THIS INSTRUMENT PREPARED BY: RON TOWNSDIN
SOUTHWEST ELECTRIC Co.
6501 SE 74TH ST
OKLAHOMA CITY, OK 73135

Quitclaim Deed

Know all men by these presents, that Glenn C. Pollack, Trustee, solely in his capacity as Chapter 11 Trustee for and on behalf of Grand Eagle, Inc., a Delaware corporation, Grand Eagle Services, Inc., a Delaware corporation, Grand Eagle Distribution, Inc., a Delaware corporation, Grand Eagle Services North America, Inc., a Georgia corporation (formerly known as Eastern Electric Apparatus Repairs Company, Inc.), North American Coil Corporation, a Delaware corporation, and Ohio Transformer, Inc., an Ohio corporation, debtors (collectively, the "Sellers"), for the consideration set forth below, hereby grants as set forth below to Southwest Electric Co. ("Grantee") whose tax mailing address is _____, the Real Property (as defined below).

RECITALS

WHEREAS, Sellers are debtors in proceedings for reorganization under chapter 11 of Title 11 (the "Bankruptcy Code") of the United States Code currently pending in the United States Bankruptcy Court for the Northern District of Ohio, Eastern Division (the "Bankruptcy Court"), in jointly administered cases designated on the docket of the Bankruptcy Court as Case Nos. 01-54821 to 01-54826 (collectively the "Cases").

WHEREAS, on December 13, 2001, the United States Trustee for Region IX appointed the Trustee as trustee for the Sellers, to perform the duties of a trustee under Sections 1106 and 1108 of the Bankruptcy Code in the Cases.

WHEREAS, Grantor was duly authorized by that certain Order Approving (i) The Sale Of Specific Assets Comprising The Debtors' Motor Business Segment, Outside Of The Ordinary Course Of Business And Free And Clear Of Liens, Claims And Encumbrances, Pursuant To Respective Asset Purchase Agreements And In Accordance With Approved Auction Sale Procedures And (ii) The Assumption And Assignment Of Certain Executory Contracts And Leases In Connection Therewith filed in the Cases on February 27, 2002 (the "Sale Order"), a certified copy of which is attached as Exhibit "A", to enter into and perform under the Asset Purchase Agreement dated February 25, 2002 (as defined in the Sale Order) and to sell and convey the Grantor's right, title and interest in and to that certain real estate which is further described on Exhibit "B" attached hereto and made a part hereof as though fully rewritten herein (the "Real Property"); and

NOW, THEREFORE, Grantor, by virtue of the title and powers vested by the provisions of the Sale Order, and for Ten Dollars ($10.00) and other valuable consideration paid

Davidson County DEEDQC
Recvd: 04/02/02 12:47 6pgs
Fees:32.00 Taxes:0.00
20020402-0039816

to Grantor, does hereby remise, release, Quitclaim, all of Sellers' right, title and interest in and to the Real Property, free and clear of all liens, claims and encumbrances as provided in the Sale Order, except for taxes and assessments, both general and special, which are a lien but not yet due and payable, zoning and governmental regulations, easements and restrictions of record only.

[SIGNATURES ON NEXT PAGE]

3/27/02
LET

TO HAVE AND TO HOLD the same unto the Grantee and its successors and assigns forever, as fully and completely as the Grantor, by virtue of the powers and authority so vested in the Grantor, is authorized and directed to sell and convey the same.

State of Ohio)
SS.
County of Cuyahoga)

The actual consideration or value, whichever is greater, for this transfer is $ 10 00 .

Affiant, TRUSTEE

Subscribed and sworn to before me this the 28th day of February, 2002.

Notary Public
My commission expires:

DONNA FULLER, Notary Public
State of Ohio, Cuyahoga County
My Commission Expires Dec. 3, 2003

(Affix seal)

This is unimproved ( ) improved (X) property, known as

932 TWIN ELMS COURT
(House number)(Street)(P.O. Address)

NASHVILLE, TN
(City or Town)

Whenever 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 28th day of February, 2002, the corporate party, if any, having caused its name to be signed hereto by its duly authorized officers on said day and date.

Glenn C. Pollack
Chapter 11 Trustee

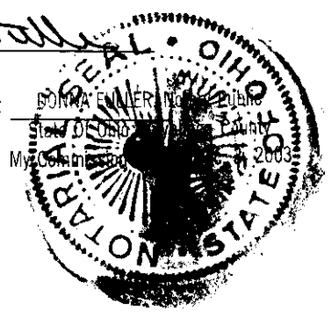
State of Ohio)
SS.
County of Cuyahoga)

Personally appeared before me, Donna Fuller, a Notary Public in and for said County and State, Glenn C. Pollack, Trustee, solely in his capacity as Chapter 11 Trustee for and on behalf of Sellers, the within named bargainor, 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.

Witness my hand and official seal at Cleveland, Ohio this 28th day of February, 2002.

Donna Fuller
Notary Public
My commission expires:

(Affix seal)



Address new owner(s) as follows:

Send tax bills to:

Name

Street Address or Route Number

City, State, Zip

Send Tax Bills To: (New Owner)

SOUTHWEST ELECTRIC CO. ATTN: JOHN MARAVICH
Name

6501 S.E. 74TH ST.
Street Address or Route Number

OKLAHOMA CITY, OK 73135
City, State, Zip

Map parcel numbers

MAP 106-2

PARCEL 60

Exhibit "B"

Land in Davidson County, Tennessee, being Lot No. 1 of Elm Hill Business Center, Section Sixteen, of record in Book 5190, page 662, Register's Office for Davidson County, Tennessee, described as follows, to-wit:

Beginning with a concrete monument located on the westerly right-of-way margin of Twin Elms Court and the northeast corner of Lot 2 and the southeast corner of Lot 1 of Elm Hill Business Center, Section Sixteen, of record in Book 5190, page 662, Register's Office for Davidson County, Tennessee; thence with a curve to the right having a radius of 60 feet and a length of 116.56 feet to an iron pin; thence N 5 deg. 32' 19" E 193.43 feet to an iron pin; thence N 57 deg. 41' W 220.00 feet to a concrete monument; thence S 11 deg. 43' W 360.38 feet to a point; thence S 79 deg. 20' 54" E 179.89 feet to the point of beginning, containing 1.511 acres, more or less.

Being the same property conveyed to Eastern Electric Apparatus Repair Company, Inc., a Georgia corporation, by Special Warranty Deed from Westinghouse Electric Corporation, of record in Book 6904, page 684, Register's Office for Davidson County, Tennessee.

Property Address: 932 Twin Elms Court, Nashville, TN