Dav. Co. File Box 14-A
jtc file no. 13815-1

THIS INSTRUMENT PREPARED BY:

JOHN T. COOK, ESQ.
2927 Berry Hill Drive
Nashville, Tennessee 37204

Davidson County DEEDQC
Recvd: 11/14/00 09:36 3pgs
Fees:14.00 Taxes:0.00

20001114-0112719

ADDRESS NEW OWNER AS FOLLOWS:

Charles W. Hawkins, III, Trustee
706 Church Street
Suite 200
Nashville, TN 37203

SEND TAX BILLS TO:

New Owner

MAP-PARCEL NOS.

Map 175
Parcel 117

QUITCLAIM DEED

For and in consideration of the sum of One ($1.00) Dollar, cash in hand paid by the hereinafter named Grantee, and other good and valuable considerations, the receipt of which is hereby acknowledged, the undersigned **INTERCHANGE CITY ASSOCIATES, LTD., L.P., a Tennessee limited partnership**, hereinafter called the Grantor, does quitclaim and convey all of Grantor's interest unto **CHARLES W. HAWKINS, III, TRUSTEE with full power to transfer, sell, convey, mortgage or otherwise encumber without the joinder of any beneficiary**, hereinafter called the Grantee, his successors and assigns, in a certain tract or parcel of land in Davidson County, State of Tennessee, described as follows: to-wit:

LAND in Davidson County, Tennessee being a tract of land in the Second Civil District of Metropolitan Nashville, Davidson County, Tennessee being described as follows, to wit:

Commencing at a point in the centerline of the right-of-way owned by CSX Transportation, Inc. (the "CSX R-O-W"), said centerline also being the southern boundary of a parcel of land owned by Charles W. Hawkins, III, Trustee ("CWH") under deed recorded as Instrument No. 20000811-0079816, Register's Office for Davidson County, Tennessee, the exact location of said point being described as commencing at the northwestern corner of Lot 1, on the Final Plat of the Subdivision of the Heil Quaker Corporation Property, as of record in Book 6250, page 958, said Register's Office; thence northerly along a line bearing North 4° 15' East to the said centerline of the CSX R-O-W, said point being the TRUE POINT OF BEGINNING; thence, southerly along a line bearing South 4° 15' West to the said northwestern corner of Lot 1, on the Final Plat of the Subdivision of the Heil Quaker Corporation Property; thence continuing South 4° 15' West, along the western boundary of the said Lot 1, on the Final Plat of the Subdivision of the Heil Quaker Corporation Property to a point located at the northeastern terminus of Heil Quaker Boulevard as shown on the Plan of Section VII, Interchange City Industrial Park as of record in Plat Book 4660, page 2, said Register's Office; thence westerly along the northern terminus of Heil Quaker Boulevard to a point located in the eastern boundary of Parcel 116 as shown on the said Plan of Section VII, Interchange City Industrial Park; thence along the eastern boundary of the said Parcel 116, North 4° 15' East a distance of 540.0 feet to the northeast corner of the said Parcel 116 as shown

on the said Plan of Section VII, Interchange City Industrial Park; thence, continuing North 4° 15' East to the centerline of the CSX R-O-W, also being the southern boundary of CWH as aforesaid; thence easterly along the centerline of the CSX R-O-W and southern boundary of CWH to the TRUE POINT OF BEGINNING.

The property includes, but is not limited to, all of that property described as Tract No. 207 A in a deed from McDowell Development Corporation to Interchange City Associates, Ltd., a Tennessee limited partnership, as of record in Book 6381, page 227, Register's Office for Davidson County, Tennessee.

This conveyance is subject to such restrictions, encumbrances and easements as may appear of record.

IN WITNESS WHEREOF, this instrument has been executed this 7th day of November, 2000.

INTERCHANGE CITY ASSOCIATES, LTD., L.P.

By: AFPC Equity Investors, Ltd., General Partner

By: 222 Partners, Inc., General Partner

By: Robert E Lehning Jr
Robert E. Lehning, Jr., Vice President

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Personally appeared before me, the undersigned, a Notary Public of said county and state, Robert E. Lehning, Jr., with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the Vice President of 222 Partners, Inc., a Tennessee corporation, the general partner of AFPC Equity Investors, Ltd, L.P. a Tennessee limited partnership, which is the general partner of Interchange City Associates, Ltd., L.P., a Tennessee limited partnership, the maker or a constituent of the maker and is authorized by the maker or by its constituent, the constituent being authorized by the maker, to execute this instrument on behalf of the maker.

WITNESS my hand and official seal, this 7th day of November, 2000.

NOTARY PUBLIC
My Commission Expires: May 27, 2001

JOHN T. COOK
NOTARY PUBLIC AT LARGE
DAVIDSON COUNTY, TN

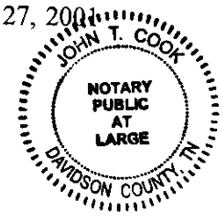
STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $-0-.

William H Hawkins
Affiant

Subscribed and sworn to before me this 7th day of November, 2000.

Notary Public
My commission expires: May 27, 2001



QCD4.401