less, to a point in the northerly lot line of Lot No. 27; thence with North line of Lot No. 27 in a southwesterly direction 443.5 feet, more or less, to a point in the easterly margin of South First Street; thence in a southerly direction with the easterly margin of South First Street; 285 feet, more or less, to the point of beginning.

TRACT 6: LAND in Davidson County, Tennessee, being part of Lot No. 22 on the Plan of the First Division of John Shelby's Estate, as of record in Plan Book 1, pages 10 and 11, Chancery Court at Nashville, Tennessee, and the northerly part of Shelby Avenue between South First Street (by Bill #43-25 and Bill #75-1249, now closed), and the eastern right-of-way of the Louisville and Nashville Railroad Spur Tract, described as follows:

BEGINNING at a point on the West margin of South First Street, being the northeast corner of Lot No. 22 which is 192 feet South of Boscobel Street; thence South along the West margin of South First Street 283 feet, more or less, to a point in the center line of Shelby Avenue (by Bill #43-25 and Bill #75-1249, now closed); thence leaving South First Street and running along the center line of said Shelby Avenue, in a westerly direction 450 feet, more or less, to the eastern right-of-way of the Louisville and Nashville Railroad Spur Track; thence, northwesterly following the curve of said right-of-way 345 feet, more or less, to a point 12-1/2 feet from the center of the railroad track in the line between Lots Nos. 22 and 21; thence with said line easterly 479 feet more or less, to the point of beginning.

TRACT 7:

PARCEL 1: A certain tract of land situated in Davidson County, Tennessee, and more particularly described as follows:

BEGINNING at the northeast corner of Shelby Avenue and the L & N Right-of-Way, running thence northwardly along said right-of-way 300 feet to a point; thence, at right angles to a tangent to the rail at that point, 500 feet more or less, to Low Water Mark of the Cumberland River; thence southerly with Low Water Mark of said Cumberland River to a point at the intersection of Shelby Avenue and Low Water Mark of Cumberland River; thence with the North margin of Shelby Avenue East, 440 feet more or less, to the beginning.

PARCEL 2: LAND in the 17th Ward of the City of Nashville, Davidson County, Tennessee, as follows:

BEING the North part of a 1-1/2 acre tract conveyed to Humphrey Hardison by deed of record in Book 476, page 410, R.O.D.C., and being part of the lot marked J. R. Handley and shown on the Plan of the Wood's Subdivision of the Blood Estate as of record in Book 161, page 82, R.O.D.C., and described according to a survey made by W. B. Southgate, Surveyor, August 26, 1941, as follows:

BEGINNING at a point in the westerly right-of-way line of the L & N Railroad, said right-of-way being obtained in Book 131, page 335 and 536 to 544 inclusive, R.O.D.C.; said point being 12-1/2 feet West of the center line of said right-of-way; thence with said right-of-way and on a 3° curve to the left, 57 feet to an iron pin set in the westerly margin of said right-or-way and being 12-1/2 feet West of the center line of said right-of-way, and being 12 feet North of the center line of a rail road spur track which runs West to the Cumberland River; thence South 38-1/2° West with the North line of said railroad spur track and 12 feet from the center line of the same 356.4 feet to a stake in the Low Water Mark of the Cumberland River; thence down Cumberland River North 70° East 80 feet to a stake the southwest corner of the property conveyed to Nashville Bridge Company

(cont.)

by deed of record in Book 312, page 22, R.O.D.C.; thence with the South line of said Bridge Company's tract, northeasterly 369 feet to the point of beginning.

PARCEL 3: BEING parts of Blocks Nos. "L" and "M" and a part of Lot No. 2 of Block "K" and a part of a 25-foot alley between said Blocks which was never opened and never used, as shown on the Plan of Wood's Subdivision of the Blood Estate, as of record in Book 161, page 82, R.O.D.C., and also shown on the Plan of record in Book 161, page 84, R.O.D.C., and described according to a survey made by W. B. Southgate, Surveyor, August 26, 1941, as follows:

BEGINNING at a point in the southerly margin of Old Shelby Avenue, the southeast intersection of Old Shelby Avenue and the L & N Railroad right-of-way, said right-of-way being obtained in Book 131, page 335 and 536 to 544, inclusive, R.O.D.C.; thence with the easterly right-of-way line of said railroad southeasterly and on a 3° curve to the left passing the right-of-way line of the Sparkman Street Bridge at 188.3 feet in all 197 feet to the edge of the Pilaster of the Sparkman Street Bridge, as shown on the Plan of record in Book 365, page 592, R.O.D.C.; thence northeastwardly with the outer edge of the Pilasters of said Bridge, passing the southerly margin of said alley, alley never opened at 217.8 feet and passing the northerly margin of said alley never opened 242.8 feet in all 250 feet to an iron pin; thence northwesterly 151 feet to an iron pin in the southwest corner of Old Shelby Avenue and said 25-foot alley never opened; thence with the southerly margin of Old Shelby Avenue southwesterly 250 feet to the point of beginning.

PARCEL 4: THAT portion of Old Shelby Avenue, closed by Bill No. 43-25 and that part of Alley #455, closed by Bill No. 75-1243, of the Council of The Metropolitan Government of Nashville and Davidson County, Tennessee.

PARCEL 5: LAND situated in Nashville, Davidson County, Tennessee, to-wit:

BEGINNING at a stake in the South line of Shelby Avenue, 12-1/2 feet, westward from the center line of the spur track of the L & N Railroad Co.; thence southward parallel with the railroad, and 12-1/2 feet from the center thereof, 496 feet to a stake in the West margin of the railroad right-of-way, 12-1/2 feet from the center of the railroad, the said line being measured on and with a curve of 3° to the left; thence South 33° West, 361 feet to a stake at Low Water Mark on Cumberland River; thence down said river at Low Water Mark _____, 59-1/4° West 189.5 feet; thence North 51° West, 450 feet to a stake in the South line of Shelby Avenue, at Low Water Mark of the river; thence with the said South line North 53-1/2° East, 437 feet to the beginning.

BEING the same property conveyed to New Nabrico Corporation, by Deed of Record in Book 8300, page 91, Register's Office for Davidson County, Tennessee.

RECORDER'S MEMO
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EXHIBIT B

BOOK 9692 PG 750

1. 1994 taxes, a lien now due and payable.

2. 1995 taxes, a lien not yet due and payable.

3. Flowage Easement of record in Book 2243, page 431, Register's Office for Davidson County, Tennessee.

4. Rights of U.S.A., the State of Tennessee, and the public generally below the mean high water mark of Cumberland River.

5. The nature or extent of riparian rights.

6. Subject to Right-of-way of L & N Railroad as set forth in Book 131, page 535, said Register's Office.

7. Easement to City of Nashville, as set forth in instrument recorded in Book 1318, page 598, said Register's Office.

8. Easement as retained in Book 5623, page 447, said Register's Office.

9. Rights of Others in billboard faces and supporting structures as evidenced by Fixture Filing of record in Book 7032, page 292, said Register's Office.

10. Agreement between Humphrey Hardison and wife, and Davidson County, relative to easement, etc. for the construction of the bridge approach across the Cumberland River as set out in Book 365, page 592, said Register's Office.

11. Restrictive Covenants of record in Book 3368, page 23, as amended by Book 4381, page 929, said Register's Office.

12. Agreement between Louisville & Nashville Railroad and Foster & Creighton Co. of record in Book 340, page 627, said Register's Office.

13. Agreement between L & N Railroad Co. and Lytle & Ralston of record in Book 371, page 184, said Register's Office.

14. Easements for utilities retained in Metro Ordinance Numbers 64-257, 75-1249 and 85-852.

BOOK 9692 PG 751

STATE OF TEXAS)
)
COUNTY OF DALLAS)

The actual consideration or value (whichever is greater) for this transfer is $2,001,674.00.

John Lee
Affiant

Subscribed and sworn to before me this 20th day of February, 1995.

Alice D. Buchanan
Notary Public

My Commission Expires:
9-12-95

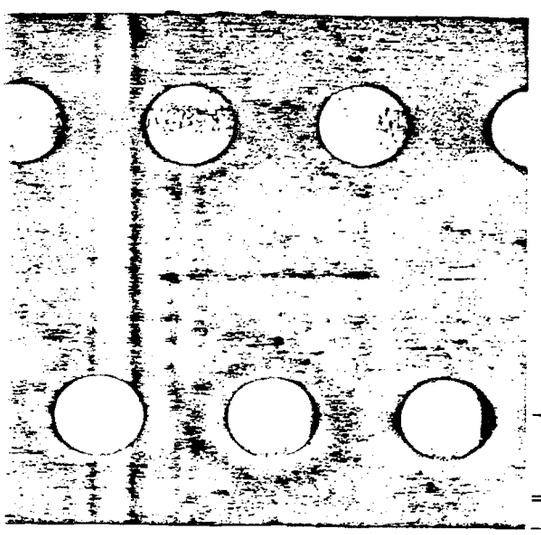
ALICE D. BUCHANAN
Notary Public, State of Texas
My Commission Expires 9-12-95

36760
IDENTIF. & REFERENCE

95 FEB 24 AM 9:06
FELIX [illegible]
DAVIDSON COUNTY, TN.

PICK-UP

4552 02/24 0101 03CHECK 7435.29



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

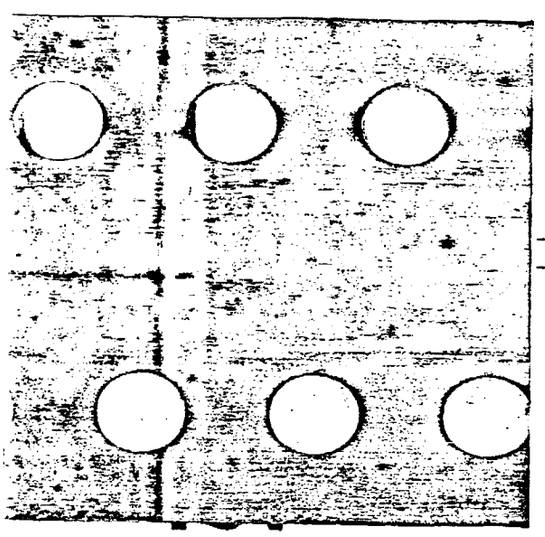
RECEIVED OF _____

FOR _____

BOOK 9692 PG 752

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
2001674.00
CON TX 7406.29
PRFEE 1.00
WDEED 28.00
TOTAL 7435.29
CHECK 7435.29
02/24/95 01 09:05 0001 4552

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

36760
IDENTIF. & REFERENCE
95 FEB 24 AM 9: 0
FELIX Z. [illegible] REGIS
DAVIDSON COUNTY, TN

No. 884232