Prepared by:
Patricia A. Montgomery
424 Church St. Ste 1400
Nashville, TN 37219

BOOK 10013 PG 16

WARRANTY DEED

New Owner/Address	Send Tax Bills To:	Map-Parcel Numbers
WJM Corporation 650 Southgate Avenue Nashville, TN 37204	Same	Map 105-6, Parcel 320

STATE OF TENNESSEE)
COUNTY OF Davidson)

The actual consideration or value whichever is greater for this transfer is Five Hundred Fifty Thousand and 00/100 ($550,000) Dollars.

AFFIANT

NOTARY PUBLIC

My Commission Expires: 9-21-96

NOTARY PUBLIC DAVIDSON COUNTY

For and in consideration of the sum of Five Hundred Fifty Thousand and 00/100 ($550,000) Dollars cash in hand paid by the hereinafter named Grantee, and other good and valuable consideration, the receipt of which is hereby acknowledged, FILLEBROWN PROPERTIES, a Tennessee general partnership ("GRANTOR"), has bargained and sold, and by these presents does transfer and convey unto WJM Corporation, a Tennessee corporation ("GRANTEE"), its successors and assigns, a certain tract or parcel of land located in Davidson County, Tennessee, and described on the attached **Exhibit A.**

This conveyance is made subject to the following:

1. Taxes for 1996, which have been prorated between the parties and are to be paid by the GRANTEE when the same become due.

2. Subject to a UCC-1 Financing Statement naming WJM Corporation as Debtor, and First Tennessee National Association as Secured Party, of record in Book 8723, page 547, Register's Office for Davidson County.

3. Subject to a sanitary sewer and/or storm drainage easement of record in Book 4144, page 606, Register's Office for Davidson County, Tennessee.

This is improved property.

TO HAVE AND TO HOLD the aforesaid unit and undivided interest with the appurtenances, estate, title and interest thereto belonging to GRANTEE, its successors and assigns forever.

GRANTOR covenants with GRANTEE that it is lawfully seized and possessed of the property in fee simple, has a good and lawful right to convey it, warrants that it is unencumbered, except as set forth above and warrants that no other party claims a beneficial interest in the property.

And GRANTOR does further covenant and bind itself, its successors and assigns, to warrant and forever defend the title to the land to GRANTEE, its successors and assigns, against the lawful claims of all persons whomsoever.

WITNESS our hands this 29th day of February, 1996.

FILLEBROWN PROPERTIES, a Tennessee general partnership

LAVINIA SCOTT FILLEBROWN 1980 TRUST, Partner

By: Beatrice Fillebrown Isenhour, Trustee
Beatrice Fillebrown Isenhour, Trustee

BEATRICE FILLEBROWN ISENHOUR 1980 TRUST, Partner

By: Margaret Fillebrown McMurray, Trustee
Margaret Fillebrown McMurray, Trustee

MARGARET FILLEBROWN MCMURRAY 1980 TRUST, Partner

By: Beatrice Fillebrown Isenhour, Trustee
Beatrice Fillebrown Isenhour, Trustee

ELLEN CULBERT FILLEBROWN 1980 TRUST, Partner

By: Beatrice Fillebrown Isenhour, Trustee
Beatrice Fillebrown Isenhour, Trustee

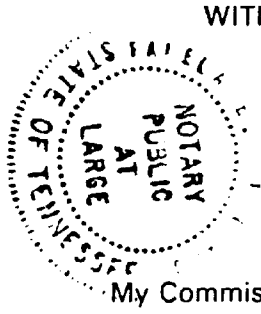
9531 04/12 0101 03CHECK 2052.00

BOOK 10013 PG 18

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before, me, the undersigned, of the state and county named above, personally appeared BEATRICE FILLEBROWN ISENHOUR, with whom I am personally acquainted or proved to me on the basis of satisfactory evidence, and who, acknowledged that she is Trustee of the Lavinia Scott Fillebrown 1980 Trust, the Margaret Fillebrown McMurray 1980 Trust, and the Ellen Culbert Fillebrown 1980 Trust which are partners of FILLEBROWN PROPERTIES, the within named bargainor, a partnership, and that she, as Trustee such partner, executed the foregoing agreement for the purpose(s) therein contained.

WITNESS my hand and seal, this 28th day of February, 1996.

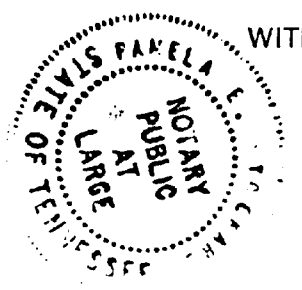


Pamela E. Stockard
NOTARY PUBLIC

My Commission Expires: 8-10-98

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before, me, the undersigned, of the state and county named above, personally appeared MARGARET FILLEBROWN MCMURRAY, Trustee of the Beatrice Fillebrown Isenhour 1980 Trust, with whom I am personally acquainted or proved to me on the basis of satisfactory evidence, and who, acknowledged that she is Trustee of the Trust which is a partner of FILLEBROWN PROPERTIES, the within named bargainor, a partnership, and that she, as Trustee such partner, executed the foregoing agreement for the purpose(s) therein contained.



WITNESS my hand and seal, this 28th day of February, 1996.

Pamela E. Stockard
NOTARY PUBLIC

My Commission Expires: 8-10-98

D:\WORD\WORD\28.09\WARRANTY.WPD2/28/96

PICK-UP

FELIX Z. [illegible] REGISTER
DAVIDSON COUNTY, TN.

96 APR 12 AM 8:43

IDENTIF. ↑ REFERENCE

01170452

EXHIBIT
A

BEING A TRACT OF LAND IN THE SEVENTEENTH COUNCILMANIC DISTRICT OF DAVIDSON COUNTY, TENNESSEE, AND LOCATED ON THE NORTH MARGIN OF SOUTHGATE AVENUE, THE SOUTH MARGIN OF MOORE AVENUE, AND THE EAST LINE OF CSX RAILROAD AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

Beginning ON A POINT LOCATED IN THE SOUTH MARGIN OF MOORE AVENUE (50 FOOT RIGHT OF WAY), SAID POINT BEING 910 FEET, MORE OR LESS, WEST OF THE INTERSECTION OF THE CENTERLINE OF MOORE AVENUE WITH THE CENTERLINE OF MARTIN STREET AND 25 FEET SOUTH OF THE CENTERLINE OF MOORE AVENUE, AND SAID POINT BEING THE NORTHEAST CORNER OF THE HEREIN DESCRIBED TRACT AND THE NORTHWEST CORNER OF VIETTI FOODS COMPANY INC. AS EVIDENCED IN DEED BOOK 4425, PAGE 646 IN THE REGISTER'S OFFICE OF DAVIDSON COUNTY, TENNESSEE (RODC), THENCE;

BOOK 10013 PG 19

1.) LEAVING THE SOUTH MARGIN OF MOORE AVENUE AND ALONG THE EAST LINE OF THE HEREIN DESCRIBED TRACT S 04-28-00 E A DISTANCE OF 471.50 FEET TO AN IRON PIN IN THE NORTH MARGIN OF SOUTHGATE AVENUE, SAID PIN BEING THE SOUTHEAST CORNER OF THE HEREIN DESCRIBED TRACT AND THE SOUTHWEST CORNER OF VIETTI FOODS COMPANY INC., THENCE;

2.) CONTINUING ALONG SAID MARGIN AND ALONG THE SOUTH LINE OF THE HEREIN DESCRIBED TRACT N 87-10-00 W A DISTANCE OF 203.52 FEET TO AN IRON PIN IN THE EAST LINE OF CSX RAILROAD, SAID PIN BEING THE SOUTHWEST CORNER OF THE HEREIN DESCRIBED TRACT, THENCE;

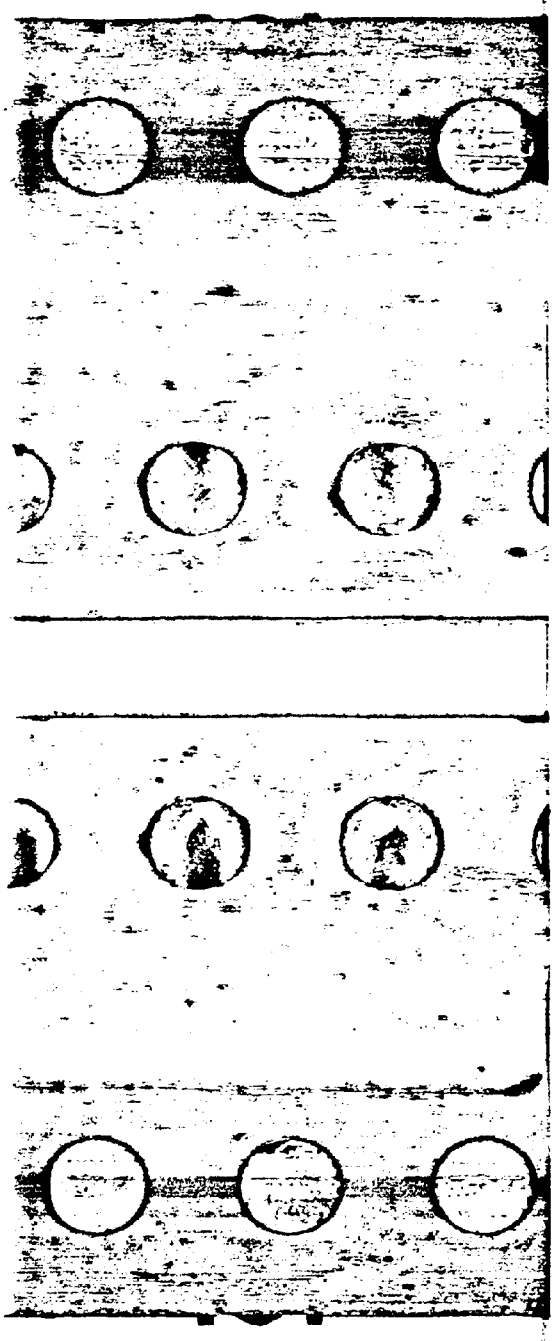
3.) ALONG THE EAST LINE OF CSX RAILROAD AND THE WEST LINE OF THE HEREIN DESCRIBED TRACT N 12-51-00 W A DISTANCE OF 220.19 FEET TO AN IRON PIN, SAID PIN BEING THE BEGINNING OF A CURVE TO THE RIGHT, THENCE;

4.) CONTINUING ALONG THE EAST LINE OF CSX RAILROAD AND THE WEST LINE OF THE HEREIN DESCRIBED TRACT AND WITH SAID CURVE TO THE RIGHT (SAID CURVE HAVING A RADIUS OF 2195.50 FEET, A DELTA ANGLE OF 05 DEGREES 58 MINUTES 12 SECONDS, A CHORD BEARING OF N 10-29-41 W, AND A CHORD LENGTH OF 228.66 FEET), AN ARC LENGTH OF 228.76 FEET TO AN IRON PIN, THENCE;

5.) CONTINUING ALONG THE EAST LINE OF CSX RAILROAD AND THE WEST LINE OF THE HEREIN DESCRIBED TRACT N 04-52-28 W A DISTANCE OF 34.24 FEET TO AN IRON PIN IN THE SOUTH MARGIN OF MOORE AVENUE, SAID PIN BEING THE NORTHWEST CORNER OF THE HEREIN DESCRIBED TRACT, THENCE;

6.) ALONG THE SOUTH MARGIN OF MOORE AVENUE AND THE NORTH LINE OF THE HEREIN DESCRIBED TRACT S 87-00-00 E A DISTANCE OF 260.37 FEET TO AN IRON PIN, THE Beginning, CONTAINING 2.546 ACRES MORE OR LESS, ACCORDING TO A SURVEY BY JESSE E. WALKER, RLS, PE, DATED 03-28-96. THIS PROPERTY IS SUBJECT TO A SEWER EASEMENT RECORDED IN DEED BOOK 4144, PAGE 606 (RODC).

Being the same property conveyed to Fillebrown Properties, a Tennessee general partnership, by deed from Mark H. Westlake, Trustee, of record in Book 7280, page 468, Register's Office for Davidson County, Tennessee.



OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 10013 PG 20

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 550000.00
CON TX 2035.00
PRFEE 1.00
WDEED 16.00
TOTAL 2052.00
CHECK 2052.00

04/12/96 01 08:44 0001 9531

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0170452
IDENTIF. ↑ REFERENCE

96 APR 12 AM 8:43
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 1027497