Nashville, Tennessee

TO 12 of 36

CORPORATE FORM

WARRANTY DEED

THIS INDENTURE, made and entered into this 29th day of December 19 95 by and between Snap-on Incorporated, f/k/a Snap-on Tools Corporation

a corporation organized and existing under and by virtue of the laws of the State of Delaware party of the first part, and

Snap-on Tools Company, a Wisconsin corporation

9921-892

party of the second part.

WITNESSETH: That for and in consideration of Ten Dollars ($10.00), cash in hand paid, and other good and valuable considerations, the receipt of all of which is hereby acknowledged, the said party of the first part has bargained and sold and does hereby bargain, sell, convey and confirm unto the said party of the second part the following described real estate, situated and being in County of Davidson State of Tennessee:

See Exhibit A attached hereto and made a part hereof.

TO HAVE AND TO HOLD the aforesaid real estate together with all the appurtenances and hereditaments thereunto belonging or in any wise appertaining unto the said party of the second part, its heirs, or successors and assigns in fee simple forever.

The said party of the first part does hereby covenant with the said party of the second part that it is lawfully seized in fee of the aforedescribed real estate; that it has a good right to sell and convey the same; that the same is unencumbered, excepting municipal and zoning ordinances, recorded easements, recorded building and use restrictions and covenants, and real estate taxes and assessments for 1995

and that the title and quiet possession thereto it will warrant and forever defend against the lawful claims of all persons.

Whenever the word "party" is used herein, it shall mean "parties" if there are more than one person referred to and whenever pronouns occur herein, they shall be construed according to their proper gender and number according to the context of this instrument.

IN WITNESS WHEREOF, party of the first part has caused this instrument to be executed by and through its duly authorized officers the day and year first above written.

ATTEST:

Susan F. Marrinan, Secretary

SNAP-ON INCORPORATED

By: Michael F. Montemurro
Michael F. Montemurro
Senior Vice President

STATE OF WISCONSIN, COUNTY OF KENOSHA

Before me, the undersigned, a Notary Public of the State and County aforesaid, personally appeared Michael F. Montemurro 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 president (or other officer authorized to execute the instrument) of Snap-on Incorporated the within named bargainor, a corporation, and that he as such Senior Vice President executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by himself as Senior Vice President.

WITNESS my hand and Official Seal at office this 29th day of December, 19 95

My Commission expires: is permanent

Janet M. Neal
Notary Public

(FOR RECORDING DATA ONLY)

Property address 1001 Old Tree Court
Nashville, TN 37211

Mail tax bills to: (Person or Agency responsible for payment of taxes)
Snap-on Tools Company
2801 - 80th Street
Kenosha, Wisconsin 53143

This instrument prepared by:
Kelly B. Reilly
of Foley & Lardner

State tax	$ 1,360.49
Register's fee	.50
Recording fee	4.00
Total	1,364.99

T.G. #

Return to: ~~Kelly B. Reilly, Foley & Lardner~~
~~777 East Wisconsin Avenue, Milwaukee, Wisconsin 53202-5367~~

Form 39 Revised 9/20/83

I, or we, hereby swear or affirm that, to the best of affiant's knowledge, information, and belief, the actual consideration for this transfer or value of the property transferred, whichever is greater, is $367,700.00 which amount is equal to or greater than the amount which the property transferred would command at a fair, and voluntary sale.

Michael F. Montemurro
Affiant

Subscribed and sworn to before me this 29th day of December, 19 95

Notary Public

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

Nashville, Tennessee

EXHIBIT A
TO
WARRANTY DEED

BOOK 9921 PG 893

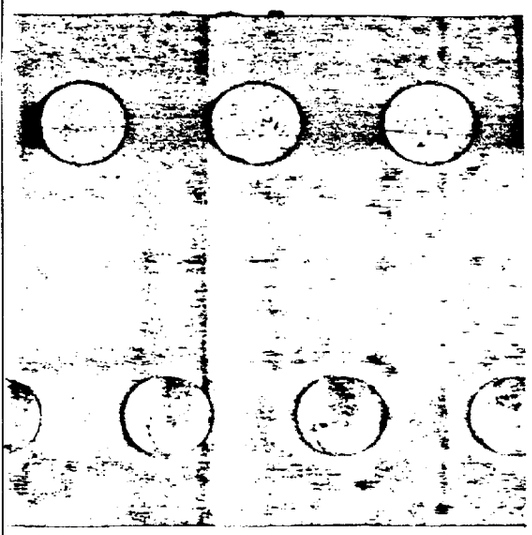
Legal Description

Land in Davidson County, Tennessee being Lot No. 1 of the Elm Hill Business Center, a plat of which is of record in Plat Book 5050, page 97, Register's Office for said County, which plat has been corrected and re-recorded in Plat Book 5200, page 314, said Register's Office.

Being the same property conveyed to Snap-On Tools Corporation by quitclaim deed of record in Book 5203, page 289, Register's Office for Davidson County, Tennessee and by warranty deed, of record in Book 5203, page 292, said warranty deed was corrected by Deed of Correction in Book 5717, page 219, Register's Office for said County.

011285

RECEIVED FROM





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

RECEIVED OF _____

FOR _____

BOOK 9921 PG 894

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

CONT
367700.00
CON TX 1360.49
PRFEE 1.00
MTGFEE 8.00
TOTAL 1369.49
CHECK 1369.49

01/15/96 01 16:03 0001 9212

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0142185
IDENTIFICATION REFERENCE

96 JAN 18 PM 4:00

FELIX Z. WILSON, II
DAVIDSON COUNTY, TN

No. 997511