CORPORATE FORM

BOOK 11262 PG 630

LIMITED WARRANTY DEED

THIS INDENTURE, made and entered into as of the 31st day of August, 1996, by and between

National Service Industries, Inc.,

a corporation organized and existing under and by virtue of the laws of the State of Delaware ("Grantor"), and

National Service Industries, Inc.,

a corporation organized and existing under the laws of the State of Georgia ("Grantee"),

WITNESSETH: That for and in consideration of TEN AND NO/100 DOLLARS ($10.00), cash in hand paid, and other good and valuable considerations, the receipt and sufficiency of which is hereby acknowledged, the said Grantor has bargained and sold and does hereby bargain, sell, convey and confirm unto the said Grantee the real estate situated and being in the City of Nashville, County of Davidson, State of Tennessee being more particularly described on **Exhibit "A"** attached hereto and made a part hereof.

TO HAVE AND TO HOLD the aforesaid real estate together with all the appurtenances and hereditaments thereunto belonging or in anywise appertaining unto the said Grantee, its heirs or successors and assigns, in fee simple forever.

The said Grantor does hereby covenant with the said Grantee that it will specially warrant and forever defend title to and quiet possession of the aforesaid real estate against the lawful claims of all persons claiming by, through or under said Grantor, but not otherwise, subject, however, to the permitted title exceptions identified on **Exhibit "B"** attached hereto and made a part hereof.

IN WITNESS WHEREOF, the said Grantor has caused this instrument to be executed by and through its duly authorized officers the day and year first above written.

NATIONAL SERVICE INDUSTRIES, INC.,
a Delaware Corporation

ATTEST:

Carol Ellis Morgan, Assistant Secretary

By: .....
David Levy,
Executive Vice President,
Administration and Counsel

WITNESS:

Lila Newberry Bradley

BOOK 10262 PG 631

STATE OF GEORGIA, COUNTY OF FULTON

Before me, the undersigned, a Notary Public of the State and County aforesaid, personally appeared David Levy, with whom I am personally acquainted and who, upon oath, acknowledged himself to be the Executive Vice President, Administration and Counsel of National Service Industries, Inc., the within named bargainor, a Delaware corporation, and he executed the foregoing instrument for the purposes therein contained.

WITNESS my hand and Official Seal as of this 31st day of August, 1996.

Carol Sowell, Notary Public

NOTARY PUBLIC GEORGIA DEKALB

My Commission expires: NOTARY PUBLIC, STATE OF GEORGIA DEKALB COUNTY MY COMMISSION EXPIRES JAN. 4, 1997

(FOR RECORDING DATA ONLY)

Property address: Centennial Boulevard

Mail tax bills to:

Margaret Shelfer
Assistant Vice President, Taxes
National Service Industries, Inc.
1420 Peachtree Street, N.E.
Atlanta, Georgia 30309-3002

This instrument prepared by:

Al B. Hill, Senior Assistant Counsel
National Service Industries, Inc.
1420 Peachtree Street, N.E.
Atlanta, Georgia 30309-3002

State tax	$	~~3.70~~ 185.00
Register's fee		1.00
Recording fee		28.00
Total	$	32.70 214.00

Tax Map/Parcel # 079-00-0 028.0

Return to:

Beth Barnhart
National Service Industries, Inc.
1420 Peachtree Street, N.E.
Atlanta, Georgia 30309-3002

I, or we, hereby swear or affirm that, to the best of affiant's knowledge, information, and belief, the actual consideration for this transfer or value of the property transferred, whichever is greater, is $50,000, which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

David Levy AFFIANT

Subscribed and sworn to before me this 31st day of August, 1996

Notary Public

NOTARY PUBLIC, STATE OF GEORGIA DEKALB COUNTY MY COMMISSION EXPIRES JAN. 4, 1997 CAROL NOTARY GEORGIA PUBLIC DEKALB

EXHIBIT "A"

BOOK 10262 PG 632

Beginning at a point, the southeast corner of this tract, on the west right of way of proposed Annex Avenue Extension at approximately station 37 + 21.58 of said avenue, thence leaving said proposed right of way S. 75 degrees 07'W. 500.0' to a point, the southwest corner of this tract; thence N. 14 degrees 53'W. 450.0' to a point; the northwest corner of this tract; thence N. 75 degrees 07'E. 500.0' to a point on the west right of way of said Centennial Boulevard, the northeast corner of this tract; thence with said right of way of said Boulevard S. 14 degrees 53'E. 450.0' to the point of beginning, containing 5.16 acres, more or less, as surveyed by the Engineering Section, Property Management Division, Department of Finance and Administration of the State of Tennessee, on Survey No. L-477, dated May 9, 1972.

Being that property conveyed by L.B. Jackson *et ux* and R.H. Edney *et ux* to National Service Properties, Inc. by deed of record in Book 5611, Page 537, Register's Office for Davidson County, Tennessee.

02 47654
IDENTIF. ↑ REFERENCE

96 NOV 19 AM 9:32

FELIX Z. WILDONE REGISTER
DAVIDSON COUNTY, TN.

MAIL ENV.

EXHIBIT "B"

General Exceptions:

(1) Rights or claims of parties in possession not shown by the public records.
(2) Encroachments, overlaps, boundary line disputes, and any matters which would be disclosed by an accurate survey and inspection of the premises.
(3) Easements, or claims of easements, not shown by the public records.
(4) Any lien, or right to a lien, for services, labor, or material heretofore or hereafter furnished, imposed by law and not shown by the public records.
(5) Taxes or special assessments which are not shown as existing liens by the public records.
(6) Rights of dower, homestead or other marital rights of the spouse, if any, of any individual insured.

Special Exceptions:

1. Taxes ror 1976, a lien, but not yet due and payable.

2. Easement for the construction and maintenance of a pipe line easement was granted Colonial Pipeline Company by an instrument of record in Book 3705, page 149, Register's Office for Davidson County, Tennessee.

3. An easement of 20-feet in width for a sanitary sewer along the westerly line of premises, as depicted on the survey by Property Management Division, State of Tennessee, dated May 9, 1972.

State of Delaware

Office of the Secretary of State

BOOK 10262 PG 634

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"NATIONAL SERVICE PROPERTIES, INC.", A TENNESSEE CORPORATION,

WITH AND INTO "NATIONAL SERVICE INDUSTRIES, INC." UNDER THE NAME OF "NATIONAL SERVICE INDUSTRIES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SEVENTH DAY OF AUGUST, A.D. 1990, AT 10 O'CLOCK A.M.

Edward J. Freel, Secretary of State

0241713 8100M

950301979

AUTHENTICATION: 7760788

DATE: 12-20-95

BOOK 10262 PG 635

8-27-90

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

NATIONAL SERVICE PROPERTIES, INC.
(A Tennessee Corporation)

INTO

NATIONAL SERVICE INDUSTRIES, INC.
(A Delaware Corporation)

PURSUANT TO SECTION 253 OF
THE DELAWARE GENERAL CORPORATION LAW

National Service Industries, Inc. (the "Corporation"), a corporation organized and existing under the laws of the State of Delaware, does hereby certify:

FIRST: That it was incorporated and duly organized pursuant to the provisions of the General Corporation Law of the State of Delaware.

SECOND: That it owns all of the outstanding shares of the capital stock of National Service Properties, Inc. ("NSP"), a corporation incorporated and duly organized pursuant to the provisions of the Tennessee Business Corporation Act.

THIRD: That, by resolutions duly adopted by its Board of Directors on June 20, 1990, the Corporation approved the merger of NSP with and into the Corporation pursuant to Section 253 of the General Corporation Law of the State of Delaware, effective as of August 31, 1990, which shall be the effective date of this Certificate of Ownership and Merger, and that said resolutions read as follows:

RESOLVED, that the Corporation merge National Service Properties, Inc. ("NSP") with and into the Corporation, by which action the separate corporate existence of NSP shall cease, and the Corporation shall succeed to the ownership of all of the assets and assume all of the obligations of NSP; and

FURTHER RESOLVED, that said merger shall become effective August 31, 1990, upon the filing of a Certificate of Ownership and Merger with the Secretary of State of the State of Delaware to effect said merger on said date; and

FURTHER RESOLVED, that the Chairman of the Board and the President of the Corporation be and each is hereby authorized to execute and deliver said Certificate of Ownership and Merger and such other documents and to take such actions as either of them deems necessary or appropriate to effect said merger.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Ownership and Merger to be signed by its President and attested by its Secretary as of the 23 day of August, 1990.

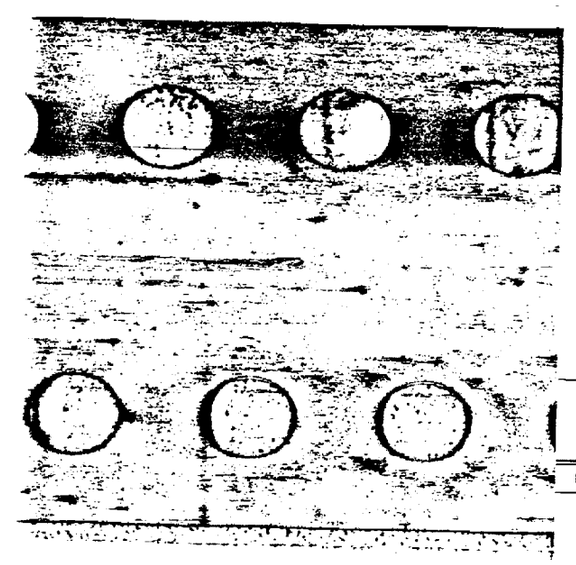
ATTEST:

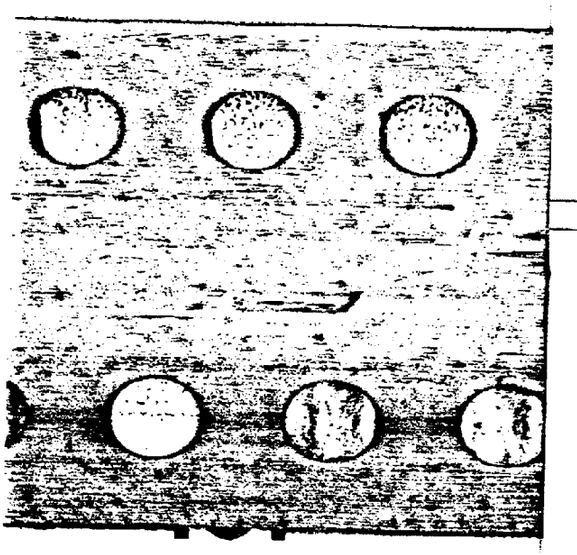
Secretary

NATIONAL SERVICE INDUSTRIES, INC.

By: Sidney Kirschner
Sidney Kirschner, President

6617 11/19 0101 03CHECK 214.00





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

RECEIVED OF _____

FOR _____

BOOK 10262 PG 637

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 50000.00
CON TX 185.00
PRFEE 1.00
WDEED 28.00
TOTAL 214.00
CHECK 214.00

11/19/96 01 09:32 0001 6617

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0247654
IDENTIF. ↑ REFERENCE

96 NOV 19 AM 9:32
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 1089336