FB12
JCR

FROM: AVCO CORPORATION

BOOK 10184 PG 138

TO: THE AEROSTRUCTURES CORPORATION

Address of New Owner:	Send Tax Bills to:	Map-Parcel No.
The Aerostructures Corporation	Same	Map 120
1431 Vultee Blvd. Nashville, TN 31217		Parcel 35

PREPARED BY: WALLER LANSDEN DORTCH & DAVIS, A Professional Limited Liability Company, 511 Union Street, Suite 2100, Nashville, Tennessee 37219-1760

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $ 10,419,000.

Stephen C Beehan
Affiant

Subscribed and sworn to before me, this the 9th day of September, 1996.

Notary Public

My Comm. Expires: 9-18-99

NOTARY PUBLIC
DAVIDSON COUNTY, TENN.

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION OF the sum of Ten Dollars, cash in hand paid by the hereinafter named GRANTEE, and other good and valuable considerations, the receipt of which is hereby acknowledged, Avco Corporation, hereinafter called the GRANTOR, has bargained and sold, and by these presents does transfer and convey unto The Aerostructures Corporation, a Delaware corporation, hereinafter called the GRANTEE, its successors and assigns, certain tracts or parcels of land in Davidson County, State of Tennessee (collectively the "Property"), described as follows, to wit:

Tract No. I:
Beginning at an iron stake in the intersection of Vultee Boulevard and McGavock Pike; thence south 82°47' east 1716.42 feet to a bolt in the center line of Vultee Boulevard; thence south 3°20' west 1304.34 feet to a nail in a stake at the south edge of the paved area; thence north 86°40' west 663 feet to a nail in a stake in the west edge of paved area; thence south 3°20' west 79 feet to a point; thence south 87°03' west 66.59 feet to a point; thence south 46°7' west 695.71 feet to a stake; thence south 85°16' west 661.94 feet to a point in the center line of McGavock Pike, said point being 61.05 feet south along center line of said pike to the center line of the south track of Vultee Spur, N.C. & St. L.R.R.; thence along center line of said pike north 7°16' east 2108.8 feet to the point of beginning, and containing 68.1 acres, more or less.

Being the same property conveyed to Avco Manufacturing Corporation - Nashville Division, now Avco Corporation by corporate name change, by

deed from the City of Nashville, of record in Book 1877 page 266, Register's Office for Davidson County, Tennessee.

Included in the above described property, but expressly excluded from the above described property is the following described tract of land:

Beginning at intersection of the center line of McGavock Pike with the center line of Vultee Blvd. running thence with the center line of Vultee Blvd. S. 82° - 47' E. 90.0' more or less to the proposed easterly margin of Briley Parkway; thence along said proposed east margin of Briley Parkway S. 8° - 39' - 16" W. 1362' more or less to a point; thence continuing along proposed easterly right-of-way of Briley Parkway S. 7° -45' E. 165' more or less to a point; thence continuing along said line S. 36° - 50' W. 293.5' more or less to the center line of McGavock Pike (existing); thence with center line said McGavock Pike N. 8° - 39' - 16" E. (N. 7° - 16' E. by deed) 1779' more or less to center line of Vultee Blvd., the point of beginning, having an area of approximately 3.54 acres.

Tract No. II:
From the present midpoint of the intersection of Vultee Boulevard and McGavock Pike and continuing along the present center line of Vultee Boulevard S. 82° 37' E. a distance of 1716.4 feet to a point, thence S. 3° 10' W. the distance of 1304.34 feet to a point of beginning. The before described lines are the existing northern and eastern boundaries of the present AVCO property, and this point of beginning is the southeastern corner of the AVCO property.

From this point of beginning, continuing along a line in the direction of S. 3° 10' W., which is the eastern AVCO property line extended for a distance of 329 feet to a point, thence on a line parallel to the present southern boundary of the AVCO property in the direction of N. 86° 50' W. the distance of 958.27 feet approximately to the intersection with the present AVCO property line, then along this line N. 45° 37'E. a distance of 338.81 feet approximately to a point, then along the AVCO property line, N. 87° 13' E. the distance of 66.59 feet to a point, then along the AVCO property line N. 3° 10' E. for a distance of 79 feet to a point, then along AVCO present southern property line S. 86° 50' E. a distance of 663 feet to the point of beginning at the southeastern AVCO property line, containing in all 6.05 acres more or less.

Being the same property conveyed to Avco Corporation, a Delaware corporation, by deed from the City of Nashville, of record in Book 3531 page 91, said Register's Office.

Tract No. III:
A tract of land in the 2nd, formerly the 5th, Civil District of Davidson County, Tennessee, described according to a property map of Avco Corporation, as follows:

Beginning at a concrete monument on the southeast corner of the present AVCO property and extending south 3° 10' west (present property line produced) a distance of 275 feet to a point; thence north 86° 50' west a distance of 168 feet to a point; thence south 3° 10' west (parallel to present property line produced) a distance of 829.91 feet (plus or minus) to a point on the north property line of Tennessee Aircraft Corporation produced; thence along the north property line of Tennessee Aircraft Corporation north 62° 51' west a distance of 1299.95 feet (plus or minus) to a metal U.S.E.D. monument, being the northwest property corner of Tennessee Aircraft Corporation; thence north 68° 58' west a distance of 529.6 feet (plus or minus) to a point in the center of McGavock Pike; thence along the center of

McGavock Pike north 7° 6' east a distance of 60 feet to a point, being the southwest corner of the present AVCO property; thence with the present AVCO property line north 85° 6' east a distance of 661.47 feet to a concrete monument; thence with the present AVCO property line north 45° 57' east a distance of 356.90 feet to a point; thence with the present AVCO property line south 86° 50' east a distance of 958.27 feet to a concrete monument, being the point of beginning and containing 24 acres more or less.

Being the same property conveyed to Avco Corporation, a Delaware corporation, by deed from the Metropolitan Government of Nashville and Davidson County, of record in Book 3834, page 280, Register's Office for Davidson County, Tennessee.

Tract No. IV:
A tract of land in the 2nd, formerly the 5th, District of Davidson County, Tennessee and described as follows:

BEGINNING at the intersection of the Avco Corporation Southern boundary and the centerline of McGavock Pike, and running along said boundary S 68° 14' E for 529.8 feet (plus or minus) to a U.S.E.D. #8; thence with the Westerly boundary of Tennessee Aircraft, Inc., approximately S 27° 19' W for 431.80 feet (plus or minus) to the Northerly boundary of the Gulf Oil Corporation lease tract, the same being N 27° 19' E, 225.0 feet to a U.S.E.D. monument #9; thence running along the Gulf Oil Northerly boundary N 63° 28' W (approximately) for 387.5 feet (plus or minus) to the centerline of McGavock Pike; thence with the centerline of McGavock Pike N 7° 16' E for approximately 408.0 feet (plus or minus) to the point of beginning and containing 4.32 acres (plus or minus).

Being the same property conveyed to Avco Corporation, a Delaware corporation, by deed from the Metropolitan Government of Nashville and Davidson County, Tennessee, of record in Book 4290, page 794, said Register's Office.

This is improved property located at 1423 Vultee Boulevard, Nashville, Tennessee.

The Property is conveyed subject to the following matters (the "Permitted Encumbrances"):

1. 1996 Metropolitan Government taxes.

2. Right of the City of Nashville to construct limited access highway fencing along a portion of Briley Parkway, as set forth in deed of record in Book 3531, page 94, said Register's Office.

3. Sanitary sewers and/or storm drainage easement of record in Book 3703, page 176, said Register's Office.

4. Conveyance of sewer lines to Metropolitan Government of Nashville and Davidson County by quitclaim deed, of record in Book 4007, page 563, said Register's Office.

5. Easement for sub-station site, permanent slope easement and ingress and egress easement conveyed to the Electric Power Board, of record in Book 6157, page 716, said Register's Office.

6. Overhead line easement to Electric Power Board, of record in Book 7850, page 527, said Register's Office.

7. Memorandum of Lease by and between Textron Aerostructures, a Division of Avco Corporation and Contel Cellular of Nashville, Inc., of record in Book 9539, page 267, said Register's Office, as amended by Amended Memorandum of Lease, of record in Book 9630, page 951, said Register's Office.

8. Easement Agreement granted to Contel Cellular of Nashville, Inc., of record in Book 9539, page 271, said Register's Office.

TO HAVE AND TO HOLD the said real property together with all appurtenances and hereditaments thereunto belonging or in any wise appertaining to GRANTEE, its successors and assigns, forever.

GRANTOR further covenants and binds itself, its representatives, successors and assigns to warrant specially and forever defend the title to said real estate to GRANTEE, its successors and assigns, against the lawful claims of all persons claiming through and under GRANTOR (other than claims arising out of the matters set forth above), but not further or otherwise. Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

IN WITNESS WHEREOF, GRANTOR has caused this Special Warranty Deed to be executed on the 5th day of September, 1996.

AVCO CORPORATION

BY: G E Hudson WRK

TITLE: VICE PRESIDENT, TAXES

STATE OF Rhode Island)
COUNTY OF Providence)

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared G. E. Hudson, with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged himself to be VP-Taxes of Avco Corporation, the within-named bargainor, a corporation, and that he, as such VP-Taxes, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as such VP-Taxes.

Witness my hand and seal, at office in Providence, Rhode Island, this the 5th day of September, 1996.

NOTARY PUBLIC

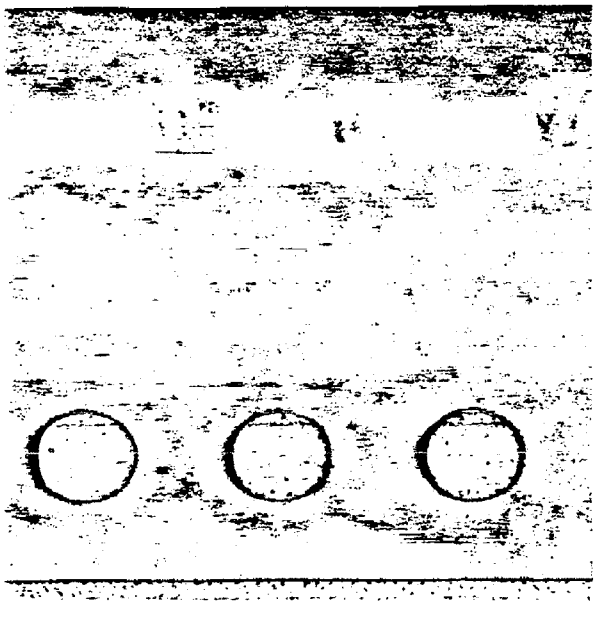
My Commission Expires: 10 July 1997

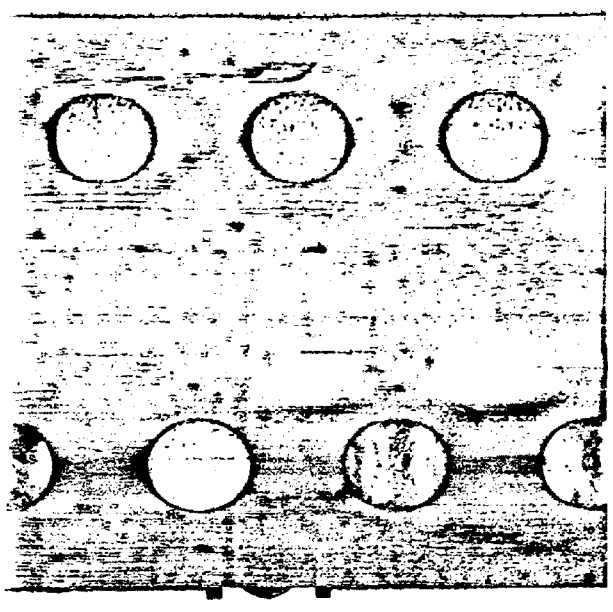
02222928
IDENTIFICATION REFERENCE

96 SEP -9 PM 4:14
FELIX A. ... REGISTER
DAVIDSON COUNTY, TN.

6008 09/09 0101 03CHECK 38567.30

101709B5
17094504





OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 10184 PG 142

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	10,449,000.00		
	CON TX		38550.30	
	PRFEE		1.00	
	WDEED		16.00	
	TOTAL		38567.30	
	CHECK		38567.30	
09/09/96	01	16:15 0001	6008	

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0222928
IDENTIF. & REFERENCE

96 SEP -9 PM 4:14

FELIX Z. WILSON, II REGISTER
DAVIDSON COUNTY, TN.

No. 1028489