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FROM: Judith W. Sandlin and AmSouth Bank, as Co-Administrators, C.T.A., of the Estate of M. L. Wakefield and Co-Trustees of the Family Trust under the Will of M. L. Wakefield

TO: America Appliance Products, Inc., a Tennessee corporation

Address New Owner as follows:	Send Tax Bills to:	Tax-Parcel No.
American Appliance Products, Inc. 345 Chemwood Drive Newport, Tennessee 37821	— Same —	Map 34-15 Parcels 16, 17 and 20

THIS INSTRUMENT PREPARED BY: Waller Lansden Dortch & Davis, A Professional Limited Liability Company, 511 Union Street, Suite 2100, Nashville, Tennessee 37219-1760

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $1,500,000.00.

Affiant

Subscribed and sworn to before me, this the 29th day of June 2001.

Notary Public

My Comm. Expires: 7/26/03

JEANETTE L. RAMER NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

My Commission Expires JULY 26

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION OF the sum of Ten Dollars, cash in hand paid by the hereinafter named GRANTEE, and other good and valuable considerations, the receipt and sufficiency of which are hereby acknowledged, Judith W. Sandlin and AmSouth Bank, as Co-Administrators, C.T.A., of the Estate of M. L. Wakefield and Co-Trustees of the Family Trust under the Will of M. L. Wakefield, hereinafter called "GRANTORS", have bargained and sold, and by these presents do transfer and convey unto American Appliance Products, Inc., a Tennessee corporation, hereinafter called "GRANTEE", its successors and assigns, certain tracts or parcels of land in Davidson County, State of Tennessee, described as follows, to wit:

TRACT NO. I:
Being parcels of land lying within Davidson County, Tennessee, and being Lots 14, 15, 16 and 17 on the Plan of Rivergate Industrial Park as of record in Book 6900, page 239, Register's Office for Davidson County, Tennessee, to which plan reference is hereby made for a more complete description of said lots.

Davidson County DEEDWARR
Recvd: 07/03/01 15:27 4pgs
Fees:23.00 Taxes:5550.00

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Being the same property conveyed to M. L. Wakefield, by deed from R. H. Pursell and Newell T. Pursell, Jr. d/b/a I CANDO I, of record in Book 8698, page 683, said Register's Office.

TRACT NO. II:
Being a parcel of land lying within Davidson County, Tennessee, and being Lot 18 on the Plan of Rivergate Industrial Park as of record in Book 6900, page 239, Register's Office for Davidson County, Tennessee, to which plan reference is hereby made for a more complete description of said lot.

Being the same property conveyed to M. L. Wakefield, by deed from R. H. Pursell and Newell T. Pursell, Jr. d/b/a I CANDO I, of record in Book 8698, page 680, said Register's Office.

TRACT NO. III:
Being a parcel of land lying within Davidson County, Tennessee, and being Lot 19 on the Plan of Rivergate Industrial Park as of record in Book 6900, page 239, Register's Office for Davidson County, Tennessee, to which plan reference is hereby made for a more complete description of said lot.

Being the same property conveyed to M. L. Wakefield, by deed from R. H. Pursell and Newell T. Pursell, Jr. d/b/a I CANDO I, of record in Book 8698, page 677, said Register's Office.

Said property is transferred subject to the limitations, restrictions, and encumbrances set forth below.

1. 2001 Metropolitan Government taxes.

2. All matters shown on the plan of record in Book 6900, page 239, said Register's Office.

This is improved property known as 1113, 1117 and 1129 Myatt Boulevard, Madison, Tennessee 37115.

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 GRANTORS further covenants and bind themselves, their successors and assigns to warrant specially and forever defend the title to said real estate to GRANTEE, its successors and assigns, against the lawful claims of all persons claiming through and under GRANTORS (other than claims arising out of the matters set forth above), but not further or otherwise. Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

WITNESS our hand this 29th day of June, 2001.

Judith W. Sandlin, Co-Administrator, C.T.A. of the Estate of M. L. Wakefield

Judith W. Sandlin, Co-Trustee of the Family Trust under the Will of M. L. Wakefield

AMSOUTH BANK, Co-Administrator, C.T.A., of the Estate of M. L. Wakefield

BY: _____
R. Otis Goodin, Vice President

AMSOUTH BANK, Co-Trustee of the Family Trust under the Will of M. L. Wakefield

BY: _____
R. Otis Goodin, Vice President

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named Judith W. Sandlin, the bargainor, as Co-Administrator, C.T.A., of the Estate of M. L. Wakefield and Co-Trustee of the Family Trust under the Will of M. L. Wakefield, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged that she executed the within instrument for the purposes therein contained.

Witness my hand and seal, at office in Nashville, Tennessee, this the 29th day of June, 2001.

NOTARY PUBLIC

My Commission Expires: 7/26/03

JEANETTE L. RAMER NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

My Commission Expires JULY 26, 2003

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STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared R. Otis Goodin, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged himself to be Vice President of AmSouth Bank, the within named bargainor, an Alabama state bank, as Co-Administrator, C.T.A., of the Estate of M. L. Wakefield and Co-Trustee of the Family Trust under the Will of M. L. Wakefield, and that he as such Vice President, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of AmSouth Bank by himself as Vice President.

Witness my hand and seal, at office in Nashville, Tennessee, this the 29th day of June, 2001.

Jeanette L. Ramer
NOTARY PUBLIC

My Commission Expires: 7/26/03

JEANETTE L. RAMER
NOTARY PUBLIC AT LARGE
DAVIDSON COUNTY, TENN.

My Commission Expires JULY 26, 2003

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