FILE BOX 57

GENERAL WARRANTY DEED

BOOK 10766 PG 538

Address New Owner:	**Send Tax Bills To:**	**Map and Parcel No.:**
Southern Services of TN, LLC 4475 Hydes Ferry Pike Nashville TN 37218	Same	Map: 68 Parcel: 49

FOR AND IN CONSIDERATION OF THE SUM OF TEN DOLLARS ($10.00), cash in hand paid by the hereinafter named Grantee, and other good and valuable consideration, the receipt of which is hereby acknowledged, **T. Benson McKinnon and Wright Brothers Construction Company, LLC**, (collectively the "Grantors"), has bargained and sold, and by these presents does transfer and convey unto **Southern Services of TN, LLC** (the "Grantee"), its successors and assigns, a certain tract or parcel of land in Davidson County, Tennessee, described as follows, to-wit:

See Exhibit A attached hereto

Being the same property conveyed to the Grantors by quitclaim deed from MW Partnership of record in Book 10766, page 532 Register's Office for Davidson County, Tennessee.

This conveyance is subject to the following:

Matters set forth on Exhibit B attached hereto.

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said Grantee, its successors and assigns forever.

And the Grantors do covenant with the said Grantee that the Grantors are lawfully seized and possessed of said land in fee simple, have a good right to convey it, and the same is unencumbered, except as set forth above.

And the Grantors do further covenant and bind themselves, their heirs and assigns, to warrant and forever defend the title to the land to the said Grantee, its successors and assigns, against the lawful claims of all persons whomsoever.

IN WITNESS WHEREOF, the undersigned Grantors have executed this General Warranty Deed as of the 22ND day of January, 1998.

BOOK 10766 PG 539

T. Benson McKinnon

WRIGHT BROTHERS CONSTRUCTION COMPANY, LLC

By: _____
Robert W. Wright, Chief Manager

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public in and for the State and County aforesaid, personally appeared T. Benson McKinnon, the within named bargainor(s), with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that he executed the foregoing instrument for the purposes therein contained.

WITNESS my hand and official seal at office, on this the 22nd day of January, 1998.

KIM WILSON NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

_____
NOTARY PUBLIC

My Commission expires: _____

My Commission Expires NOV. 25, 2000

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Before me, the undersigned, a Notary Public in and for the State and County aforesaid, personally appeared **Robert W. Wright,** with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be Chief Manager or other officer authorized to execute this instrument on behalf of Wright Brothers Construction Company, LLC, a limited liability company, the within named bargainor, and that he as such Chief Manager, executed the foregoing instrument for the purpose therein contained, by signing the name of the limited liability company by himself as Chief Manager.

Witness my hand and official seal at office on this the 22nd day of January, 1997.

KIM WILSON NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

_____
Notary Public

My Commission Expires: _____

My Commission Expires NOV. 25, 2000

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $3,000,000.00.

Affiant

Subscribed and sworn to before me this 22ND day of January, 1998.

Notary Public

My commission expires:

NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

My Commission Expires NOV. 25, 2000

This instrument prepared by
Thomas C. Scott
TUNE, ENTREKIN & WHITE
21st Floor, First American Center
Nashville, Tennessee 37238-0091

gentcs\mwpart.gwd

EXHIBIT A

INGRESS AND EGRESS
EASEMENT

This Easement is for the purpose of adding addition width on the Southeast side of an existing 70' ingress egress easement across Parcel 33, Map 68, Tax Accessors Office, Davidson County, Tennessee and more particularly described as follows:

Beginning at a point in the North R.O.W. of the Cheatham County Rail Authority Railroad being leased by and operated as Central of Tennessee Railroad. Said point being S 67 -23'-49" E, along said railroad North 82.05' from the Southeast Corner of the William C. and Shirley Sanders Property shown as Parcel 32, Map 68, as recorded in book 7511, Page 81, R.O.D.C., TN. Also said point being on the East side of and exsiting 70' Ingress and Egress easement as recorded in book 7788, page 606, R.O.D.C., TN.

Thence, N 01 -18'-49" W, with the East side of said existing easement 150.0' to a point; thence, S 16 -20'-23" E, 176.30' to a point in the North R.O.W. of said railroad; thence; N 67 -23'-49" W with said North railroad R.O.W. 50.0', to the point of beginning.

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EXHIBIT A

PHASE II TRACT

Beginning at a point in the south R.O.W. of Nashville and Ashland City Railroad in the center of a spur track to Pinkert Steel Co.,Inc.

Thence, S 67° 23'49" E, with the south R.O.W. of said railroad, 405.71', to a point at the northwest corner of Phase III Tract thence, S 06° 56'47" W, with the west line of Phase III Tract, 1,503.10', to a point in the north line of Phase IV Tract, at the southwest corner of Phase III Tract; thence with a curve to the left having a radius of 3,343.61 and an arc length of 718.25', with the north line of Phase IV Tract, to a point at the southeast corner of Phase I Tract; thence, with the east and north lines of Phase I Tract the following calls; N 08° 25'00" E, 768.17', N 81° 35'00" E, 477.49' to the center of a spur track to Pinkert Steel Co.Inc.; thence continuing with the center line of said spur track and the east line of Phase I Tract, the following calls; with a curve to the left, having a chord bearing N 49° 56'31" E a radius of 440.74', and an arc length of 20.99'; N 48° 34'39" E, 361.41'; N 54° 17'39" E, 32.25'; with curve to the right, having a chord bearing of N 61° 25'55" W, a radius of 572.96 and an arc length of 142.75'; N 68° 34'10" E, 6.30' to a point in the centerline of said spur; thence, N 30° 39'37" W, leaving said spur, 308.33' to a point in the south R.O.W. of the Nashville and Ashland City Railroad; thence, S 67° 23'49"E, with said south R.O.W. 355.51' to a piont; thence, N 22° 36'11" E, with an offset in the said south railroad R.O.W., 15' to a point; thence, S 67° 23'49" E, 156.99' to the point of beginning, consisting of 23.93 acres.

PHASE III TRACT

Beginning at a point in the south R.O.W. of Nashville and Ashland City Railroad. Said point also being the northeast corner of Phase II Tract.

Thence, S 67° 23'49" E, with the south R.O.W. of said railroad, 599.80' to a point in the west line of the Roger Brown Property; thence, S 06° 56'47" W, with Brown's west line, 1,808.11' to a point at the northeast corner of Phase IV Tract; thence with a curve to the left having a radius of 3,343.61' and an arc length of742.63' with the north line of Phase IV Tract, to a point at the southeast corner of Phase II Tract; thence, N 06° 56'47" E, with the east line of the Phase II Tract, 1,503.10' to the point of beginning, consisting of 21.72 acres.

EXHIBIT A

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PHASE IV TRACT

Beginning at a point in the west line of Roger Brown property at the southeast corner of the Phase III Tract.

Thence, S 06° 36' 47" W, with Brown's west line 1,186.79' to a point on Cumberland River; thence, with Cumberland River's north line the following two calls; N 45° 26' 19" W, 1,344.60'; N 58° 52' 43" W, 688.62', to a point in Pinkert Steel Co., Inc.'s east line; thence, with Pinkert Steel's east line the following two calls; N 08° 25' 00" E, 90.0'; to a concrete monument, N 08°25' 00" E, 911.03' to a point at the southwest corner of the Phase I Tract; thence; with a curve to the right, having a radius of 3,343.61' and an arc length passing Phase I Tract at 467.17' to a common corner with Phase II; thence, with the common southerly boundary of Phase II Tract having a radius of 3,343.61 and an arc length of 718.25' to the southwest corner of Phase II Tract; thence, along the common southerly boundary of Phase III Tract, having a radius of 3,343.61 and an arc length of 742.63, to the point of beginning containing 44.07 acres.

All property in Phase IV Tract is considered Cumberland River's flood storage area.

EXHIBIT A

A 70 foot easement for ingress and egress across a tract of land in the Second Civil District of Davidson County, Tennessee, located between Hyde's Ferry Pike (Highway 12) and the Nashville and Ashland city Railroad (formerly the Illinois Central Gulf Railroad) and East of Amy Lynn Drive more particularly described as follows:

Beginning at a point in the South right-of-way of Hyde's Ferry Pike (Highway 12) in the center of a gravel road opposite a fence; thence, S 1° 18' 49" W with Vera Scott's East line, 679.38 feet to a point in the Northern right-of-way of the Nashville and Ashland City Railroad; thence S 67° 23' 49" E with the Northern right-of-way of the Nashville and Ashland City Railroad 76.58 feet to a point' thence leaving the Nashville and Ashland City Railroad right-of-way, N 1° 18' 49" E, 748.48 feet to a point in the South right-of-way of Hyde's Ferry Pike (Highway 12); thence S 60° 09' 11" W with the south right-of-way of Hyde's Ferry Pike (Highway 12), 79.68 feet to the point of beginning containing 1.15 acres more or less.

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EXHIBIT B

1. Taxes for 1998 which have been prorated and are assumed by the Grantee.

2. TVA power line easements of record in Book 1255, page 466, and 577, Register's Office for Davidson County, Tennessee.

3. Right-of-way Illinois Central Railroad Company of record in Book 4319, page 138-181, Register's Office for Davidson County, Tennessee.

4. Fifty foot spur easement of record in Book 6548, page 863 corrected in Book 6731, page 912, Register's Office for Davidson County, Tennessee.

5. Easement for Sewer and utilities (Pump Station Site) of record in book 7788, page 613, Register's Office for Davidson County, Tennessee.

6. Title to that part of Phase IV which lies below the flood water mark of the Cumberland River together with flood storage rights of the United States of America as set forth in Judgment of record in Book 2155, page 311, Register's Office for Davidson County, Tennessee.

7. Correction of Easement Agreement of record in Book 10493, page 228, Register's Office for Davidson County, Tennessee.

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IDENTIFICATION/REFERENCE

98 JAN 23 AM 10:45

DAVIDSON COUNTY TN.

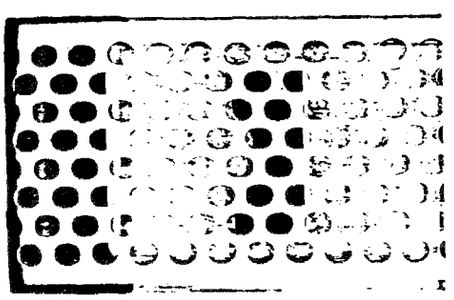
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OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY

NASHVILLE, TENNESSEE



RECEIVED OF _____

FOR _____ BOOK 10766 PG 546

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

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RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

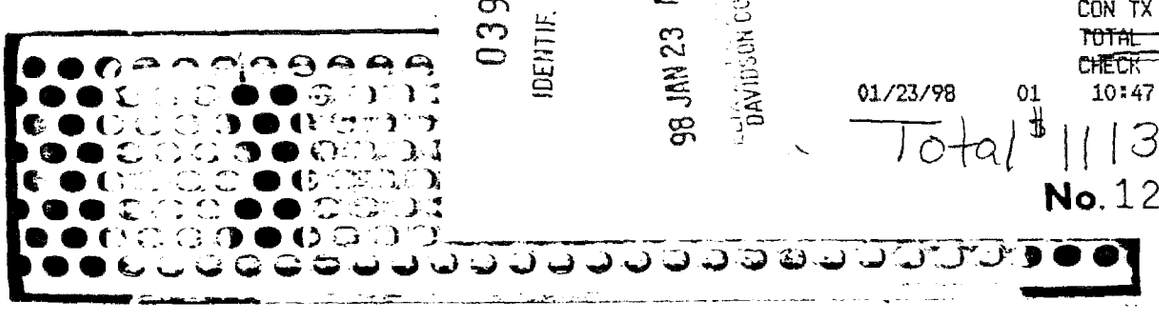
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Total $ 11133.00

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IDENTIF. & REFERENCE

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REGISTER
DAVIDSON COUNTY, TN.