35

This instrument prepared by: Rosen & Reade, LLP
757 Third Avenue
New York, NY 10017

BOOK 10891 PG 251

WARRANTY DEED

ADDRESS NEW OWNER(s) AS FOLLOWS:	SEND TAX BILLS TO:	MAP PARCEL NUMBERS
ITOCHU International Acquisition Corp.	ITOCHU International Acquisition Corp.	
(NAME)	(NAME)	94-122
(STREET ADDRESS OR ROUTE NUMBER)	(STREET ADDRESS)	
660 White Plains Road	660 White Plains Road	
(CITY) (STATE) (ZIP)	(CITY) (STATE) (ZIP)	
Tarrytown, NY 10591	Tarrytown, NY 10591	

FOR AND IN CONSIDERATION of the sum of Ten dollars and no/100 ($10.00), cash in hand paid by the Grantee(s) and other good and valuable considerations accepted as cash, the receipt and sufficiency of which is hereby acknowledged, PrimeSource Building Products, Inc., a Delaware corporation and a wholly-owned subsidiar *have this day bargained and sold, and do hereby transfer and convey unto the said* ITOCHU PrimeSource International Acquisition Corp., a Delaware Corporation *the Grantees herein, their (successors), heirs and assigns, certain real estate in* Davidson *County,* Tennessee *as follows:*

See Schedule A attached hereto and made a part hereof.

0426946
IDENTIF. ↑ REFERENCE

98 APR 20 PM 2:55
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

RECORDERS MEMO
LEGIBILITY OF WRITING, TYPING OR
PRINTING IN THIS DOCUMENT
UNSATISFACTORY WHEN RECEIVED

STATE OF NY
COUNTY OF NY
Subscribed and sworn to before me this the 25th *day of* March *19* 98

The actual consideration or value, whichever is greater, for this transfer is $ 800,000.00

Affiant

Notary Public

CARYL L. DREXLER
Notary Public, State of New York
No. 31-5007531
Qualified in New York County
Commission Expires March 3, 1999

My commission expires:

This is unimproved (x) property, known as 497 Cave Road (House Number) (Street) P.O. Box 100414 (P.O. Address) Nashville (City or Town)
improved ( )

TO HAVE AND TO HOLD said real estate, with the appurtenance, estate, title and interest thereto belonging, to the Grantees their (successors), heirs and assigns forever we covenant that we are lawfully seized and possessed of said real estate in fee simple, have a good right to convey it, and that the same is unencumbered, except for those encumbrances set forth hereinafter.

We further covenant and bind ourselves, our heirs and representatives, to warrant and forever defend the title to said real estate to said Grantees, their (successors), heirs and assigns, against the lawful claims of all persons.

Whenever used, the singular number shall include the plural, the plural the singular and the use of any gender shall be applicable to all genders.

Witness our hand this 26th *day of* March, *19*98, *the corporate party, if any, having caused its name to be signed hereto by its duly authorized officers on said day and date.*

PrimeSource Building Products, Inc.

By:
Name: Paul W. Hylbert
Title: President & Co-CEO

Witness:
Witness:

STATE OF _____
COUNTY OF _____

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Personally appeared before me, _____, *a Notary Public in and for said County and State,* _____,

the within named bargainor _____, *with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that* _____ *executed the within instrument for the purposes therein contained.*

Witness my hand and official seal at _____, *this* ___ *day of* _____, *19*___.

_____
Notary Public

My Commission Expires: _____

STATE OF NY
COUNTY OF NY

Before me, Caryl L. Drexler, *a Notary Public of the State and County aforesaid, personally appeared* Paul W. Hylbert, *with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged* him *self to be* President & Co-CEO *of* PrimeSource Building Products, Inc., *the within named bargainor, a corporation, and that* he *as such* officer *being authorized so to do, executed the foregoing instrument for the purpose therein contained, by signing the name of the corporation by* him *self as* President & Co-CEO.

Witness my hand and official seal, at office in New York, *this* 25th *day of* March, *1998*.

Caryl L. Drexler
Notary Public

My Commission Expires: _____

CARYL L. DREXLER
Notary Public, State of New York
No. 31-5007531
Qualified in New York County
Commission Expires March 3, 1999

WARANTY DEED

FROM
PrimeSource Building Products, Inc.

TO
ITOCHU International Acquisition, Corp.

RECORDERS MEMO
LEGIBILITY OF WRITING, TYPING OR PRINTING IN THIS DOCUMENT UNSATISFACTORY WHEN RECEIVED

SCHEDULE A

A tract of land in the First Civil District of Metropolitan Nashville, Davidson County, Tennessee being Parcel No. 122 on Tax Map 94 and also being Lot No. 6-B on the Plan of River Hills Industrial Park, Section Four, of record in Book 4660, page 46, Register's Office of Davidson County, Tennessee and being more particularly described according to a survey by Regan-Smith-Murphy & Associates, Inc. dated December 12, 1989, Job. No. 89-193, as follows:

Beginning at an existing iron pin set in concrete on the northerly right-of-way line of Cave Road (formerly called Clovernook Drive), said iron pin being the southwest corner of the herein described tract and the southeast corner of Lot 6-A as of record in Book 4460, page 117, R.O.D.C., Tennessee said pin also being N 84°57' 23" E, 133.20 feet from the center line of Spence Lane (extended) as measured along the northerly right-of-way line of Cave Road; thence,

1. With the common line between the herein described Lot 6-B and Lot 6-A, N 5° 01' 00" W, 291.05 feet to an existing concrete monument on the southerly right-of-way line of CSX Railroad (formerly L & N Railroad); thence,

2. With the southerly right-of-way line of CSX Railroad, N 85° 04' 50" E, 485.83 feet to an existing concrete monument at the northeasterly corner of the herein described tract and the northwesterly corner of Lot No. 6-D as of record in Book 4660, page 72, R.O.D.C., Tennessee; thence,

3. With the common line of Lot 6-B and Lot 6-D, S 5° 53' 11" W. 307.12 feet to an existing iron pin set in concrete on the northerly right-of-way line of Cave Road; thence,

4. With the northerly right-of-way line of Cave Road, with a curve to the left (radius 638.31 feet) northwestwardly a distance of 121.64 feet to an existing iron pin set in concrete and having a chord bearing and distance of N 89° 35' 03" W, 121.46 feet; thence,

5. Continuing with the northerly right-of-way line, S 84° 57' 23" W, 306.82 feet to the point of beginning and containing 133,520 square feet or 3.065 acres.

K:\ATTY\CDREXLER\CLIENTS\PRIMESO.URC\SCHEDUL.A2

Being the same property conveyed to Sequoia Supply, Inc., a Delaware corporation, by deed from Wickes Companies, Inc., a corporation organized and existing under the laws of the State of Delaware, successor by merger to Sequoia Supply, Inc., of record in Book 7178, page 749, Register's Office for Davidson County, Tennessee. The said Sequoia Supply, Inc. having since changed its name/merged into PrimeSource Building Products, Inc., as evidenced by document of record in Book 9913, page 479, Register's Office for Davidson County, Tennessee.

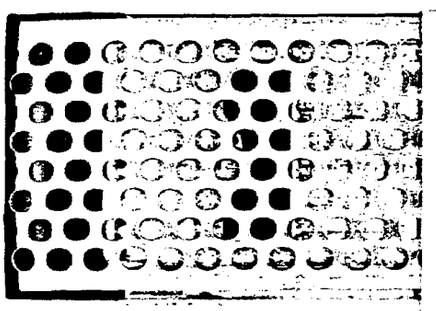
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Record and Return deed to:

Rubin Baum Levin Constant & Friedman
30 Rockefeller Plaza
New York, NY 10122
Attention: Thomas Barrett, Esq.

I:\FILES\ATTY\CDREXLER\CLIENTS\PRIMESO.URC\RETURN.COV

5586 04/20 0101 03CHECK 2977.00



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

RECEIVED OF _____

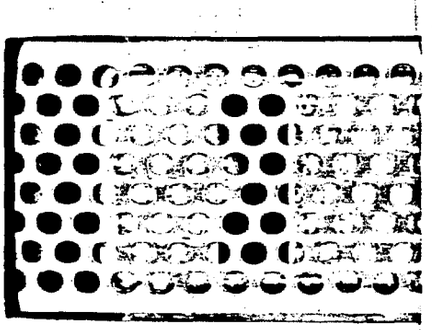
FOR _____

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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	
				800000.00
			CON TX	2960.00
			PRFEE	1.00
			WDEED	16.00
			TOTAL	2977.00
			CHECK	2977.00
04/20/98	01		14:55 0001	5586

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK



0426946
IDENTIF. ← REFERENCE
98 APR 20 PM 2:55
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 1281729