BK/338

THIS INSTRUMENT PREPARED BY:

CHERNAU, CHAFFIN & BURNSED
Third National Financial Center
Suite 1750
424 Church Street
Nashville, Tennessee 37219

BOOK 9689 PG 121

ADDRESS NEW OWNER AS FOLLOWS: SEND TAX BILLS TO: MAP-PARCEL NOS.

James R. Robers — Same — 95-13-11
c/o United States Roller Works
1901 Elm Hill Pike
Nashville, TN

0066250

IDENTIF. & REFERENCE

95 JUN -2 AM 11:31

SUSAN [illegible] CALVERT-ROSENBERGER REGISTER DAVIDSON COUNTY, TN.

NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $830,000.00.

Affiant

Subscribed and sworn to before me this 24th day of May, 1995.

Notary Public

My commission expires: 3/23/96

SPECIAL WARRANTY DEED

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, **Capital Resources Properties, a Tennessee general partnership,** hereinafter called the Grantor, has bargained and sold, and by these presents does transfer and convey unto **James R. Robers,** hereinafter called the Grantee, his heirs and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described as follows: to-wit:

Land in Davidson County, Tennessee, described as follows:

SEE **EXHIBIT "A"** ATTACHED FOR A COMPLETE LEGAL DESCRIPTION OF THE PROPERTY HEREBY CONVEYED.

The above described property has a street address of **1901 Elm Hill Pike, Nashville, Tennessee** .

This conveyance is expressly made subject to:

a) 1995 Real Property Taxes, a lien not yet due and payable;

b) All matters shown on Plat recorded in Book 5190, page 463;

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said Grantee, the successors and assigns of said Grantee, forever; and, the Grantor further covenants with the said Grantee that Grantor is lawfully seized and possessed of said land in a fee simple, has a good right to convey it; and the same is unencumbered, unless otherwise herein set out.

Grantor does further covenant and bind itself and its successors and assigns, to warrant and forever defend the title to the said Grantee, their heirs and assigns, against the lawful claims of all persons claiming the same by, through, or under the Grantor.

The officer of Grantor executing this instrument is authorized so to act and does so with the express consent and authorization of the Grantor.

WHEREFORE, the undersigned executes this Special Warranty Deed on this the 24th day of May, 1994.

Capital Resources Properties,
a Tennessee General Partnership

By: Diana Alden
Diana Alden

Title: General Partner

By: J. Scott Alden by Diana Alden Attorney in Fact
J. Scott Alden, by Diana Alden,
Attorney-in-Fact

Title: General Partner

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a notary public in and for said County and State, DIANA ALDEN, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged herself to be a general partner of Capital Resources Properties, a Tennessee general partnership, the within named bargainor, a partnership, and that she as such Partner, executed the foregoing instrument for the purpose therein contained, by signing the name of the partnership by herself as General Partner.

Witness my hand and official seal in Nashville, Tennessee, this 24th day of May, 1995.

Susan Calvert Rosenberger
Notary Public

My Commission Expires: 3/23/96

SUSAN CALVERT-ROSENBERGER
NOTARY PUBLIC AT LARGE
STATE OF TENNESSEE

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public, in and for said County and State, the within named Diana Alden, with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence, and who acknowledges that she executed the within instrument as the true and lawful attorney-in-fact for J. Scott Alden, as general partner of Capital Resources Properties, a Tennessee general partnership, by signing the name of the aforesaid J. Scott Alden by herself as attorney-in-fact, for the purposes therein contained and for the purpose of binding the said partnership by the signature of J. Scott Alden, by Diana Alden, attorney-in-fact.

Witness my hand and official seal at Nashville, Tennessee, this the 24th day of May, 1995.

Susan Calvert-Rosenberger
Notary Public

My Commission Expires: 3/23/96

SUSAN CALVERT-ROSENBERGER
NOTARY PUBLIC AT LARGE
STATE OF TENNESSEE

EXHIBIT "A"

A tract of land located in Nashville, Davidson County, Tennessee, bounded on the southerly margin of Elm Hill Pike and the northeasterly margin of Appleton Drive and being Lot No. 1 on the resubdivision of Section Ten, Metropolitan Industrial Park, as of record in Plat Book 5190, page 463, Register's Office for Davidson County, Tennessee, more particularly described according to a survey by Barge, Waggoner, Sumner & Cannon, Inc., dated October 4, 1983, described as follows:

BEGINNING at a concrete monument in the southerly margin of Elm Hill Pike 450 feet, more or less, northeast from the northeasterly margin of Appleton Drive; thence, South 29° 29' East, 200.00 feet; thence, South 41° 40' 34" West 389.23 feet to a point in the northeasterly margin of Appleton Drive; thence, with the margin of Appleton Drive, North 50° 03' West 211.93 feet; thence with a curve to the right at the intersection of Appleton Drive and Elm Hill Pike having a central angle of 93° 25', a radius of 50.00 feet, 81.53 feet to a point on the southerly margin of Elm Hill Pike; thence, with Elm Hill Pike, along a curve to the right in a northeasterly direction, said curve having a central angle of 17° 09, a radius of 1,392.39 feet, 416.96 feet to the point of beginning, containing 2.37 acres, more or less.

Being the same property conveyed to Capital Resources Properties, a Tennessee general partnership, by Deed of Record in Book 6393, page 19, Register's Office for Davidson County, Tennessee. Said property has been leased to United States Roller Works, Inc., as evidenced by Memorandum of Lease in Book 9026, page 177, Register's Office for Davidson County, Tennessee.

ACKNOWLEDGEMENT AND DISCLAIMER

The undersigned Diana Alden hereby makes the following statement, for the purpose of clarifying issues related to whether she is, in fact, a general partner of Capital Resources Properties, a Tennessee general partnership (the "Partnership"). This statement is provided to SouthTrust Bank of Tennessee and to James R. Robers, pursuant to the proposed sale of property known as 1901 Elm Hill Pike, Nashville, Tennessee (the "Property"), and the loan from said Bank to James R. Robers for, among other things, the purpose of refinancing existing debt on the Property.

1. I have been advised that my name appears on one or more tax returns for the Partnership.

2. To the best of my knowledge and belief, I have never accepted the office of partner, general or limited, of the Partnership and have no partnership interests in the Partnership.

3. I have agreed to execute certain documents, including a Special Warranty Deed to James R. Robers, in order to convey any interest I may have in the Partnership, should it be determined at a later date that I am, in fact, a Partner, by way of additional documents which, to the best of my knowledge and belief, do not exist.

4. The fact that I have executed the Special Warranty Deed or any other documents, together with having signed the same as attorney-in-fact for J. Scott Alden, who is a general partner of the Partnership, shall in no wise be construed to cause me to be a general partner of the Partnership; further, my execution of such documents for the limited purposes stated hereinabove shall not be relied upon by any third party creditor or obligee of the Partnership, for any purpose whatsoever.

WHEREFORE, I have executed this statement this 24th day of May, 1995, in Nashville, Tennessee.

Diana Alden

Diana Alden

Acknowledged:

James R. Robers

James R. Robers

SouthTrust Bank of Tennessee

By: James J Monissey Title: V.a President

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public, in and for said County and State, the within named Diana Alden, with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence, and who acknowledge(s) that she executed the within instrument for the purposes therein contained.

Witness my hand and official seal at Nashville, Tennessee, this the 24th day of May, 1995.

Notary Public

My Commission Expires: 3/23/96

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public, in and for said County and State, the within named James R. Robers, with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence, and who acknowledge(s) that he executed the within instrument for the purposes therein contained.

Witness my hand and official seal at Nashville, Tennessee, this the 24th day of May, 1995.

Susan Calvert Rosenberger
Notary Public

My Commission Expires: 3/23/96

SUSAN CALVERT-ROSENBERGER NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned, a notary public in and for said County and State, personally appeared James J. Morrissey, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the Vice President (officer) of SouthTrust Bank of Tennessee, the within named bargainor, a corporation, and that as such Vice President (officer) being authorized so to do, executed the foregoing instrument for the purpose therein contained, by signing the name of the corporation by him self as Vice President.

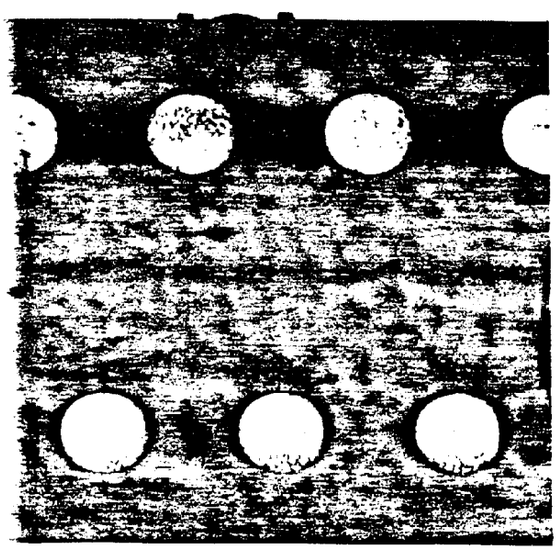
Witness my hand and official seal in Nashville, Tennessee, this 24th day of May, 1995.

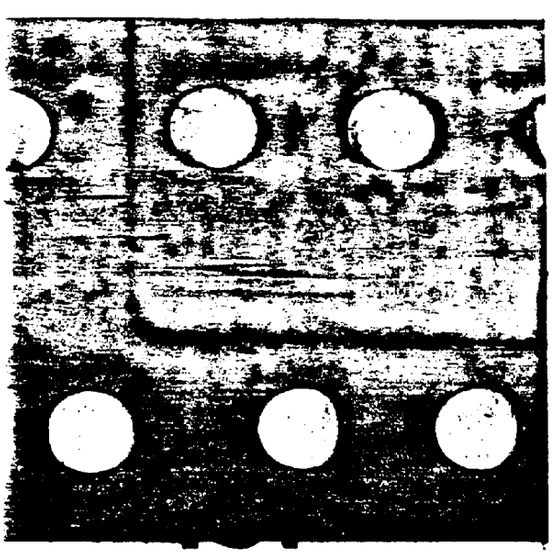
Susan Calvert Rosenberger
Notary Public

My Commission Expires: 3/23/96

SUSAN CALVERT-ROSENBERGER NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

7020 06/02 0101 03CHECK 3096-0C





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

RECEIVED OF _____

FOR _____

BOOK 9689 PG 127

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 830000.00
CON TX 3071.00
PRFEE 1.00
MDEED 24.00
TOTAL 3096.00
CHECK 3096.00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK
06/02/95 01 11:31 0001 7020

0066250
IDENTIF. ↑ REFERENCE

95 JUN -2 AM 11:31
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 916324