Davidson County DEEDWARR
Recvd: 10/02/02 13:30 9pgs
Fees:48.00 Taxes:11791.90
20021002-0119966

THIS INSTRUMENT PREPARED BY:
BASS, BERRY & SIMS PLC (JST)
315 Deaderick Street, Suite 2700
Nashville, Tennessee 37238

SPECIAL WARRANTY DEED

Address New Owner(s):	Send Tax Bills To:	Map/Parcel Number(s):
International Paint, Inc. 7 Livingstone Avenue Dobbs Ferry, NY 10522-3408	SAME	Map 105-08, Parcels 212, 213, 214, 215, 216, 266 and 268 Map 106-05, Parcel 164

FOR AND IN CONSIDERATION OF the sum of TEN AND NO/100 DOLLARS ($10.00) cash in hand paid and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, FERRO CORPORATION, an Ohio corporation (formerly known as "Ferro Enamel Corporation", and herein referred to as the "Grantor") has bargained and sold, and hereby transfers and conveys, to INTERNATIONAL PAINT, INC., a Kentucky corporation (the "Grantee"), and its successors and assigns, certain real property in Davidson County, Tennessee, more particularly described as follows:

Tract I:

Land in Davidson County, Tennessee, near the corporate limits of the City of Nashville, more particularly described as follows:

Parcel One of Tract I:

BEGINNING at a point in the south margin of Culvert Street, said point being the northeast corner of a tract of land conveyed to C.A. Hester on February 4, 1941, which point is 381 feet east of the centerline of the Tennessee Railway Company if measured along the south margin of Culvert Street; thence south along the east line of the Hester property, passing the southeast of said property at 304 feet, in all, 314 feet to a point 40 feet from the centerline of The Nashville, Chattanooga & St. Louis Railway's Lebanon Branch track; thence in an easterly direction along a line north of, parallel to and distant at all points 40 feet from the center of said track 350 feet to a point; thence south at right angles to said track 15 feet to a point 20 feet north of the centerline of said track; thence in an easterly direction along a line north of, parallel to and distant at all points 25 feet from the center of said track, 400 feet to a point; thence in a northwesterly direction at right angles to said track 5 feet to a point 30 feet from the center of said track; thence in a northeasterly direction along a line north of, parallel to and distant at all points 30 feet from the

center of said track, 430 feet, more or less, to the south margin of Culvert Street; thence west with the south margin of Culvert Street; 1150 feet, more or less, to the point of beginning, containing 6.15 acres, more or less.

BEING THE SAME property conveyed to Ferro Enamel Corporation, an Ohio corporation (subsequently renamed "Ferro Corporation"), by deed from The Nashville, Chattanooga & St. Louis Railway, a Tennessee corporation, of record in Book 1300, page 619, Register's Office for Davidson County, Tennessee.

Parcel Two of Tract I:

BEGINNING at the northeasterly corner of the intersection of Lester Avenue and Culvert Street, and proceeding thence along a projection of the eastern margin of said Lester Avenue 50 feet to a point in the southern margin of said Culvert Street; thence along the southern margin of said Culvert Street South 83 deg. East to a concrete monument at the intersection of said southerly margin and the western margin of the right-of-way of the Nashville, Chattanooga & St. Louis Railroad; thence along said western margin of said right-of-way northeasterly to a point, being the intersection of said western margin with the northern boundary of said Culvert Street; thence along said northern margin of said Culvert Street North 83 deg. West to the point of beginning.

BEING THE SAME property conveyed to Ferro Enamel Corporation (subsequently renamed "Ferro Corporation") by deed from T.C. Campbell of record in Book 2031, page 406, Register's Office for Davidson County, Tennessee.

Tract II:

LAND in the First Civil District, Nashville, Davidson County, Tennessee, lying generally south of Culvert Street, and west of Hackworth Street and being more particularly described as follows:

BEGINNING at an iron pin set on the westerly margin of Kilvington Boulevard at the intersection with the northerly margin of CSX Railroad, thence,

With said westerly margin of Kilvington Boulevard S 40 deg. 53' 45" E 77.85 feet to an iron pin set, thence,

With the northerly boundary of Nashville RDC Co. of record in Book 7218, page 855, Register's Office for Davidson County, Tennessee, a curve to the left 103.22 feet to an iron pin set; said curve having a central angle of 03 deg. 02' 55", radius 1940.00, tangent 51.62, and chord of S 87 deg. 53' 15" W 103.21 feet; thence,

S 07 deg. 37' 19" W 20.28 feet to an iron pin set; thence,

S 83 deg. 41' 12" W 229.69 feet to an existing iron pin; thence,

S 81 deg. 11' 44" W 29.88 feet to an existing concrete monument; thence,

With the northerly boundary of Ferro property of record in Book 2104, page 391, Register's Office for Davidson County, Tennessee, S 78 deg. 10' 48" W 25.07 feet to an existing concrete monument; thence,

With a curve to the left 187.58 feet to a point; said curve having a central angle of 09 deg. 17' 28", radius 1156.72, tangent 93.99, and chord of S 74 deg. 31' 09" W 187.37 feet; thence,

S 69 deg. 52' 25" W 357.52 feet to a point, thence,

With a curve to the right 486.51 feet to a point; said curve having a central angle of 19 deg. 45' 50", radius 1410.39, tangent 245.70, and chord of S 79 deg. 45' 20" W 484.10 feet; thence,

With new line a curve to the right 396.95 feet to a point; said curve having a central angle of 13 deg. 47' 02", radius 1650.00, tangent 199.44, and chord of N 80 deg. 34' 13" W 395.99 feet, thence,

N 08 deg. 00' 00" E 67.19 feet to an existing concrete monument; thence,

With the southerly boundary of Ferro (a different tract than mentioned above) a curve to the left 350.00 feet to a point; said curve having a central angle of 11 deg. 17' 11", radius 1776.79, tangent 175.57, and chord of S 83 deg. 13' 47" E 349.43 feet; thence,

S 01 deg. 07' 37" W 15.00 feet to a point; thence,

With a curve to the left 400.00 feet to a point; said curve having a central angle of 17 deg. 09' 44", radius 1335.39, tangent 201.51, and chord of N 82 deg. 31' 13" E 398.51 feet; thence,

N 16 deg. 03' 39" W 5.00 feet to a point; thence,

With a curve to the left 94.40 feet to a point; said curve having a central angle of 04 deg. 03' 56", radius 1330.39, tangent 47.22, and chord of N 71 deg. 54' 23" E 94.38 feet; thence,

N 69 deg. 52' 25" E 299.39 feet to a point; thence,

With a curve to the right 71.96 feet to an existing concrete monument; said curve having a central angle of 03 deg. 20' 02", radius 1236.72, tangent 35.99, and a chord of N 71 deg. 32' 26" E 71.95 feet; thence,

N 21 deg. 27' 21" E 50.50 feet to an existing iron pin; thence,

With the southerly boundary of Lots 1 & 2 of the Jimmy E. Allen Property of record in Plat Book 6200, page 172, Register's Office for said County, a curve to the right 249.67 feet to a point; said curve having a central angle of 07 deg. 00' 29", radius 2041.25, tangent 124.99, and chord of N 76 deg. 52' 39" E 249.52 feet; thence,

S 09 deg. 37' 07" E 41.25 feet to a point; thence,

With a curve to the right 264.85 feet to a point; said curve having a central angle of 07 deg. 35' 15", radius 2000.00, tangent 132.62, and chord of N 84 deg. 10' 31" E 264.66 feet to the point of beginning, containing 148,432 square feet or 3.408 acres, more or less.

BEING THE SAME PROPERTY conveyed to Ferro Corporation, an Ohio corporation, by Quitclaim Deed from CSX Transportation, Inc., a Virginia corporation, of record in Deed Book 10890, page 683, Register's Office for Davidson County, Tennessee.

Tract III:

BEGINNING at the intersection of the westerly boundary of Woodycrest Avenue and the southerly right-of-way line of The Nashville, Chattanooga & St. Louis Railway's industrial spur, formerly known as Lebanon Branch, said right of way line lying south of, parallel with and at all points 50 feet distant from the centerline of the said former Lebanon Branch; thence west with the said right-of-way line, the same being the arc of a curved line, curving to the left a distance of 196.67 feet to a point of tangency, the long chord of said arc having a bearing of South 74 deg. 27' West and length of 196.47 feet; thence continuing with said right-of-way line South 69 deg. 35' West, a distance of 299.59 feet to a point at the beginning of a curve; thence West with said right-of-way line, the same being the arc of a curved line, curving to the right for a distance of 535.75 feet to a point, the long chord of said arc having a bearing of South 79 deg. 00' West and a length of 533.27 feet; thence South 6 deg. 22' West, a distance of 21.81 feet to a point which is 50 feet north of the located centerline of The N.C. & St. L. Railway's Woodycrest Connecting Line as now staked on the ground if measured on a line radial to the curve thereof; thence East on a line parallel with said located centerline, the same being the arc of a curved line curving to the left, a distance of 166.67 feet to a point of tangency, the long chord of said arc having a bearing of South 86 deg. 12' East and a length of 166.58 feet; thence continuing on a line parallel with the said located centerline, South 88 deg. 46' East, a distance of 234 feet to a point; thence North 85 deg. 32' East, a distance of 392.65 feet to a point; thence South 84 deg. 46' East, a distance of 232.32 feet to a point in the west boundary of Woodycrest Avenue; thence with said West boundary of Woodycrest Avenue, North 5 deg. 36' West, 286.22 feet to the point of beginning, containing 3.06 acres.

BEING PART OF THE SAME property conveyed to Ferro Corporation, an Ohio corporation, by deed from The Tennessee Property Company, a Tennessee corporation, of record in Book 2104, page 391, Register's Office for Davidson County, Tennessee.

TOGETHER WITH a non-exclusive right and easement to and from Woodycrest Avenue retained in the deed from Ferro Corporation, an Ohio corporation, to Nashville RDC Co., a Tennessee general partnership, in Book 7218, page 855, Register's Office for Davidson County, Tennessee.

Tract IV:

Parcel One of Tract IV:

BEING Lots Nos. 33 and 34 on the Plan of Guilford Dudley's Addition to Nashville, as of record in Book 332, page 73, Register's Office for Davidson County, Tennessee.

Said Lot No. 33 fronts 50 feet on the westerly side of Geyser Street and runs back between parallel lines 125 feet to an alley.

Said Lot No. 34 fronts 50 feet on the westerly side of Geyser Street and runs back between parallel lines 124 feet to an alley.

Parcel Two of Tract IV:

A TRACT OF LAND in the First Civil District of Metropolitan Nashville Davidson County, Tennessee, being generally located north of Culvert Avenue and west of Geyser Street and being all of Parcel 214 on Davidson County Property Map 105-8 and being more fully described as follows:

BEGINNING at the intersection of the north margin of Culvert Street and the west margin of Geyser Street; thence N 80 deg. 03' 15" West a distance of 125.47 feet with the north margin of Culvert Street to a point at the intersection of the east margin of a 12 foot alley; thence N 05 deg. 00' 07" E a distance of 55.49 feet with the east margin of said alley to a point; thence S 84 deg. 59' 53" E a distance of 125.00 feet to a point on the west margin of Geyser Street; thence S 5 deg. 00' 07" W a distance of 66.30 feet with the margin of Geyser Street to the point of beginning, containing 7,612 square feet.

Parcel Three of Tract IV:

LAND in Davidson County, Tennessee, being Lot No. 31 on the Map of Guilford Dudley's Addition to Nashville, as of record in Book 334, page 73, Register's Office for said County.

Said Lot No. 31 fronts 50 feet on the northerly side of Culvert Street and runs back 153.9 feet on the west line and 158.4 feet on the east line with the west margin of an alley, to an alley in the rear.

Parcel Four of Tract IV:

BEING Lot No. 30 in Guilford Dudley's Addition to Nashville, as of record in Book 332, page 73, Register's Office for Davidson County, Tennessee.

Said Lot No. 30 fronts 75 feet on the northerly side of Culvert Street and runs back 147 feet on the westerly line and 153.9 feet on the easterly line to an alley.

BEING THE SAME property conveyed to Ferro Corporation, an Ohio corporation, by deed from Nashville RDC, a partnership composed of H. Steven George and Fred R. Keith, Jr., of record in Book 7218, page 851, Register's Office for Davidson County, Tennessee.

TO HAVE AND TO HOLD said property, together with the appurtenances, hereditaments, estate, title and interest thereto belonging, to Grantee, forever.

The foregoing legal descriptions are the same as those used in the previous deeds of record.

Tract I is improved property known as 20 Culvert Street, Nashville, Tennessee 37210. Tract II is unimproved property located on Woodycrest Avenue, Nashville, Tennessee. Tract III is unimproved property located on Culvert Street, Nashville, Tennessee. Tract IV is unimproved property located on Culvert and Geyser Streets, Nashville, Tennessee.

The above-described property is conveyed subject to the following matters:

1. Taxes for the year 2002, a lien, and due and payable beginning October 1, 2002.

2. Easement for Sanitary Sewer and/or Storm Drainage of record in Book 4717, page 405, Register's Office for said County. (Tract I)

3. Easement for Sewer Pipeline of record in Book 4839, page 723, Register's Office for said County. (Tracts I and II)

4. Easement for Sanitary Sewers and/or Storm Drainage of record in Book 6785, page 159, Register's Office for said County. (Tracts II and III)

5. Perpetual Non Exclusive Easement for Utilities of record in Book 7029, page 331, Register's Office for said County. (Tract III)

6. Covenants and obligations contained in deed of record in Book 10890, page 683, Register's Office for said County. (Tract II)

7. Easement Agreement from Louisville and Nashville Railroad to Electric Power Board of the City of Nashville dated August 13, 1971, which superseded and abandoned prior easement agreement dated July 20, 1960, not of record.

8. Rights of others in and to the non-exclusive right and easement to and from Woodycrest Avenue of record in Book 7218, page 855, Register's Office for Davidson County, Tennessee. (Tract III)

9. License for construction and maintenance of gas line of record in Book 4195, page 321, Register's Office for said County. (Tracts I, II & III)

10. Possible charter right-of-way of CSX Transportation Railroad. (Tracts I, II & III)

11. Matters that would be shown on a survey of the property.

Grantor covenants and binds itself and its successors to warrant specially and defend to Grantee forever the title to said property against the lawful claims of all persons claiming through or under Grantor (excluding claims arising out of the matters set forth above), but no further or otherwise.

IN WITNESS WHEREOF, the undersigned Grantor has caused this instrument to be executed this 30th day of September, 2002.

FERRO CORPORATION

By: Millicent W. Pitts
Millicent W. Pitts, Vice President

STATE OF OHIO)

COUNTY OF CUYAHOGA)

The actual consideration for this transfer or value of property transferred (whichever is greater) is $ 3,187,000.00.

Affiant

Sworn to and subscribed before me this 30th day of September, 2002.

Notary Public

My Commission Expires:

CLAUDIA J. TALLER, Notary Public
State of Ohio
My Commission Expires Apr. 20, 2004

STATE OF OHIO)

COUNTY OF CUYAHOGA)

Personally appeared before me, the undersigned, a Notary Public having authority within the State and County aforesaid, Millicent W. Pitts, with whom I am personally acquainted, and who acknowledged that she executed the within instrument for the purposes therein contained, and who further acknowledged that she is a Vice President of Ferro Corporation, a corporation, and is authorized by the corporation to execute this instrument on behalf of the corporation.

WITNESS my hand, at office, this 30th day of September, 2002.

Claudia J. Taller
Notary Public

My Commission Expires:

_____



CLAUDIA J. TALLER, Notary Public
State of Ohio
My Commission Expires Apr. 20, 2004