Instr:200001310009669 Page: 1 OF 3
REC'D FOR REC 01/31/2000 12:27:30PM
RECORD FEE: $15.00
M. TAX: $0.00 T. TAX: $207.57

This Instrument Was Prepared By:
HUNTER, SMITH & DAVIS, LLP
Attorneys at Law, P.O. Box 3740, Kingsport, Tennessee 37664

SPECIAL WARRANTY DEED

THIS DEED, made and entered into this the 2nd day of December, 1999, by and between BROUGHTON FOODS COMPANY, an Ohio corporation, as successor in interest to Southern Belle Dairy Company, Inc., party of the first part, and SB ACQUISITION, INC., a Kentucky corporation, party of the second part;

WITNESSETH:

THAT FOR AND IN CONSIDERATION of the sum of One Dollar ($1.00), cash in hand paid, receipt of which is hereby acknowledged, and other good and valuable consideration, the party of the first part has bargained and sold and does hereby grant, transfer and convey unto the party of the second part, its successors and assigns, with covenants of special warranty of title, the following described property located in Davidson County, Tennessee:

TRACT NO. 1:
BEING Lot No. 31 on the Map of Bransford Realty Company's Amqui Subdivision as of record in Book 421, pages 38 and 39, Register's Office for Davidson County, Tennessee.

BEGINNING in the center of Campbell Road, formerly Fanning Driveway, at the corner of Lots Nos. 30 and 31; thence with the line between said two lots southward 468 feet to the northerly margin of Amqui Road; thence with said road eastwardly 181 feet to the westerly margin of an unnamed road; thence with said road north 11 and ¼ degrees east 481.8 feet to the center of Campbell Road; thence with the center of said road westwardly 244 feet to the BEGINNING, containing 2.28 acres, more or less.

TRACT NO. 2:
BEING Lot No. 30 on the map of Bransford Realty Company's Amqui Subdivision, the plan of which is of record in Book 421, pages 38 and 39, Register's Office for Davidson County, Tennessee, and more accurately described as follows:

BEGINNING at a stone in the center of Fanning Driveway, the common corner of Lots Nos. 30 and 31 in said plan; running thence westwardly along the center of said driveway 190 feet to the common corner of Lots Nos. 29 and 30 in said plan; thence at right angles southwardly along the east margin of Lot No. 39, 486 feet to the southeast corner of Lot No. 29; thence south 85 and ½ degrees, east 190 feet to the southeast corner of Lot No. 31; thence northwardly 468 feet along the west line of said Lot No. 31 to the BEGINNING, containing 2.08 acres, more or less.

Included in the above description of Lot No. 30 but excluded from this conveyance is that portion of Lot No. 30 conveyed to H. Powell Winn by Deed of Correction from Elston W. Youngblood and wife, Lona T. Youngblood, of record in Book 3578, page 81, Register's Office for Davidson County, Tennessee, and described as follows:

Land in Davidson County, Tennessee, being the westerly 100 feet of Lot No. 30 on the Map of Bransford Realty Company's Amqui Subdivision, of record in Book 421, pages 38 and 39, Register's Office for Davidson County, Tennessee, described in accordance with a survey made April 29, 1961, by Clyde D. Anderson, Surveyor, as follows:

BEGINNING at a point in the southerly margin of Campbell Road, being a common corner of Lots Nos. 29 and 30 in said plan; thence S. 2° 58' W. 462 feet to a point; thence S. 86° 08' E. 95.6 feet to a point; thence N. 3° 30' E. 466 feet to a point in the southerly margin of said Campbell Road; thence N. 86° 08' W. along said margin 100 feet to the BEGINNING.

Party of the first part hereby conveys to party of the second part all of its right, title and interest in and to that easement reserved in said conveyance to H. Powell Winn and described in said Deed of Correction of record in Book 3578, page 81, Register's Office for Davidson County, Tennessee.

And being the same property conveyed to Southern Belle Dairy Company, Inc. by Elston W. Youngblood and wife, Lona T. Youngblood, by deed dated October 13, 1988, of record in the Register's Office for Davidson County, Tennessee, in Deed Book 7676, page 846.
(Map 043; Group 01; Parcels 007-00 and 008-00).

THERE IS HEREBY EXCEPTED from this conveyance the following described property: Lot No. 1 of the "Re-Subdivision of Lot 31 and a portion of Lot 30, Bransford Realty Company Amqui Subdivision" of record in said register's office in Book 7000, page 964.

BEGINNING at a point on the southerly right-of-way of Campbell Road, said point being the northwesterly corner of subject tract and the northeasterly corner of Sandra Smith property; thence with

said right-of-way S. 87° 14' 14" E. 90.00 feet to a point; thence leaving said right-of-way, S. 2° 36' 45" W. 136.66 feet to a point; thence N. 87° 14' 14" W. 90.00 feet to a point; thence N. 2° 36' 45" E. 136.66 feet to the point of BEGINNING, and containing 13,299 square feet, as set out in deed of record in said register's office in Book 9775, page 446.

TO HAVE AND TO HOLD the aforesaid property and all its privileges and appurtenances to the party of the second part, its successors and assigns, forever, in fee simple.

The party of the first part, for itself, its successors and assigns, does hereby covenant with party of the second part, its successors and assigns, that it has not made, done, executed or suffered any act or thing whereby the above described premises or any part thereof now are, or at any time hereafter shall or may be imperiled, charged or encumbered in any manner whatsoever; and that party of the first part shall forever warrant and defend the title to the above granted premises against all persons lawfully claiming the same from, through or under party of the first part, but not otherwise.

This conveyance is expressly made subject to reservations, restrictions, easements, covenants and conditions contained in former instruments of record pertaining thereto and to all easements and encroachments apparent from an inspection of the property.

WITNESS the following signature on this the day and year first above written.

BROUGHTON FOODS COMPANY, as successor in interest to Southern Belle Dairy Company, Inc.

By: _____

Title: VICE PRESIDENT

STATE OF TEXAS

COUNTY OF DALLAS

Before me, the undersigned authority, a Notary Public in and for the State and County aforesaid, personally appeared TRACY L. NOLL, 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 VICE PRESIDENT of Broughton Foods Company, as successor in interest to Southern Belle Dairy Company, Inc., the within named bargainor, a corporation, and that he as such VICE PRESIDENT executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as VICE PRESIDENT.

WITNESS my hand and official seal this 2ND day of DECEMBER, 1999.

Angela B. Miro
Notary Public

My commission expires:

ANGELA B. MIRO
NOTARY PUBLIC
STATE OF TEXAS
My Comm. Exp. 9-10-2001

STATE OF WEST VIRGINIA

COUNTY OF CABELL

The undersigned affiant being first duly sworn, makes oath that the actual consideration for the foregoing transfer, or the value of the property hereinbefore described, whichever is greater, is $ 56,100.

Affiant

SWORN TO AND SUBSCRIBED before me, this 3rd day of Dec., 1999.

Notary Public

My commission expires:

May 10, 2005

OFFICIAL SEAL
NOTARY PUBLIC
STATE OF WEST VIRGINIA
JAMES J. HATFIELD JR.
MILTON, WV
My Commission Expires

JAMES J. HATFIELD JR. NOTARY PUBLIC STATE OF VIRGINIA

NAME AND ADDRESS OF PROPERTY OWNER:

SB Acquisition, Inc.
607 East Bourne Avenue
Somerset, Kentucky 42501

NAME AND ADDRESS OF THE PERSON OR ENTITY RESPONSIBLE FOR THE PAYMENT OF THE REAL PROPERTY TAX:

Southern Belle Dairy Co., Inc.
607 East Bourne Avenue
Somerset, Kentucky 42501