Box 35.
27888 454

BOOK 10162 PG 147

Name and address to which
future tax statements are
to be sent:
D & S Holdings, LLC
1820 Linder Industrial Drive
Nashville, Tennessee 37209

This instrument prepared by:
W. Daniel Hicks, Jr., Esq.
Altman, Kritzer & Levick, P.C.
6400 Powers Ferry Road, Suite 224
Atlanta, Georgia 30339

Map Parcel Number
Map 80, Parcel 61

SPECIAL WARRANTY DEED

This Special Warranty Deed (this "Deed") is made as of the 16th day of August, 1996, by and between LAROCHE INDUSTRIES INC., a Delaware corporation (hereinafter referred to as "Grantor") having an office at Perimeter - 400 Center Two, 1100 Johnson Ferry Road, Atlanta, Georgia 30342, and D & S HOLDINGS, LLC, a Tennessee limited liability company (hereinafter referred to as "Grantee") having an address of 1820 Linder Industrial Drive, Nashville, Tennessee 37209;

WITNESSETH

Grantor, for and in consideration of the sum of Forty-Six Thousand One Hundred and No/100 Dollars ($46,100.00) and other good and valuable consideration in hand paid at and before the sealing and delivery of these presents, the receipt, adequacy and legal sufficiency of which are hereby acknowledged by Grantor, has bargained, sold, transferred and conveyed and does hereby bargain, sell, transfer and convey unto Grantee, its successors and assigns, the real property located in the County of Davidson, State of Tennessee, which is more particularly described on Exhibit "A" attached hereto and by this reference made a part hereof (the "Property").

Without expanding by implication the scope of the limited or special warranty of title set forth hereinbelow, the foregoing Property is conveyed subject to all matters described on Exhibit "B" attached hereto and by this reference made a part hereof (the "Permitted Encumbrances").

TO HAVE AND TO HOLD the Property, together with all appurtenances and hereditaments thereunto appertaining, unto Grantee, its successors and assigns in fee simple forever, subject to the Permitted Encumbrances.

Grantor will specially warrant and defend the title to the Property unto Grantee against the lawful claims of all persons claiming by, through or under Grantor (but not further or otherwise), except for and subject to the Permitted Encumbrances.

Grantee, by its acceptance of this Deed to the Property and by its execution below, agrees with Grantor as follows:

(i) Grantee acknowledges that the Property is sold and accepted by Grantee "AS IS" and "WHERE IS" with all faults, if any, including, without limitation, the environmental conditions thereof,

(ii) Grantee acknowledges that it made, or caused to be made, such inspections of the Property as it desired, and that Grantee's inspections revealed a septic tank on the Property, and that the septic tank and matters related thereto do not constitute a violation of the warranty made below,

(iii) Grantor, subject to the septic tank matter referenced above and the matters contained in an environmental assessment of the Property from Wapora Environmental/Scientist dated August 16, 1989, if any, warrants that, to the best of its knowledge, there are no hazardous substances or toxic wastes on the Property.

This Deed may be executed in multiple counterparts, each of which shall be deemed an original and all of which collectively shall constitute one instrument.

IN WITNESS WHEREOF, Grantor and Grantee have caused the within Deed to be executed and delivered under seal by duly authorized signatories, all as of the day, month and year first above written.

GRANTOR

LAROCHE INDUSTRIES INC., a Delaware corporation

By: R H Watts
Name: Richard H. Watts
Title: Secretary and Vice President

Attest: Will G Osborne
Name: William G. Osborne
Title: Vice President

[CORPORATE SEAL]



GRANTEE:

D & S HOLDINGS, LLC,
a Tennessee limited liability company

By: _____
Name: Glynn Oswalt
Title: Chief Manager

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STATE OF GEORGIA

COUNTY OF FULTON

The actual consideration or value, whichever is greater, for this transfer is $46,100.00.

Affiant: Richard H. Watts

Sworn and subscribed to before me
this 15th day of August, 1996.

Notary Public

My Commission Expires:

[NOTARIAL SEAL]

DENA C. MILNER NOTARY PUBLIC CHEROKEE COUNTY GEORGIA EXPIRES OCT. 19, 1998

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ACKNOWLEDGMENT

STATE OF GEORGIA
COUNTY OF FULTON

Before me, a Notary Public in and for said State and County, duly commissioned and qualified, personally appeared Richard H. Watts and William G. Osborne, with each of whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged themselves to be the Secretary and Vice President and Vice President, respectively, of LAROCHE INDUSTRIES INC., a Delaware corporation, and that they executed the foregoing instrument for the purposes therein contained, by signing the name of the Corporation by themselves as Secretary and Vice President and Vice President, as aforesaid.

WITNESS my hand and seal this 15th day of August, 1996.

Dena C Milner
Notary Public

My Commission Expires:

DENA C. MILNER NOTARY PUBLIC CHEROKEE COUNTY GEORGIA EXPIRES OCT. 18, 1998

[NOTARIAL SEAL]

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ACKNOWLEDGMENT

STATE OF Tennessee
COUNTY OF Davidson

Before me, a Notary Public in and for said State and County, duly commissioned and qualified, personally appeared Glynn Davidge, 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 Chief Manager of D & S HOLDINGS, LLC, a Tennessee limited liability company, and that he executed the foregoing instrument for the purposes therein contained, by signing the name of the Company by himself as Chief Manager.

WITNESS my hand and seal this 16th day of August, 1996.

Kay B. Housch
Notary Public

My Commission Expires:

11/22/97

[NOTARIAL SEAL]

KAY B. HOUSCH NOTARY PUBLIC

02116426
IDENTIFICATION REFERENCE

95 AUG 20 PM 2:35
REGISTER
DAVIDSON COUNTY, TN.

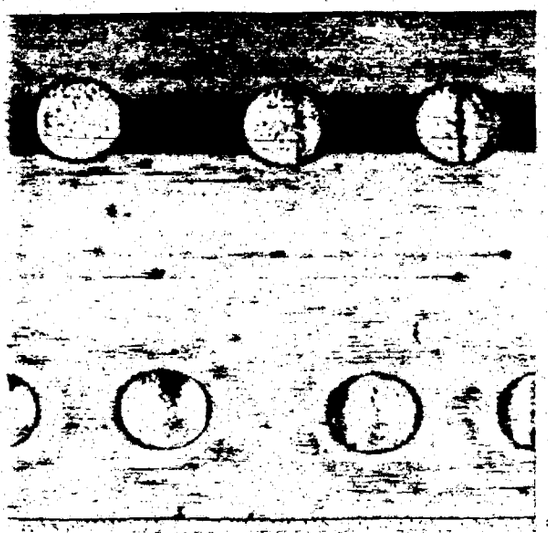
EXHIBIT "A"

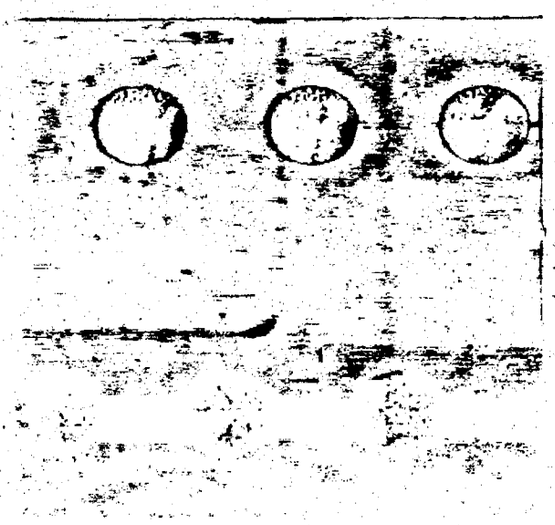
Legal Description

Land in the First Civil District of Nashville, Davidson County, Tennessee, being Lot No. 8 on the Plan of LaRoche Industrial Park of record in Book 7900, Page 128, in the Register's Office for Davidson County, Tennessee, to which reference is hereby made for a more complete description of said Lots.

Being part of the same property conveyed to LaRoche Industries Inc. by deed from United States Steel Corporation of record in Book 6866, Page 493, Register's Office for Davidson County, Tennessee.

9045 08/20 0101 03CHECK 199.57





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

RECEIVED OF _____

FOR _____ RTN/R 10162 PG 154

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 46100.00
				CON TX 170.57
				PRFEE 1.00
				WDEED 28.00
				TOTAL 199.57
				CHECK 199.57
			08/20/96 01	14:37 0001 9045

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0216426
IDENTIF. & REFERENCE

96 AUG 20 PM 2:35

FELIX Z. WILSON, REGISTER
DAVIDSON COUNTY, TN.

No. 1021608