THIS INSTRUMENT PREPARED BY:

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

Davidson County DEEDWARR
Recvd: 05/08/01 18:00 5pgs
Fees:23.00 Taxes:3108.00
20010508-0047922

ADDRESS NEW OWNER AS FOLLOWS:	SEND TAX BILLS TO:	MAP-PARCEL NOS.
Estes Family Partnership 497 Cave Road Nashville, TN 37210	New Owner	Map 94 Parcel 122

WARRANTY DEED

For and in consideration of the sum of Ten ($10.00) Dollars, cash in hand paid by the hereinafter named Grantee, and other good and valuable considerations, the receipt of which is hereby acknowledged, the undersigned, **PRIMESOURCE BUILDING PRODUCTS, INC., a Delaware corporation**, hereinafter called the Grantor, has bargained and sold, and by these presents does transfer and convey unto **ESTES FAMILY PARTNERSHIP, a Tennessee general partnership composed of Alec T. Estes, Alec T. Estes and Kathleen J. Estes, as joint custodians for Allister Caldwell Estes, under the Tennessee Uniform Transfers to Minors Act, Alec T. Estes and Kathleen J. Estes, as joint custodians for John McDougall Estes, under the Tennessee Uniform Transfers to Minors Act, and Alec T. Estes and Kathleen J. Estes, as joint custodians for Thomas William Estes, II, under the Tennessee Uniform Transfers to Minors Act**, hereinafter called the Grantee, its successors and assigns, certain land in Davidson County, State of Tennessee, described as follows, to-wit:

See the attached **Exhibit "A"** which is incorporated herein by reference.

BEING the same property conveyed to ITOCHU International Acquisition Corp., a Delaware corporation, by Warranty Deed from PrimeSource Building Products, Inc., a Delaware corporation, of record in Book 10891, Page 251, Register's Office for Davidson County, Tennessee. By Certificate of Amendment dated March 26, 1998, ITOCHU International Acquisition Corp. changed its name to PrimeSource Building Products, Inc. Said Certificate of Amendment was filed with the Secretary of State of Delaware on March 27, 1998 and a certified copy of the same appears as Instrument No, 20000315-0026702, Register's Office for Davidson County, Tennessee.

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said Grantee, its successors and assigns, forever; and Grantor does covenant with the said Grantee that it is lawfully seized and possessed of said

land in fee simple, has a good right to convey it, and the same is unencumbered except as set forth on **Exhibit "B"**; and Grantor does further covenant and bind itself, its successors and assigns, to warrant and forever defend the title to the said land to the said Grantee, its successors and assigns, against the lawful claims of all persons claiming by through or under the said Grantor.

IN WITNESS WHEREOF, the Grantor has executed this instrument this 3rd day of May, 2001.

PrimeSource Building Products, Inc.
a Delaware corporation

By: _____
Its: Senior VP & CFO

STATE OF ~~TENNESSEE~~ Texas
COUNTY OF ~~DAVIDSON~~ Dallas

The actual consideration or value, whichever is greater, for this transfer is $840,000.00.

_____
Affiant

Subscribed and sworn to before me this 3rd day of May, 2001.

LORI A. AUSTIN
Notary Public, State of Texas
My Commission Expires
June 04, 2003

_____
Notary Public
My commission expires: June 04, 2003

STATE OF TEXAS
COUNTY OF Dallas

BEFORE me, the undersigned, a Notary Public of the State and County aforesaid, personally appeared Jerry L. Kelley with whom I am personally acquainted, and who, upon oath, acknowledged himself to be the Sr. Vice President of PrimeSource Building Products, Inc., a Delaware corporation, the within named bargainor, a corporation, and that he as such Sr. Vice President being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as Sr. Vice President.

WITNESS my hand and official seal at Carrollton, Texas, this 3rd day of May, 2001.

LORI A. AUSTIN
Notary Public, State of Texas
My Commission Expires
June 04, 2003

_____
Notary Public
My commission expires: June 04, 2003

WD.981

Exhibit "A"

Property Description

BEING 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 Plat Book 4660, page 46, Register's Office for said County, and being more particularly described according to a survey by Cherry Land Surveying, Inc., January 25, 2001, Job No. 01016, as follows:

Beginning at an iron rod set at the intersection of the northerly right-of-way line of Cave Road (formerly called Clovernook Drive), sixty feet in width, and the easterly property line of the property of Dorothy K. and Joseph A. Bagley, a partnership, as of record in Deed Book 8877, page 312, Register's office for Davidson County, Tennessee, said Bagley property also being Lot 6-A on the Plan of River Hills Industrial Park, Section Four, of record in Plat Book 4660, page 117, Register's Office for said County; thence, leaving the northerly right-of-way line of Cave Road with the easterly property line of Dorothy K. and Joseph A. Bagley, North 04° 55' 33" West, 291.68 feet to an existing concrete monument in the southerly right-of-way line of CSX Transportation Railroad, 100 feet in width; thence, with the southerly right-of-way line of CSX Transportation Railroad, North 85° 10' 00" East, 485.85 feet to an existing concrete monument at a corner common with the property of G & P Associates, as of record in Book 6859, Page 526, Register's Office for Davidson County, Tennessee, said G & P Associates property also being Lot 6-D of Section Seven River Hills Industrial Park, as of record in Plat Book 4660, Page 72, Register's Office for Davidson County, Tennessee; thence, leaving the southerly right-of-way line of CSX Transportation Railroad with the westerly property line of G & P Associates, South 05° 58' 19" West, 307.01 feet to an existing iron rod in the northerly right-of-way line of said Cave Road; thence, with the northerly right-of-way line of Cave Road, along a curve to the left, with an arc length of 121.72 feet, the radius of which is 636.20 feet, the central angle of which is 10° 57' 42", the chord of which is North 89° 35' 01" West, 121.53 feet to an existing iron rod; thence, South 84° 56' 08" West, 306.80 feet to the point of BEGINNING, containing 133,633 square feet or 3.068 acres, more or less.

Exhibit "B"

Permitted Exceptions

1. Taxes for the year 2001 and subsequent years, a lien not yet due and payable. Said taxes have been adjusted between the parties and shall be paid by the Grantee.

2. Restrictive Covenants contained in instrument of record in Book 3806, Page 375, Register's Office for Davidson County, Tennessee.

3. Matters shown on the plan of record in Plat Book 4660, page 46, Register's Office for Davidson County, Tennessee.

4. Matters shown on ALTA/ACSM Land Title Survey of Lot 6-B, Section Four, River Hills Industrial Park prepared by Cherry Land Surveying, Inc. dated January 25, 2001.

WD.981