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This instrument prepared by
and after recording return to:
White & Reasor, PLC
3102 West End Avenue, Suite 1150
Nashville, Tennessee 37203
Attention: John W. Stone, III, Esq.

Davidson County DEEDWARR
Recvd: 10/20/03 12:40 6pgs
Fees:33.00 Taxes:6105.00
20031020-0154648

SPECIAL WARRANTY DEED

ADDRESS NEW OWNER(s) AS FOLLOWS:	SEND TAX BILLS TO:	MAP PARCEL NUMBERS
Goodwill Industries Of Middle Tennessee, Inc.	Goodwill Industries Of Middle Tennessee, Inc.	118-7-220 ~~and 34-1015~~
1015 Herman Street	1015 Herman Street	
Nashville, Tennessee 37208	Nashville, Tennessee 37208	

STATE OF Tennessee
COUNTY OF Davidson

The actual consideration or value whichever is greater, for this transfer is $1,650,000.00, which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.
Subscribed and sworn to before me this the 16th day of October, 2003.

Pamela Walk — Affiant

J E Spruill — Notary Public

My commission expires: 11-12-2006
(Affix Seal)

J.E. SPRUILL NOTARY PUBLIC AT LARGE WILLIAMSON CO. TENN.

55491 - SJ

THIS INDENTURE made this 15 day of October, 2003, between **APEX SUPPLY COMPANY, INC.**, a Delaware corporation ("GRANTOR"), and **GOODWILL INDUSTRIES OF MIDDLE TENNESSEE, INC.**, a Tennessee non-profit corporation ("GRANTEE").

WITNESSETH:

That Grantor, for and in consideration of the sum of One Hundred and No/100ths Dollars ($100.00) and for other good and valuable consideration in hand paid by GRANTEE, the receipt and sufficiency of which is hereby acknowledged, has granted, bargained, sold and conveyed, and does hereby grant, bargain, sell and convey unto GRANTEE, its successors, representatives and assigns, the premises described on Exhibit A attached hereto and by reference made a part hereof, together with all easements and other rights, interest and easements appurtenant thereto, including, without limitation, any interest of GRANTOR in all sidewalks, walkways, common areas, streets or public ways, water and mineral rights appurtenant to the premises, and all buildings, fixtures, parking structures and improvements located on the premises.

This is improved property known as 780 Berry Road, Nashville, Tennessee.

TO HAVE AND TO HOLD the said premises to the said GRANTEE, its successors, representatives and assigns, forever.

AND GRANTOR, for itself, its representatives, successors and assigns does hereby covenant with GRANTEE, its representatives, successors and assigns, that GRANTOR is lawfully seized in fee simple of the premises herein conveyed; has full power, authority and right to convey the same; that GRANTOR will forever warrant and defend the title thereto against the lawful claims of all persons whomsoever claiming by, through or under GRANTOR, but not otherwise. Without expanding by implication the limited nature of this warranty, this conveyance of the premises, and all covenants and warranties contained herein, are made expressly subject to the matters set forth on Exhibit B hereto (the "Permitted Exceptions"), and the restrictions set forth on Exhibit C attached hereto and made a part hereof. By accepting this deed, GRANTEE is deemed to have assumed all of GRANTOR'S obligations relating to the premises under the Permitted Exceptions.

Witness our hand this 15 day of October, 2003, the corporate party, if any, having caused its name to be signed hereto by its duly authorized officers on said day and date.

APEX SUPPLY COMPANY, INC.,
a Delaware corporation

By: _____
Name: James Stoddart
Its: Vice-President

State of Georgia
County of Cobb

Personally appeared before me, the undersigned, a Notary Public within and for said State and County, duly commissioned and qualified, James Stoddard, with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence, and who, upon oath, acknowledged himself to be the Vice-President of **APEX SUPPLY COMPANY, INC.**, a Delaware corporation, the within named bargainor, and that he as such Vice-President, being authorized to do so, executed the foregoing instrument, for the purposes therein contained by signing the name of the corporation by himself as such officer.

Witness my hand seal at office this 15 day of October, 2003.

Lee Womick

My Commission Expires:

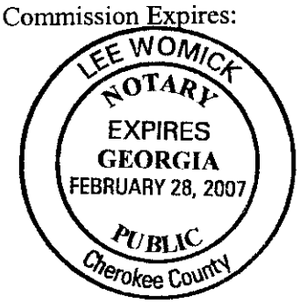


EXHIBIT A

PROPERTY DESCRIPTION

All that tract or parcel of land lying and being in the 1st Civil District, Nashville, Davidson County, Tennessee, and being more particularly described as follows:

BEGINNING at an iron pin marking the point of intersection of the northwest right of way line of Berry Road (50 foot right of way) and the east right of way line of Seaboard Systems Railroad; running thence in a northerly direction along the east right of way of said Seaboard Systems Railroad, and following the curvature thereof, a distance of 66.70 feet to an iron pin; running thence North 03 degrees 45 minutes 43 seconds West along said right of way line a distance of 324.00 feet to an iron pin; running thence North 87 degrees 54 minutes 02 seconds East along an offset in said right of way line a distance of 8.00 feet to an iron pin; running thence in a northerly direction along said right of way line and following the curvature thereof a distance of 30.96 feet to an iron pin; running thence North 86 degrees 35 minutes 13 seconds East a distance of 433.33 feet to a point; running thence South 03 degrees 24 minutes 47 seconds East a distance of 236.12 feet to a point; running thence in a southeasterly direction along the arc of a curve to the left, said curve having a radius of 25.00 feet and central angle of 47 degrees 09 minutes 53 seconds a distance of 20.58 feet to a point; running thence in a southeasterly direction along the arc of a curve to the right, said curve having a radius of 25.00 feet and central angle of 47 degrees 09 minutes 53 seconds a distance of 20.58 feet to a point; running thence South 03 degrees 24 minutes 47 seconds East a distance of 31.00 feet to a point located on the northwest right of way line of Berry Road; running thence South 72 degrees 06 minutes 20 seconds West along said right of way line, a distance of 470.59 feet to the iron pin at the POINT OF BEGINNING, as per survey for "Tennessee Pipe and Supply Corp." dated June 2, 1983 prepared by Barge, Waggoner, Sumner & Cannon and certified by Wendell H. Talley, Sr., Tennessee Registered Land Surveyor No. 785, and containing 3.71 acres, more or less, according to said survey.

BEING part of the same property conveyed to Apex Supply Company, Inc., a Delaware corporation, by Deed of Record at Instrument Number 200001110003950, Register's Office for Davidson County, Tennessee.

EXHIBIT B

PERMITTED TITLE EXCEPTIONS

1. All easements, restrictions and encroachments of record or which would be ascertainable by an inspection or survey of the premises.

2. All existing zoning laws and ordinances.

3. All taxes and assessments for the year 2003 and subsequent years, not yet due and payable.

4. All matters of record.

EXHIBIT C

RESTRICTIONS

The following restriction shall run with the title to the premises and be binding upon the owner and all tenants and occupants of the premises for a period of five (5) years commencing on even date herewith and ending on October 16, 2008.

(i) No portion of the premises shall be used for the sale, display, lease or distribution of plumbing supplies, kitchens or bathrooms or components thereof (including, without limitation, tubs, sinks, faucets, showers, vanities, countertops and related hardware).