Prepared by:
Lynn Collins, Esq.
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Davidson County DEEDWARR
Recvd: 11/11/03 08:28 5pgs
Fees:28.00 Taxes:703.00
20031111-0164756

SPECIAL WARRANTY DEED

This Special Warranty Deed (this Deed) is made as of November ___, 2003, by AMERICAN EXCELSIOR COMPANY, a Texas corporation (**Grantor**), 850 Avenue H East, Arlington, Texas 76005, to CF–NAS PROPERTIES, LLC, a Tennessee limited liability company (**Grantee**) 4746 Spottswood Avenue, #343, Memphis, TN 38117.

For and in consideration of the sum of Ten and No/100 Dollars and other valuable consideration to Grantor paid by the Grantee, the receipt and sufficiency of which are acknowledged, Grantor and Grantee agree as follows:

1. Conveyance and Warranty of Title.

Grantor GRANTS, SELLS, and CONVEYS to Grantee, subject to the Permitted Exceptions (defined below), all of the improved real property located at 611 Merritt Avenue, Nashville, Tennesse, Davidson County, Tennessee (the **Property**) more particularly described on Exhibit 1 attached hereto and made a part hereof for all purposes, together with the improvements thereon and all of Grantor's rights to appurtenances, easements, adjacent streets and alleys, strips, and gores.

TO HAVE AND TO HOLD the Property, subject to the Permitted Exceptions, together with all and singular the rights and appurtenances thereto in anywise belonging, to Grantee, its successors and assigns, forever; and Grantor binds itself, its successors and assigns, to WARRANT AND FOREVER DEFEND all and singular the Property to Grantee, its successors and assigns, against every person whomsoever lawfully claiming or to claim the same or any part thereof, by, through, or under Grantor, but not otherwise.

2. Permitted Exceptions.

This Deed is made, and is accepted by Grantee, subject to the restrictions, easements, covenants, encumbrances, and liens described on Exhibit 2 attached hereto and incorporated herein by reference for all purposes (the **Permitted Exceptions**).

3. Taxes and Assessments.

Grantee, by accepting delivery of this Deed, has assumed and agreed to pay the taxes and assessments for the current year and all subsequent years. Grantee's acceptance of delivery of this Deed is evidenced by its recordation.

Tax Bills should be delivered to:
New Owner
CF-NAS Properties, LLC
4746 Spottswood Avenue, #343
Memphis, TN 38117

EXECUTED as of the date first written above.

GRANTOR:

AMERICAN EXCELSIOR COMPANY,
a Texas corporation

By: Todd A. Eblen
Name: Todd A. Eblen
Title: CFO

State of TN
County of Davidson

I hereby swear or affirm that, to the best of affiant's knowledge, information, and belief, the actual consideration for this transfer or value of the property transferred, whichever is greater, is $190,000.00, which amount is greater or equal to than the amount which the property would command at a fair and voluntary sale.

Dorothy S. Potts
Affiant

Subscribed and sworn to before me this the 4 day of November, 2003.

Susan H. Holzer
Notary Public

NOTARY PUBLIC AT LARGE DAVIDSON COUNTY

My commission expires: Nov 26, 2005

ACKNOWLEDGEMENT

STATE OF TEXAS

COUNTY OF Dallas

Before me, a Notary Public of the state mentioned, personally appeared Todd A. Ebben, 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 CFO/VP Finance of AMERICAN EXCELSIOR COMPANY, a Texas corporation, and that he as such CFO/VP Finance executed the foregoing instrument for the purposes therein contained.

WITNESS my hand, at office, this 4th day of November, 2003.

Patricia Brown
Notary Public

My Commission expires:

PATRICIA BROWN
NOTARY PUBLIC
STATE OF TEXAS
My Comm. Exp. 1-16-2005

Exhibit 1

Real Property Description

Land in Davidson County, Tennessee, being Lots 4 and 5 on the Plan of Hamilton Lands Industrial Subdivision of record in Book 3600, Page 58, Register's Office for Davidson County, Tennessee.

Said Lots No. 4 and 5 adjoin and front together 110 feet on the southerly side of Merritt Street, and extend back between parallel lines, 172.5 feet to an alley.

Being the same property conveyed to American Excelsior Company, a Texas Corporation, by Deed from Inter-Pac Packaging Corporation of record in Book 9597, Page 621, Register's Office for Davidson County, Tennessee.

Tax Parcel ID:
105-07-0 476 – Lot 4
105-07-0 477 – Lot 5

Exhibit 2

Permitted Exceptions

1. All matters shown on Plan of record in Plat Book 3600, Page 58, Register's Office for Davidson County, Texas.

2. All matters shown on the survey prepared by Michael V. Homes, RLS #213, H&H Land Surveying, Inc., dated December 27, 1994, Job No. 87-169, including, but not limited exclusively:

    a. 3.0 foot encroachment of a concrete pad across the west boundary of the land onto adjoining property

    b. a fence across a portion of the land inside and near the southern boundary