THIS INSTRUMENT PREPARED BY:
CHERNAU, CHAFFIN & BURNSED
424 CHURCH STREET, SUITE 1750
NASHVILLE, TN 37219

FILE IN BOX #33B
MAP 93-1
PARCEL 4

BOOK 10057 PG 129

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $309,000.00.

Affiant

Subscribed and sworn to before me this the 16th day of May, 1996.

My Commission Expires: 01-20-99

Notary Public

ADDRESS NEW OWNER(S) AS FOLLOWS:	SEND TAX BILLS TO: MORTGAGEE:
UNITED STATES TOBACCO MANUFACTURING COMPANY INC.	SAME
(Name)	(Name)
800 HARRISON STREET	
(Street Address)	(Street Address)
NASHVILLE, TN 37203	

WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of Ten Dollars ($10.00), cash in hand paid by the hereinafter named "Grantee", and other good and valuable consideration, the receipt and sufficiency all of which is hereby acknowledged, **LEE F. NOEL**, hereinafter called the "Grantor", has bargained and sold, and by these presents do transfer and convey unto **UNITED STATES TOBACCO MANUFACTURING COMPANY INC.**, hereinafter called the "Grantee", and its assigns, a certain tract or parcel of land in Davidson County, Tennessee, described as follows, to-wit:

A tract of land in the First Civil District, Nashville, Davidson County, Tennessee; being generally located at the northwest corner of the intersection of 10th Avenue North and Harrison Street; and being more particularly described as follows:

Beginning at an existing PK Nail at the northwest corner of the intersection of 10th Avenue North and Harrison Street; thence,

1. With the northerly margin of Harrison Street South 62 degrees 01 minutes 07 seconds West 342.97 feet to an iron pin set; thence,

2. Leaving said north margin and with the easterly boundary of John Bouchard & Sons of record in Book 410, page 42, Register's Office of Davidson County, Tennessee, North 28 degrees 48 minutes 45 seconds West 162.86 feet to an existing iron pin on the southerly boundary of the Cheatham/Nashville Rail Authority property; thence,

3. With said Cheatham/Nashville Rail Authority property a curve to the left 51.10 feet to an existing iron pin, said curve having following data: radius 975.93, central angle 03 degrees 00 minutes 01 seconds tangent 25.56, and chord North 73 degrees 41 minutes 21 seconds East, 51.50 feet; thence,

4. South 28 degrees 55 minutes 42 seconds East 18.00 feet to an existing iron pin; thence,

5. North 62 degrees 15 minutes 02 seconds East 221.98 feet to an existing iron pin; thence,

6. North 69 degrees 12 minutes 34 seconds East 73.66 feet to an existing iron pin on the westerly margin of 10th Avenue North; thence,

7. With said westerly margin South 27 degrees 57 minutes 04 seconds East 124.39 feet to the point of beginning.

Containing 46,923 square feet or 1.08 acres more or less.

Being the same property conveyed to Lee F. Noel by Quitclaim Deed from Nelson C. Andrews of record in Book 9903, page 409, Register's Office for Davidson County, Tennessee.

THIS conveyance is subject to any and all zoning regulations, building restrictions and setback lines, if any, and easements and rights for public utilities applicable to this property; and taxes for the current year which have been prorated and assumed by the Grantee(s) herein.

TO HAVE AND TO HOLD the said tract or parcel of land, together with the appurtenances, estate, title and interest thereto belonging to the said "Grantee", and its assigns forever; and "Grantor" does covenant with the said "Grantee" that he is lawfully seized and possessed of said land in fee simple, have a good right to convey it, and the same is unencumbered unless otherwise herein set out; and "Grantor" does further covenant and bind himself, his heirs and/or assigns to warrant and forever defend the title to the said land to the said "Grantee", and its assigns, against the lawful claims of all persons whomsoever.

IN WITNESS WHEREOF, the "Grantor" has caused his name to be affixed hereto on this 16th day of May, 1996.

Lee F. Noel

LEE F. NOEL

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 LEE F. NOEL, the bargainor, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that he executed the within instrument for the purposes therein contained.

Witness my hand and official seal at Nashville, Tennessee, this 16th day of May, 1996.

My Commission Expires: 3/21/98

R. Garry Chafin

Notary Public

R. GARRY CHAFIN NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

noel.wd

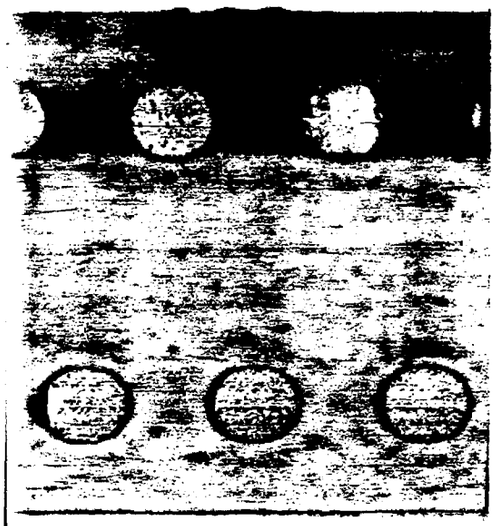
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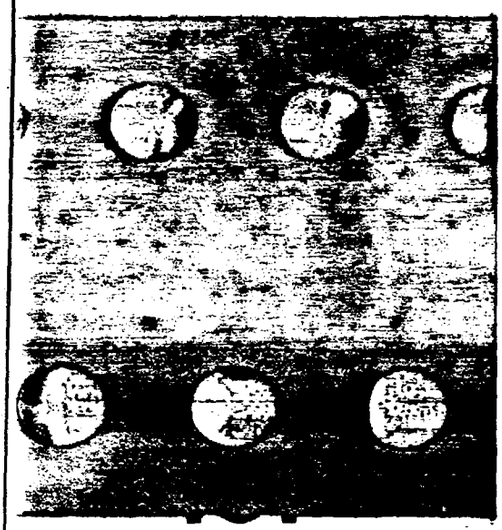
0183945

IDENTIF. → REFERENCE

96 MAY 22 AM 9:29

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.





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

RECEIVED OF _____

FOR _____

BOOK 10057 PG 131

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	
				309000.00
			CON TX	1143.30
			PRFEE	1.00
			WDEED	8.00
			TOTAL	1152.30
			CHECK	1152.30

05/22/96 01 09:34 0001 4019

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0183945
IDENTIF. ↑ REFERENCE

96 MAY 22 AM 9:29

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 1041958