BOOK 10149 PG 980

This instrument prepared by:
Robert C. Goodrich, Jr.
FARRIS, WARFIELD & KANADAY
Suite 1900, SunTrust Center
424 Church Street
Nashville, Tennessee 37219

Address New Owner as Follows:	Send Tax Bills To:	Map-Parcel Number:
Kenneth E. Cantrell and Charles T. Cantrell c/o Charles T. Cantrell 1208 Norton Court Brentwood, TN 37207	Charles T. Cantrell 1208 Norton Court Brentood, TN 37027	134-117.00

DEBTOR IN POSSESSION'S DEED

This instrument is made and entered into on this 31st day of July, 1996, by RED ARROW DELIVERY SERVICE COMPANY, INC., as debtor in possession, bankruptcy case number A96-63170-ADK, United States Bankruptcy Court for the Northern District of Georgia, Atlanta Division (hereinafter referred to as "Grantor").

WHEREAS, Red Arrow Delivery Service Company, Inc., a Tennessee corporation, filed a voluntary petition under title 11, chapter 11, of the United States Code in the United States Bankruptcy Court for the Northern District of Georgia (the "Court"), bankruptcy case number A96-63170-ADK, and thereby became a debtor in possession in bankruptcy; and

WHEREAS, at the time of the filing of the bankruptcy, Red Arrow Delivery Service Company, Inc. was the owner in fee simple of the Property (hereinafter defined); and

WHEREAS, at the time of the filing of the bankruptcy the Property was subject to a first priority deed of trust lien in favor of SunTrust Bank, Nashville, N.A. (formerly Third National Bank in Nashville), of record in Book 8773, page 43, Register's Office for Davidson County, Tennessee (herein, the "SunTrust Deed of Trust"); and a second priority deed of trust lien in favor of Kenneth E. Cantrell and Charles T. Cantrell (herein "Grantees") of record in Book 8776, page 61, Register's Office for Davidson County, Tennessee (herein the "Cantrell Deed of Trust"); and

WHEREAS, under a Loan and Collateral Purchase Agreement dated March 27, 1996, and under Order Approving Motion to Transfer Property to a Secured Creditor Pursuant to 11 U.S.C. § 363 and for Authority to Enter Into Mutual Release, entered by the Court on May 28, 1996 (herein, the "Order"), the Grantor was authorized and directed to transfer the Property to the Grantees on the terms herein set forth;

NOW, THEREFORE, GRANTOR, in consideration of these premises and a credit of Two Hundred Fifty Thousand Dollars and no/100 ($250,000.00) against the claim secured by the Cantrell Deed of Trust, does transfer and convey unto Grantees as tenants in common, their heirs, successors and assigns, the following described real estate and improvements located thereon, located in Davidson County, Tennessee, and more particularly described as follows, to wit (herein, the "Property"):

PARCEL III

Being a tract of land lying in Nashville, Davidson County, Tennessee, and being part of the property of CSX Railroad and being bounded on the north, east and south by CSX Railroad and being bounded on the west by Redcliff Investment Corporation and being more particularly described as follows:

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

Beginning at an iron pin in the west right-of-way line of the CSX Railroad at the southeast corner of the Redcliff Property as of record in Deed Book 8112, page 204, and being a common corner of Recliff, H. Steven George and Howard S. George;

Thence with the west right-of-way line of the CSX Railroad and with Redcliff north 49 deg. 38 min. 28 sec. west, 347.14 feet to an iron pin at a common corner with and James A. Freeman;

Thence with a severence line across CSX Railroad the following bearings and distances:

North 40 deg. 21 min. 32 sec. east, 25.00 feet to an iron pin;

South 49 deg. 38 min. 28 sec. east, 347.14 feet to an iron pin;

South 40 deg. 21 min. 32 sec. west, 25.00 feet to the point of beginning.

Containing 8679 square feet (0.199 acres more or less).

The Property is shown on a print of survey dated June 4, 1991, prepared by R. Scot Cherry, R.L.S. No. 1512 Cherry Land Surveying, 700 Craighead Street, Suite 204, Nashville, Tennessee 37204, incorporated herein by reference.

Being the same property conveyed to Red Arrow Delivery Service Co., Inc. by deed from CSX Transportation, Inc., recorded in Book 8420, page 874, Register's Office for Davidson County, Tennessee.

This is improved property.

The street address of the property is 1230 Antioch Pike, Nashville, Tennessee.

Pursuant to the terms of the Order and 11 U.S.C. § 363, GRANTOR transfers and conveys the property to Grantees free and clear of all liens, claims, and encumbrances, except as follows:

(i) matters shown on the plans of record in Book 8250, page 44, and Book 8250, page 71, Register's Office for Davidson County, Tennessee;

(ii) Right of way easement of record in Book 2547, Page 203, Register's Office for Davidson County, Tennessee;

(iii) any rights in favor of N.C. & St. Louis Railway;

(iv) the SunTrust Deed of Trust, of record in Book 8773, page 43, Register's Office for Davidson County, Tennessee; and

(v) outstanding property taxes or liens therefor on the Property.

WITNESS the signature of the GRANTOR on this the day and date first above written.

RED ARROW DELIVERY SERVICE COMPANY, INC., Debtor in Possession

By: Hoyt M. Baggus, Pres.
HOYT M. BAGGUS, JR., President

BOOK 10143 PG 082

STATE OF GEORGIA)
COUNTY OF CARROLL)

Before me, CHARLES M OTKA, a Notary Public of said County and State, personally appeared HOYT M. SAGGUS, JR., with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be president (or other officer authorized to execute the instrument) of RED ARROW DELIVERY SERVICE COMPANY, INC., the within-named bargainor, a corporation, and that he as such president executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as president.

Witness my hand and seal, at Office in COLLEGE PARK, GA. this 1ST day of AUGUST, 1996.

Notary Public

Notary Public, Carroll County, Georgia
My Commission Expires May 14, 2000

My Commission Expires:

AFFIDAVIT

STATE OF TENNESSEE)

COUNTY OF _____)

This property was to be conveyed under the Debtor In Possession Deed of record in Book 10117, page 105, Register's Office for Davidson County, Tennessee. This is part of the conveyance for which the credit of $250,000 was given in said Debtor in Possession Deed.

Hoyt M Jorgan, President
AFFIANT

Sworn to and subscribed before me
this 1st day of August, 1996.

Notary Public

Notary Public, Carroll County, Georgia
My Commission Expires May 14, 2000

My Commission Expires: _____

0212345
IDENTIF. & REFERENCE

96 AUG -7 PM 3:11
REGISTER
DAVIDSON COUNTY, TN.

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