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#632656.1 12/17/98

THIS INSTRUMENT PREPARED BY:
BASS, BERRY & SIMS (BAD)
2700 First American Center
Nashville, Tennessee 37238

GENERAL WARRANTY DEED

Address New Owner(s)	Send Tax Bills To:	Map-Parcel Number(s)
International Distribution Systems, Inc. 2961 Sidco Drive Nashville, Tennessee 37204	~~Same~~ 6208 River Oaks Court Brentwood, TN 37027	Map 118-16 Parcel 13

FOR AND IN CONSIDERATION of the sum of TEN AND NO/100 ($10.00) DOLLARS cash in hand paid and other good and valuable consideration, the receipt of which is hereby acknowledged, THOMAS REALTY COMPANY, a Tennessee corporation ("Grantor") has bargained and sold, and by these presents transfer and convey unto INTERNATIONAL DISTRIBUTION SYSTEMS, INC., a Kentucky corporation ("Grantee"), its successors and assigns, a certain tract or parcel of land in Davidson County, Tennessee, described as follows:

Land in Davidson County, Tennessee, being Lots Nos. 35 and 36, on the Plan of Sidco Subdivision, Section II, as shown on plat of record in Plat Book 2331, page 93, in the Register's Office of Davidson County, Tennessee, to which plat reference is hereby made for a more particular description.

Said Lots Nos. 35 and 36 adjoin and front together 200 feet on the westerly side of Sidco Drive and run back 425 feet on the southerly line of Lot No. 35 and 425 feet on the northerly line of Lot No. 36 to a dead line in the rear, measuring 200 feet thereon.

Being the same property conveyed to Thomas Realty Company, a Tennessee corporation, by Deed of Record in Book 2800, page 459, Register's Office for Davidson County, Tennessee.

This is improved property known as 2961 Sidco Drive, Nashville, Tennessee.

Said property is conveyed subject to the following matters:

1. If improvements are completed after January 1 of any year, the Law requires supplemental assessment for the year in which improvements are completed as defined by Statute. The Company assumes no liability for taxes assessed by correction pursuant to the provisions of TCA 67-5-603, et. seq.

2. All matters shown on Plat recorded in Book 2331, page 93.

3. Rights of tenants in possession as "Tenants Only" under unrecorded lease(s).

4. Easement as described in Book 2486, page 314.

5. Easement(s) to Louisville and Nashville Railroad Company, as set forth in instrument recorded in Book 2499, page 79 and Book 2499, page 86.

6. Rights reserved with reference to uranium, thorium and all other materials essential to production of fissionable materials as set forth in Book 2152, page 347.

7. Water mains and easements conveyed to The City of Nashville as described in Book 2244, page 611 and Book 3434, page 174.

TO HAVE AND TO HOLD said land with the appurtenances, hereditaments, estate, title, and interest thereto belonging to Grantee, its successors and assigns, forever. Grantor covenants that, subject to the matters set forth above, Grantor is lawfully seized and possessed of said land in fee simple, has good right to convey it, and that same is unencumbered.

Grantor further covenants and binds itself and its representatives and assigns to warrant and forever defend the title to said land to Grantee, its successors and assigns, against the lawful claims of all persons whomsoever except claims arising out of the matters set forth above.

WITNESS my hand this 17th day of December, 1998, the corporate party, if any, having caused its name to be signed hereto by its duly authorized officers on said day and date.

THOMAS REALTY COMPANY

By: H. Lee Barfield II

Its: President

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Personally appeared before the undersigned, a Notary Public in and for the State and County aforesaid, personally appeared H. LEE BARFIELD, II, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the President of THOMAS REALTY COMPANY, the within named bargainor, a Tennessee corporation, and that he as such President executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by himself as President.

WITNESS my hand, at office, this 17th day of December, 1998.

Judith E Walden
Notary Public

My Commission Expires:
My Commission Expires JULY 24, 1999

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STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

The actual consideration for this transfer or value of property conveyed (whichever is greater) is $1,325,000.00.

Affiant

Sworn to and subscribed before me this 17th day of December, 1998.

Notary Public

My Commission Expires: 6-19-00

NOTARY PUBLIC AT LARGE WILLIAMSON CO. TENN.

0528197

IDENTIF. + REFERENCE

98 DEC 22 AM 8:59

REGISTER'S OFFICE DAVIDSON COUNTY, TN.

MAIL ENV.

3682 12/22 0101 03CHECK 4917-5

OFFICIAL RECEIPT

BILL GARRETT
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	CFEE - COMPUTER FEE	PRFEE - PROBATE FEE

CAPT

	1325000.00
CON TX	4902.50
PRFEE	1.00
WDEED	12.00
CFEE	2.00
TOTAL	4917.50
CHECK	4917.50

12/22/98 01 08:56 0001 3682

05281 97
IDENTIFICATION REFERENCE

98 DEC 22 AM 8:59
REGISTER
DAVIDSON COUNTY, TN.

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

No. 1405214