FILE BOX 57

NAME AND ADDRESS TO WHICH FUTURE TAX BILLS ARE TO BE SENT:

NWI Warehouse Group, LLC
1410 Donelson Pike, Suite A-5
Nashville, Tennessee 37217

MAP PARCEL NOS.:

134 20	53FA53K 12
134 265	53FA53K 1201
134 269	53FA53K 1202
134 271	53KC3
134 277	53KC407
134 284	53KC0412
134 285	118-7222
134 286	
134 287	

THIS INSTRUMENT WAS PREPARED BY AND SHOULD BE RETURNED TO:

BOOK 10252 PG 340

Thomas C. Scott, Esq.
Tune Entrekin & White
315 Deaderick Street
21st Floor
Nashville, Tennessee 37238

FELIX Z. [illegible] REGISTER
DAVIDSON COUNTY, TN.
96 NOV -6 PM 3:57

IDENTIF. & REFERENCE
02443 11

QUITCLAIM DEED FOR CONTRIBUTION

THIS INDENTURE, made this 1st day of November, 1996, by and between NWI WAREHOUSE GROUP, L.P., a Tennessee limited partnership (hereinafter referred to as "Grantor"), and NWI WAREHOUSE GROUP, LLC, a Delaware limited liability company (hereinafter referred to as "Grantee") (the words "Grantor" and "Grantee" to include their respective heirs, successors, legal representatives and assigns where the context requires or permits).

W I T N E S S E T H, That:

WHEREAS, Grantor has caused Grantee to be formed as a Delaware limited liability company, with Grantor as its sole member; and

WHEREAS, Grantor desires to contribute the property herein described to the capital of Grantee.

NOW THEREFORE, Grantor, for and in consideration of the sum of TEN AND NO/100 DOLLARS ($10.00) in hand paid at and before the sealing and delivery of these presents, the receipt and sufficiency whereof is hereby acknowledged by these presents, does hereby remise, convey, and forever quitclaim unto the said Grantee all of Grantor's right, title and interest in and to those tracts or parcels of land described on Exhibit A, attached hereto and incorporated herein by this reference, together with all rights, members, structures, easements, alleys, ways, appurtenances, improvements, chattels, timber, shrubbery, trees, plants, fixtures, privileges, tenements or hereditaments incident or appurtenant thereto.

BOOK 10252 PG 341

IN WITNESS WHEREOF, Grantor has executed this instrument under seal as of the day and year first above written.

GRANTOR:

NWI WAREHOUSE GROUP, L.P.,
a Tennessee limited partnership

By: NWI X, L.P.,
a Tennessee limited partnership
its Sole General Partner

By: _____ (SEAL)
John W. Nelley, Jr.
General Partner

By: _____ (SEAL)
Albert W. Buckley, Jr.
General Partner

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, Kristine L. Boyle, a Notary Public of said County and State, personally appeared John W. Nelley, 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 the general partner of NWI X, L.P., a Tennessee limited partnership (the "General Partner"), which is the General Partner of NWI WAREHOUSE GROUP, L.P., the within named grantor, a limited partnership (the "Grantor"), and that he as such general partner of the General Partner executed the foregoing instrument for the purposes therein contained, by signing the name of the Grantor by himself as general partner of the General Partner.

Witness my hand and seal, at the office in Nashville, this 1 day of November, 1996.

Kristine L. Boyle
Notary Public

My Commission Expires:

My Commission Expires MAY 23, 1998

BOOK 10252 PG 343

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, Kristine L. Boyle, a Notary Public of said County and State, personally appeared Albert W. Buckley, 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 the general partner of NWI X, L.P., a Tennessee limited partnership (the "General Partner"), which is the General Partner of NWI WAREHOUSE GROUP, L.P., the within named grantor, a limited partnership (the "Grantor"), and that he as such general partner of the General Partner executed the foregoing instrument for the purposes therein contained, by signing the name of the Grantor by himself as general partner of the General Partner.

Witness my hand and seal, at the office in Nashville, this 1 day of November, 1996.

Kristine L. Boyle
Notary Public

My Commission Expires:

My Commission Expires MAY 23, 1998

NOTARY PUBLIC

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

BOOK 10252 PG 344

The actual consideration for this transfer is zero (0).

Affiant

Subscribed and sworn to before me, this 1 day of November, 1996.

Notary Public

My Commission Expires: My Commission Expires MAY 23, 1998

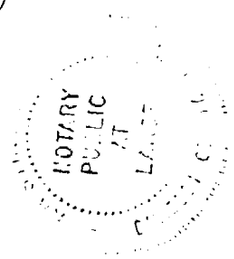


EXHIBIT A TO QUITCLAIM DEED

AIRPARK I
(Tract 1)

BOOK 10252PG345

Land in Davidson County, Tennessee, being Lot 1 of Airpark West Properties, Section One of record in Book 6250, page 351, Register's Office for Davidson County, Tennessee, to which reference is hereby made for a more complete and accurate legal description.

Being the same property conveyed to NWI Airpark, L.P. by quitclaim deed from Pine Tree Corporation of record in Book 9078, page 262. The name of NWI Airpark, L.P. has been changed to NWI Warehouse Group, L.P. as evidenced by instrument of record in Book 9544, page 859.

AIRPARK II
(Tract II)

Land in Davidson County, Tennessee, being Lot 2, First Revision, Addition to Airpark West Properties of record in Book 6900, page 353, Register's Office for Davidson County, Tennessee, to which reference is hereby made for a more complete and accurate legal description.

Being the same property conveyed to NWI Airpark, L.P. by quitclaim deed from NWI VI, L.P. of record in Book 9079, page 870. NWI Airpark, L.P. is now known as NWI Warehouse Group, L.P., as evidenced by instrument of record in Book 9544, page 859.

AIRPARK III
(Tract III)

Land in Davidson County, Tennessee, being Lot 3 on the Plan of First Revision Second Addition to Airpark West Properties of record in Book 6900, page 354, Register's Office for Davidson County, Tennessee, to which reference is hereby made for a more complete and accurate legal description.

Being the same property conveyed to NWI Airpark, L.P. by quitclaim deed from NWI VII, L.P. of record in Book 9079, page 860. NWI Airpark, L.P. is now known as NWI Warehouse Group, L.P., as evidenced by instrument of record in Book 9544, page 859.

AIRPARK IV
(TRACT IV)

Land in Davidson County, Tennessee, being Lot 5 of Airpark Center of record in Book 7900, page 80, Register's Office for Davidson County, Tennessee, to which reference is hereby made for

a more complete and accurate legal description.

Being the same property conveyed to NWI Airpark, L.P. by quitclaim deed from NWI XIV, L.P. of record in Book 9079, page 862. NWI Airpark, L.P. is now known as NWI Warehouse Group, L.P., as evidenced by instrument of record in Book 9544, page 859.

Together with Non-Exclusive Easements as defined in The Declaration of Reciprocal Easements of record in Book 8659, page 874.

AIRPARK V
(TRACT V)

Land in Davidson County, Tennessee, being Lot 4 of Airpark Center of record in Book 7900, page 80, Register's Office for Davidson County, Tennessee, to which reference is hereby made for a more complete and accurate legal description .

Being the same property conveyed to NWI Airpark, L.P. by quitclaim deed from NWI XI, L.P. of record in Book 9079, page 864. NWI Airpark, L.P. is now known as NWI Warehouse Group, L.P., as evidenced by instrument of record in Book 9544, page 859.

Together with Non-Exclusive Easements as defined in The Declaration of Reciprocal Easements of record Book 8659, page 874.

AIRPARK VI
(TRACT VI)

Land in Davidson County, Tennessee, being Lot 3 of Airpark Center of record in Book 7900, page 80, Register's Office for Davidson County, Tennessee, to which reference is hereby made for a more complete and accurate legal description .

Being the same property conveyed to NWI Airpark, L.P. by quitclaim deed from NWI XVI, L.P. of record in Book 9079, page 866. NWI Airpark, L.P. is now known as NWI Warehouse Group, L.P., as evidenced by instrument of record in Book 9544, page 859.

Together with Non-Exclusive Easements as defined in The Declaration of Reciprocal Easements of record Book 8659, page 874.

AIRPARK VII
(TRACT VII)

BOOK 10252 PG 347

Land in Davidson County, Tennessee, being Lot 2 of Airpark Center of record in Book 7900, page 80, Register's Office for Davidson County, Tennessee, to which reference is hereby made for more complete and accurate legal description.

Being the same property conveyed to NWI Airpark, L.P. by quitclaim deed from NWI XIX, L.P. of record in Book 9079, page 868. NWI Airpark, L.P. is now known as NWI Warehouse Group, L.P., as evidenced by instrument of record in Book 9544, page 859.

Together with Non-Exclusive Easements as defined in The Declaration of Reciprocal Easements of record in Book 8659, page 874.

AIRPARK VIII & IX
(TRACT VIII)

Land in Davidson County, Tennessee, being Lot No. 1 on the Plan of Airpark Center of record in Book 7900, page 80, Register's Office for Davidson County, Tennessee, to which reference is hereby made for a more complete and accurate legal description.

Being the same property conveyed to NWI Airpark, L.P. by deed from NWI X, L.P. of record in Book 9079, page 837, Register's Office for Davidson County, Tennessee. NWI Airpark, L.P. has changed its name to NWI Warehouse Group, L.P. by instrument of record in Book 9544, page 859, said Register's Office.

AIRPARK XI, XII & XIII
(TRACT X)

Being a parcel of land located in the First Civil District of Nashville, Davidson County, Tennessee, and being located in the northeast quadrant of the intersection of Harding Place and Donelson Pike and being more particularly described as follows:

Beginning at a concrete monument in the North R.O.W. of Ezell Pike. Said monument being the south corner of Lot 28, as shown on the plat of Bowood Heights, of record in Plat Book 2331, page 47, R.O. D.C., and proceeding as follows:

Thence, leaving said Bowood Heights and with said margin of Ezell Pike and with a curve to the right, having a central angle of 06-16-51, a radius of 1880.00', an arc length of 206.09'. A chord of S47°06'37"W, 205.99' to a point. Said point being in the north margin of Harding Place;

Thence, leaving said margin of Ezell Pike and with said margin of Harding Place, N80°20'00"W, 334.53' to an iron pin, said pin being the southeast corner of Lot 4 of Airpark West Properties, of record in Plat Book 6200, page 915, R.O.D.C.;

Thence, leaving said margin on Harding Place and with said Lot 4, N09°40'00"E, 215.00' to an iron pin;

Thence, continuing with said Lot 4, N80°20'00"W, 192.25' to an iron pin in the east margin of Donelson Pike;

Thence, with said margin, N22°13'12"E 465.25' to a point;

Thence, continuing with said margin and with a curve to the left, having a central angle of 16-55-24, a radius of 1067.04', an arc length of 315.17', a chord of N13°45'30"E, 314.02' to a point;

Thence, continuing with said margin, N05°17'48'E, 785.16' to a point;

Thence, continuing with said margin and with curve to the right, having a central angle of 05-50-58, a radius of 1950.00' an arc length of 199.08', and a chord of N08°13' 17"E, 198.99' to an iron pin in the South R.O.W. of Old Ezell Road;

Thence, leaving said margin of Donelson Pike and with said margin of Old Ezell Road, S84°15'37"E 9.00' to a point. Said point being the northwest corner of the property conveyed to Ezell House Partnership, of record in Book 9171, Page 275, R.O.D.C.;

Thence, leaving said margin of Old Ezell Road and with said Ezell House Partnership, S01°31'40"W, 200.70' to a concrete monument;

Thence, continuing with said Ezell House Partnership, S82°13'39"E, 149.85' to a concrete monument, said monument, said monument being the southwest corner of the property conveyed to Elvis L. Wallace, of record in Book 7253, page 477, R.O.D.C.;

Thence, with said Wallace, S82°10'00"E, 281.42' to an iron pin;

Thence, continuing with said Wallace, N12°07'03"E, 226.00' to an iron pin in the south margin of Old Ezell Road;

Thence, leaving said Wallace and with said margin of Old Ezell Road, S80°10'12"E, 48.63' to an iron pin; said pin being the northwest corner of property conveyed to Raymond L. Caldwell of record in Book 5427, page 191, R.O.D.C., to an iron pin;

Thence, leaving said margin of Old Ezell Road and with said Caldwell S11°47'50W, 227.12' to an iron pin;

Thence, continuing with said Caldwell, S05°21'39"W, 104.80' to an iron pin, said pin being in the west line of the property conveyed to G&G Associates, of record in Book 9056, page 229, R.O.D.C.;

Thence, leaving said Caldwell and with said G&G Associates, S06°27'12"W, 351.15' to an iron pin, said pin being the northwest corner of Lot 21 of Bowood Heights, of record in Plat Book 2331, page 47, R.O.D.C.;

Thence, leaving said G&G Associates and with said Bowood Heights, S08°42'44"W, 379.64 to an iron pipe;

Thence, continuing with said Bowood Heights, S06°38'46"W, 781.61' to the beginning, containing 926,218 square feet or 21.26 acres, more or less.

Being a portion of the same property conveyed to Airpark West Properties by deeds of record in Book 6207, page 306 and Book 6204, page 109, Register's Office for Davidson County, Tennessee, and being the same property conveyed to NWI Warehouse Group, L.P., by instrument of record in Book 9610, page 911, said Register's Office.

BRENTWOOD I
(TRACT XIII)

Land in Williamson County, Tennessee, being Lot No. 25B on the Plan of Section One, Crossroads South Business Park, as of record in Plat Book 10, page 46, Register's Office for said County, to which plan reference is made for a more complete description.

Being the same property conveyed to NWI Warehouse Group, L.P., a Tennessee limited partnership, by deed from NWI VIII, L.P., (formerly NWI VIII, Ltd.), a Tennessee limited partnership of record in Book 1199, page 844, Register's Office for Williamson County, Tennessee.

BRENTWOOD II
(TRACT XIV)

Land in Williamson County, Tennessee, being Lot No. 25A on the Plan of Section One, Crossroads South Business Park, as of record in Plat Book 10, page 46, Register's Office for said County, to which plan reference is made for a more complete description.

Being the same property conveyed to NWI Warehouse Group, L.P., a Tennessee limited partnership, by deed from NWI IX, L.P. (formerly NWI IX, Ltd.), a Tennessee limited partnership of record in Book 1199, page 846, Register's Office for Williamson County, Tennessee.

BRENTWOOD III
(TRACT XV)

Land in Williamson County, Tennessee, being Lot Nos. 38, 39 and 24A on the Plan of Section Two, Revision Eight Crosswoods, South Business Park, as of record in Plat Book 12, Page 8, Register's Office for said County, to which plans reference is made for a more complete description.

Being the same property conveyed to NWI Warehouse Group, L.P., a Tennessee limited partnership, by deed from NWI XVII, Ltd., a Tennessee limited partnership of record in Book 1199, page 840, said Register's Office.

BRENTWOOD IV
(TRACT XVI)

Land in Williamson County, Tennessee, being Lot No. 61 on the Plan of Section Three Revision Four Crossroads South Business Park, as a record in Plat Book 12, page 148, Register's Office for said County, to which plan reference is made for a more complete description.

Being the same property conveyed to NWI Warehouse Group, L.P. by deed from NWI XVIII, L.P. of record in Book 1199, page 838, Register's Office for Williamson County, Tennessee.

BRENTWOOD V
(Tract XVII)

Land lying in the 8th Civil District of Williamson County, Tennessee, and being Lot 60B on the plan of Crossroads South Business Park, Section Three, Revision Seven, as of record in Plat Book 14, Page 52, Register's Office for Williamson County, Tennessee.

Being the same property conveyed to NWI Warehouse Group, L.P. by deed from NWI XXIII, L.P. of record in Book 1199, Page 842, Register's Office for Williamson County, Tennessee.

BRENTWOOD VI
(Tract XVIII)

Land lying in the 8th Civil District of Williamson County, Tennessee, and being Lot 60A on the plan of Crossroads South Business Park, Section Three, Revision Seven, as of record in Plat Book 14, Page 52, Register's Office for Williamson County, Tennessee.

Being the same property conveyed to NWI Warehouse Group, L.P. by deed from NWI XXII, L.P. of record in Book 1199, Page 836, Register's Office for Williamson County, Tennessee.

440-1
(TRACT XI)

Lot No. 4 as shown on the Plat of Four Forty Center of record in Book 7900, page 775, Register's Office for Davidson County, Tennessee.

Being the same property conveyed to NWI Warehouse Group, L.P. by deed of record in Book 9445, page 169, aforesaid records.

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