EXHIBIT A

BOOK 10938 PG 516

Address New Owner:	Map-Parcel Numbers:	Send Tax Bills To:
Metropolitan Development and Housing Agency 172 Second Avenue, North Nashville, TN 37201	Map 93-3 Parcels 113, 114 and 116	Same
This instrument prepared by: Boult, Cummings, Conners & Berry, PLC (JGC,Jr.) 414 Union Street, Suite 1600, P.O. Box 198062, Nashville, TN 37219		

QUITCLAIM DEED

FOR AND IN CONSIDERATION of the sum of ONE DOLLAR ($1.00) cash in hand paid, and other good and valuable consideration, the receipt and sufficiency of all of which are hereby acknowledged, **CSX TRANSPORTATION, INC.**, a Virginia corporation (the "Grantor"), by these presents does quitclaim and convey to **METROPOLITAN DEVELOPMENT AND HOUSING AGENCY,** a public body and a body corporate and politic organized under the Tennessee Housing Authorities Law, T.C.A. §§ 13-20-101, et seq. (the "Grantee"), Grantee's successors and assigns, all right, title and interest of Grantor in and to certain real estate in Nashville, Davidson County, Tennessee, being more particularly described in Exhibit A, which is attached hereto and incorporated herein by reference (the "Property"), together with all right, title and interest of Grantor in and to any rights-of-way granted, created or established by any service contracts and/or spur track agreements (the "Spur Contracts") which affect certain tracts or parcels of real estate located in Nashville, Davidson County, Tennessee, within the East Bank Redevelopment District and identified by tax map and parcel numbers on Exhibit B attached hereto, including the Spur Contracts listed on Exhibit C attached hereto.

The Property is conveyed subject to such limitations, restrictions, and encumbrances as may affect the same.

To the extent that any trackage remains in place on the Property or by virtue of the Spur Contracts, Grantor retains and shall have all salvage rights with respect to trackage owned by it. Grantee shall notify Grantor at least two (2) weeks in advance of Grantee's desire to have any such trackage removed, whereupon Grantor shall disconnect the same, if appropriate, from any "live" track. Grantee shall then take up and stack all rails and other metal track material at a mutually agreed upon location and notify Grantor upon completion, whereupon Grantor shall remove the same within two (2) weeks.

98 MAY 19 PM 3:46

ELIAZ... REGISTER
DAVIDSON CO., TN.

0440020

IDENTIFICATION REFERENCE

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $29,500.00; however, this transfer is exempt from recordation tax pursuant to T.C.A. § 67-4-409(f).

_____
Affiant

Subscribed and sworn to before me this ____ day of _____, 1998.

_____
Notary Public
My Commission Expires: _____

IN WITNESS WHEREOF, Grantor has caused this Deed to be executed on this 28th day of April, 1998.

Signed, sealed and delivered
in the presence of:

William C Bauney
Witness

Mary L Huston
Witness

CSX TRANSPORTATION, INC.

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

Appd. as to Legal Form

Attested by: Joyce A. Dolan
Name: Joyce A. Dolan
Title: Assistant Corporate Secretary

STATE OF FLORIDA)
COUNTY OF DUVAL)

Before me, Mary L. Huston, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared John L. Coleman and Joyce A. Dolan, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged themselves to be Asst. Vice President and Asst. Corp. Secretary respectively, of CSX Transportation, Inc., a Virginia corporation, the within named bargainor, and that they as such Asst. Vice President and Asst. Corp. Secretary, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by themselves as such John L. Coleman and Joyce A. Dolan.

Witness my hand and seal, at office in Jacksonville, Florida, this the 28th day of April, 1998.

Mary L Huston
NOTARY PUBLIC
My Commission Expires: NOV 30, 2001

MARY L. HUSTON
Notary Public - State of Florida
My Commission Expires Nov 30, 2001
Commission # CC699224

0473471.01
063258-002 03/10/98

EXHIBIT A

Land located in Davidson County, Tennessee, and more fully described as follows:

PARCEL # 1: A strip of land eighteen (18) feet wide and five hundred twenty and two-tenths (520.2) feet long lying nine (9) feet on each side of the center line of said railroad track as heretofore described and built, beginning in a curve at Station 1+59.6 on the south line of Boscobel Street; thence on a 15 degrees 30 minutes curve to the left in a southeasterly direction to Station 5+49 a point of tangent; thence on a tangent in an easterly direction to Station 6+13.2, a point of curve; thence on a 15 degrees 30 minutes curve to the left to Station 6+79.7, a point on the west line of South First Street, containing nine thousand three hundred sixty-four (9,364) square feet and being a portion of the land conveyed to M. M. Wheeler by Sarah M. Morrison and of record in Deed Book 658, page 294, in Davidson County Register of Deeds' Office.

PARCEL # 2: A strip of land eighteen (18) feet wide and two hundred sixty-three and twenty-six hundredths (263.26) feet long lying nine (9) feet on each side of the center line of said railroad track as heretofore described and built, beginning in a curve at Station 7+31.24 on the east line of South First Street; thence on a 15 degrees and 30 minutes curve to the left in a northeasterly direction to Station 9+94.5 on the south line of Boscobel Street, containing four thousand seven hundred thirty-nine (4,739) square feet, and being a portion of the land conveyed to M.M. Wheeler by Herbert Realty Company, and of record in Deed Book 649, page 474, in Davidson County Register of Deeds' Office.

Being part of the same property conveyed to Louisville and Nashville Railroad Company, the predecessor in interest of Grantor, by deed from Albert J. Wheeler and Nashville Trust Company, Joint Executors of the Last Will and Testament of M. M. Wheeler, deceased, of record in Book 1357, page 264, Register's Office for Davidson County, Tennessee.

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EXHIBIT B

Tax Map and Parcel Numbers

Map 82-15-028	Map 93-3-001	Map 93-3-094	Map 93-3-163
-029	-003	-095	-168
-030	-012	-096	-169
-050	-015	-097	-170
-051	-016	-098	-171
-052	-017	-101	-174
-053	-018	-102	-176
-216[-219]	-022	-103	-177
	-023	-104	-179
Map 93-2-067	-024	-106	-180
-068	-025	-109	-181
-086	-026	-110	
-087	-027	-111	
-102	-028	-112	
-103	-029	-113	
-104	-035	-114	
-105	-036	-115	
-106	-037	-116	
-107	-038	-117	
-112	-039	-118	
	-040	-122	
Map 93-7-010	-041	-123	
-022	-043	-135	
-044	-046	-136	
-046	-051	-137	
-048	-052	-138	
	-053	-139	
	-057	-140	
	-058	-142	
	-059	-144	
	-060	-145	
	-061	-146	
	-062	-147	
	-063	-148	
	-064	-149	
	-066	-152	
	-069	-153	
	-070	-160	
	-071	-161	
	-072	-161.01	
	-074	-162	

EXHIBIT C

1. Wheeler - Book 1357, page 264, Book 1132, page 644, Book 1113, page 265, Book 756, page 738, and Book 754, page 750

2. City of Nashville Electric Power Board - Book 2281, page 405

3. Petroleum Facilities, Inc. - Book 2104, page 231

4. Nashville Builders Supply Company - Book 551, page 448

5. Nashville Bridge Company - Book 506, page 43

6. Davidson, Hicks & Greene Company - Book 417, page 582

7. Davidson, Hicks & Green Co. - Book 426, page 541

8. Cumberland River Sand Company - Book 753, page 313

9. W. D. Talbot - Book 326, page 39

10. American National Bank - Book 365, page 90

11. Blood Heirs - Book 131, pages 535 and 536-544, inclusive

12. Foster & Creighton Co. - Book 340, page 627

13. Lytle & Ralston - Book 371, page 184

14. E. B. Smith, Jr. - unrecorded