This instrument prepared by
or under the direction of:

William C. Basney, Esq.
Senior Counsel
CSX Transportation, Inc.
500 Water Street
Jacksonville, Florida 32202

1997-00320/BSD

BOOK 10709 PG 707

Send Tax Bills To:
Sadler Bros. Trucking & Leasing Co., Inc
436 Enos Reed Drive
Nashville, Tn 37210

THIS QUITCLAIM DEED, made this 10th day of November, 1997, between CSX TRANSPORTATION, INC., a Virginia corporation, whose mailing address is 500 Water Street, Jacksonville, Florida 32202, hereinafter called "Grantor", and SADLER BROS. TRUCKING & LEASING CO., INC., whose mailing address is 436 Enos Reed Drive, Nashville, TN 37210, hereinafter called "Grantee", and UNITED STATES TRUST COMPANY OF NEW YORK, Trustee as hereinafter provided, WITNESSETH:

(Wherever used herein, the terms "Grantor" and "Grantee" may be construed in the singular or plural as the context may require or admit, and for purposes of exceptions, reservations and/or covenants, shall include the heirs, legal representatives and assigns of individuals or the successors and assigns of corporations.)

THAT Grantor, for and in consideration of the sum of EIGHTY TWO THOUSAND FIVE HUNDRED ONE AND NO/100 DOLLARS ($82,501.00), to it in hand paid by Grantee, the receipt of which is hereby acknowledged, does hereby RELEASE, REMISE and forever QUITCLAIM unto Grantee, its successors and assigns, all right, title and interest of Grantor, if any, in and to that certain tract or parcel of land situate, lying and being at Nashville, County of Davidson, State of Tennessee, and having a Tax Parcel Identification Number of 106-5, hereinafter designated "the Premises," more particularly described in Exhibit A, attached hereto and incorporated herein, and containing 82,501 square feet, more or less.

TO HAVE AND TO HOLD the Premises, and all the estate, right, title, lien, interest and claim whatsoever of Grantor therein, either in law or equity, and all improvements thereon and appurtenances thereto, unto the proper use, benefit and enjoyment of Grantee, Grantee's heirs and assigns or successors and assigns, forever.

Grantor, by its undersigned officer, hereby certifies that the full value of all land or property conveyed hereby, or the actual consideration for the release of all property rights quitclaimed hereby, is $82,501.00, including any property exchanged and any financing.

BOOK 1079 PG 708

AND THIS DEED FURTHER WITNESSETH that United States Trust Company of New York, Trustee under the former Louisville and Nashville Railroad Company's First and Refunding Mortgage dated August 1, 1921, as supplemented, has executed this deed for the sole purpose of releasing and does hereby release all estate, right, title, lien and interest of the Trustee under said Mortgage, in and to the property herein conveyed, or in and to the estate, right, title and interest herein quitclaimed, pursuant to the provisions of Section 1 of Article Ten of said Mortgage. This release is subject to any and all the same rights, reservations, exceptions, limitations and agreements herein specified on behalf of the Grantor, and is without covenant or warranty, express or implied, and without recourse against said Trustee in any event, and recitals of fact herein are to be taken only as recitals of Grantor and not of Trustee.

IN WITNESS WHEREOF, CSX TRANSPORTATION, INC. and UNITED STATES TRUST COMPANY OF NEW YORK (as the aforesaid Trustee), pursuant to due corporate authority, have caused their names to be signed hereto by their officers hereunto duly authorized and their corporate seals, duly attested, to be hereunto affixed.

Signed, sealed and delivered
in the presence of:

Bonnie S. Deckard
Bonnie S. Deckard

Mary L Huston
Mary L. Huston

CSX TRANSPORTATION, INC.:

By: John L Coleman
Print Name: John L. Coleman
Print Title: Assistant Vice President

Attest: Joyce A Dolan (SEAL)
Asst Secretary
Print Title: Joyce A. Dolan

Signed, sealed and delivered
in the presence of:

Sirojni I. Dindial
SIROJNI DINDIAL

M Ciesmelewski
MARGARET CIESMELEWSKI

UNITED STATES TRUST COMPANY OF
NEW YORK, as Corporate Trustee
as aforesaid:

By: JAMES E. LOGAN
VICE PRESIDENT

Attest: Patricia Sterner (SEAL)
~~Secretary~~
PATRICIA STERMER
ASSISTANT VICE PRESIDENT

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STATE OF FLORIDA)
) SS.
COUNTY OF DUVAL)

BOOK 10709 PG 709

I, **Karen P. Carter**, a Notary Public of the State of Florida and the County of Duval, do certify that, on the date below, before me in said County came John L. Coleman (✓) to me known, and/or ( ) proven by satisfactory current evidence to be the person whose name is subscribed to the above instrument, who, being by me first duly sworn, did make oath, acknowledge and say that: he resides in Jacksonville, Duval County, Florida; he is Assistant Vice President, of CSX Transportation, Inc., the corporation described in and which executed said instrument; he is fully informed of the contents of the instrument; he knows the seal of said corporation; the seal affixed to said instrument is such seal; it was so affixed by authority of the Board of Directors of said corporation; he signed his name thereto for said corporation pursuant to Board authority; and instrument is the free act and deed of said corporation; and the conveyance herein is not part of a transaction, sale, lease, exchange or other transfer or conveyance of all or substantially all of the property and/or assets of the Grantor.

IN WITNESS WHEREOF, I hereunto set my hand and official seal, this 4th day of December, 1997.

My commission expires on:

KAREN P. CARTER
Notary Public - State of Florida
My Commission Expires Sep 20, 1999
Commission # CC496872

Karen P. Carter (SEAL)
Notary Public
Print Name: **Karen P. Carter**

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EXHIBIT A

BOOK 10709 PG 716

Description of property at: Nashville, County of Tennessee, Tennessee
To: Sadler Bros. Trucking and Leasing Company, Inc.
CSXT Deed File No.: 1997-00320/BSD/jls

All that certain land situated in the City of Nashville, Davidson County, Tennessee, more fully described as follows:

Beginning at an iron rod situated in the westerly margin of Polk Avenue, said point also being the southeast corner of the B&G Auto & Truck Repair, Inc. property of record in Book 4773, Page 312, R. O. D. C., TN;

Thence, along said road, S 01°54'29" W, a distance of 68.09" to an iron rod;

Thence, leaving said road, S 63°11'23" W, a distance of 409.91 feet to an iron rod;

Thence, S 03°45'00" W, a distance of 25.37 feet to an iron rod;

Thence, along a curve to the right, having a central angle of 15°45'48", a radius of 2168.15 feet, a tangent of 300.15 feet, a length of 596.50 feet, a chord which bears S 71°18'01" W, a distance of 594.62 feet to an iron rod situated in the easterly margin of Fesslers Lane;

Thence, along said road, N 03°09'10" W, a distance of 100.95 feet to an iron rod;

Thence, leaving said road, along a curve to the left, having a central angle of 12°48'58", a radius of 2068.15 feet, a tangent of 232.27 feet, a length of 462.61 feet, and having a chord which bears N 72°24'03" E, a distance of 461.65 feet to an iron rod;

Thence, S 84°14'31" E, a distance of 38.82 feet to an iron rod;

Thence, N 63°11'23" E, a distance of 515.28 feet to the point of beginning and containing 82,501.331 square feet or 1.894 acres of land, more or less.

TOGETHER WITH all right, title and interest in and to half of Polk Avenue and Fesslers Lane.

BEING more particularly shown on plat of survey dated October 9, 1997 prepared by Allen R. Trumbo, Registered Land Surveyor Number 1127, Dale and Associates at 516 Heather Place, Nashville, TN 37204

Valuation Section 205, Map 7, Parcel Number 19, 20 and 21

BEING a portion of the property acquired by Tennessee & Pacific Railroad Company, a predecessor of Grantor, by the following instruments, recorded among the Public Land Records of Davidson County, Tennessee:

Acquired From	Date of Instrument	Book	Page
James Hickman, et al	05/02/1878	MB	L131
James C. Warner, et al	04/22/1870	MB	FF 184

The Tennessee & Pacific Railroad Company was conveyed to The Nashville, Chattanooga & St. Louis Railway on October 1, 1877, pursuant to a resolution of its stockholders adopted at their convention on September 12, 1877, and that of its directors passed on the first day of October, 1877. The Nashville, Chattanooga & St. Louis Railway became vested in the Louisville and Nashville Railroad Company by virtue of Agreement of Merger dated August 30, 1957. On December 29, 1982 the Louisville and Nashville Railroad Company merged into Seaboard Coast Line Railroad Company, and the name of the surviving corporation changed to Seaboard System Railroad, Inc. On July 1, 1986, Seaboard System Railroad, Inc. changed its name to CSX Transportation, Inc.

STATE OF NEW YORK)
) SS.
COUNTY OF NEW YORK)

BOOK 10709 PG 712

Personally appeared before me, CHRISTINE C. COLLINS, a Notary Public of the State and County aforesaid, JAMES E LOGAN and PATRICIA STERMER with whom I am personally acquainted, and who, upon oath, acknowledged themselves to be the VICE PRESIDENT and ASSISTANT VICE PRESIDENT, respectively, of the United States Trust Company of New York, a corporation, the within-named Trustee of the aforesaid mortgage, and that they as such VICE PRESIDENT and ASSISTANT VICE PRESIDENT, being authorized so to do, executed the foregoing instrument for the purpose therein contained by signing the name of the corporation thereto by JAMES E LOGAN, as its VICE PRESIDENT and attesting the same by PATRICIA STERMER, as its ASSISTANT VICE PRESIDENT, and affixing the corporate seal thereto.

IN WITNESS WHEREOF, I hereunto set my hand and official seal, this 14th day of NOVEMBER, 1997.

My commission expires on:

(SEAL)
Notary Public
Print Name:

CHRISTINE C. COLLINS
Notary Public, State of New York
No. 03-4624735
Qualified in Bronx County
Certificate Filed in New York County
Commission Expires March 30, 1998

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $82,501.00.

Affiant

Subscribed and sworn to before me this 25th day of November, 1997.

JOHN T. COOK
NOTARY PUBLIC AT LARGE
DAVIDSON COUNTY, TENN.

Notary Public
My commission expires: 5/27/01

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OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY

NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 10709 PG 13

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

CAPT $2501.00
DON TX 305.25
PRFEE 1.00
MISC 24.00
TOTAL 330.25
CHECK 330.25

12/04/97 01 15:00 0001 7465

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

03768819

IDENTIFICATION REFERENCE

97 DEC -1 PM 2:55

FELIX Z. WILSON
DAVIDSON CO. TENN.

No.1228277