0136010

IDENTIF. ↑ REFERENCE

PICK-UP

95 DEC 28 PM 2:34

REGISTER'S OFFICE
DAVIDSON COUNTY, TN.

This Instrument Prepared by
and Return to:
James C. Warner, Esq.
Martin, Tate, Morrow & Marston, P.C.
22 North Front Street, Suite 1100
Memphis, TN 38103-1182

BOOK 9901 PG 457

WARRANTY DEED

THIS INDENTURE, made and entered into this 22nd day of December, 1995, by and between M.S. CARRIERS, INC., a Tennessee corporation ("Grantor"), and FIRSTEXPRESS, INC., a Tennessee corporation ("Grantee"),

WITNESSETH:

For and in consideration of TEN AND NO/100 DOLLARS ($10.00) cash in hand paid, and other good and valuable consideration, the receipt of all of which is hereby acknowledged, Grantor has bargained and sold and does hereby bargain, sell, convey, and confirm unto Grantee the following described real estate, situated and being in the County of Davidson, State of Tennessee, to-wit:

All that certain real property described on Exhibit A attached hereto and incorporated herein by reference as if fully copied.

TO HAVE AND TO HOLD the aforesaid real estate, together with all the appurtenances and hereditaments thereunto belonging or in anywise appertaining unto Grantee, its successors and assigns, in fee simple forever.

And Grantor does hereby covenant with Grantee that Grantor is lawfully seized in fee of the aforedescribed real estate; that Grantor has a good right to sell and convey the same; that the same is unencumbered except for the matters set forth on Exhibit B attached hereto and incorporated herein by reference as if fully copied, to which matters this conveyance is expressly made subject; and that the title and quiet possession thereto Grantor will warrant and forever defend against the lawful claims of all persons.

WITNESS the signature of Grantor the day and year first above written.

M.S. CARRIERS, INC.

By: _____

Title: Vice President

STATE OF TENNESSEE
COUNTY OF SHELBY

BOOK 9901 PG 458

Before me, the undersigned Notary Public in the state and county aforesaid, personally appeared Michael J Hutnagel, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence) and who acknowledged himself to be the Vice President of M.S. Carriers, Inc., the within named bargainor, a corporation, and that he as such Vice President, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by himself as such Vice President.

WITNESS my hand and official seal at office this 22nd day of December, 1995.

JAMES C. WARNER NOTARY PUBLIC AT LARGE SHELBY COUNTY, TENNESSEE

NOTARY PUBLIC

My commission expires: 7/20/99

* * * * * * * * * * *

RECORDING DATA ONLY

Property Address:

1135 Freightliner Drive
Nashville, Tennessee

Name and Address of the Property Owner:

FirstExpress, Inc.
1135 Freightliner Dr
Nashville, TN 37210

I hereby swear or affirm that to the best of my knowledge, information, and belief, the actual consideration for this property transfer or value of the property transferred, whichever is greater, is $1,400,000, which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

William N. Keith
AFFIANT

Name and Address of the Person or Entity Responsible for Payment of the Real Property Taxes:

FirstExpress, Inc.
1135 Freightliner Drive
Nashville, TN 37210

Subscribed and sworn to before me this 28th day of December, 1995.

NOTARY PUBLIC

My commission expires:
9/21/96

Tax Parcel Identification No.

MAP 94 Parcels 26, 107, 116
T:\RAWLINSR\JCW\MISC\MSCARR.WD 156, 157

EXHIBIT A

BOOK 9901 PG 459

LEGAL DESCRIPTION

Being a tract of land lying in Nashville, Davidson County, Tennessee, and being the property of M.S. Carriers, as of record in Deed Book 7451, page 110, and Deed Book 7450, page 587, at the Register's Office for Davidson County, Tennessee, and being bounded on the north by Metropolitan Government Water and Sewer, as of record in Deed Book 89, page 163, on the east by Prentice L. Andrews, as of record in Deed Book 8931, page 627, on the south by the north right-of-way line of Freightliner Drive, and on the west by the east right-of-way line of Omohundro Place, and being more particularly described as follows:

Beginning at an iron rod in the East right-of-way line of Omohundro Place, at a corner common with Metropolitan Government Water and Sewer;

Thence with Metropolitan Government Water and Sewer North 43 deg. 12 min. 51 sec. East, 1466.53 feet to an iron rod at a corner common with Prentice L. Andrews;

Thence with Prentice L. Andrews South 10 deg. 37 min. 29 sec. East, 371.12 feet to an iron rod;

Thence South 43 deg. 12 min. 51 sec. West, 128.00 feet to an iron rod;

Thence South 16 deg. 44 min. 54 sec. East, 122.43 feet to an iron rod in the east terminus of Freightliner Drive;

Thence with the North right-of-way line of Freightliner Drive South 43 deg. 11 min. 09 sec. West, 259.78 feet to an iron rod;

Thence South 63 deg. 53 min. 43 sec. West, 100.00 feet to an iron rod;

Thence South 68 deg. 39 min. 43 sec. West, 276.00 feet to an iron rod;

Thence South 62 deg. 55 min. 54 sec. West, 504.10 feet to an iron rod at the intersection with the East right-of-way line of Omohundro Place;

Thence with the East right-of-way line of Omohundro Place North 26 deg. 58 min. 10 sec. West, 83.15 feet to the point of beginning.

Being the same property conveyed to M.S. Carriers, Inc., by deeds of record in Deed Book 7451, page 110, and Deed Book 7450, page 587, in the Register's Office for Davidson County, Tennessee. The foregoing description was prepared from a survey prepared by R. Scot Cherry, R.L.S. TN #1512, 622 W. Iris Dr., Nashville, TN 37204.

EXHIBIT B

BOOK 9901 PG 460

EXCEPTIONS

1. TVA Easement(s) as set forth in instrument recorded in Book 1174, page 185, Book 1684, page 535 and Book 1255, page 289, Register's Office of Davidson County, Tennessee ("Register's Office").

2. Power line Easement(s) as set forth in instrument recorded in Book 787, page 35, transferred in Book 736, page 427, in said Register's Office.

3. Power line Easement(s) as set forth in instrument recorded in Book 722, page 691, in said Register's Office.

4. Right-of-Way Easement(s) as set forth in instrument recorded in Book 3641, page 393, in said Register's Office.

5. Agreement of record in Book 4864, page 599, in said Register's Office.

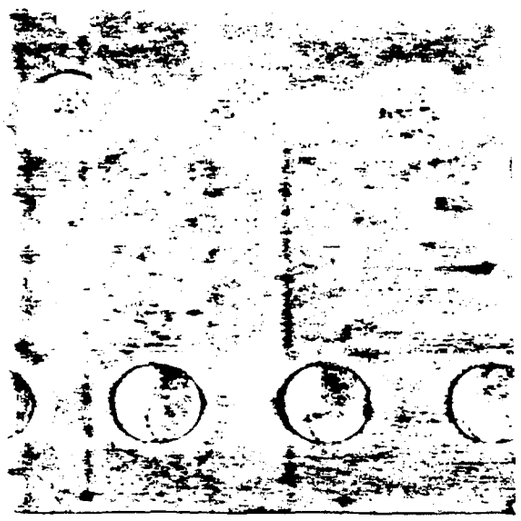
6. ~~Reservations as to Roadways and Railroads, contained in instrument recorded in Book 692, page 442, in said Register's Office, and any rights incidental thereof~~.

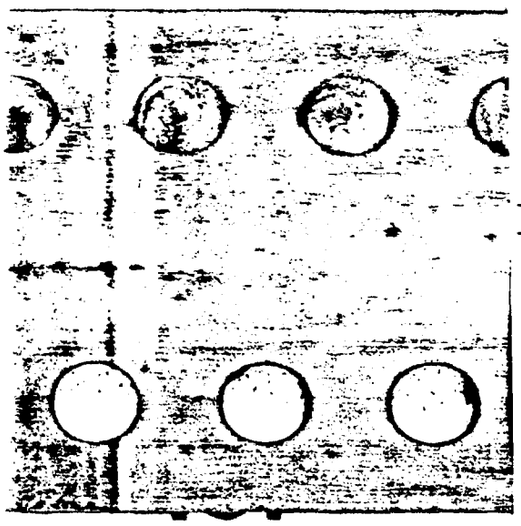
7. Rights of the Railroad under a Charter Right-of-Way.

8. 25 foot sanitary sewer easement, not of record, but which is shown on the survey by Cherry Land Surveying, Inc., dated December 20, 1995.

T:\RAWLINSR\JCW\MISC\MSCARR.WD

2595 12/28 0101 03CHECK 5197.00





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

RECEIVED OF _____

FOR _____

BOOK 9901 PG 461

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
1400000.00
CON TX 5180.00
PRFEE 1.00
WDEED 16.00
TOTAL 5197.00
CHECK 5197.00
12/28/95 01 14:33 0001 2595

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

95 DEC 28 PM 2:34
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

0136010
IDENTIF. ↑ REFERENCE

No. 990979