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

Davidson County DEEDWARR
Recvd: 08/17/04 14:54 7pgs
Fees:38.00 Taxes:49878.96
20040817-0099440

GENERAL WARRANTY DEED

Address New Owner(s)	Send Tax Bills To:	Map-Parcel Number(s)
Innophos, Inc. P.O. Box 8001 Cranbury, NJ 08512-8001	Same	Map 91-0, Parcels 14, 15, 16.01, & 48 and Map 91-8, Parcel 1

FOR AND IN CONSIDERATION of the sum of TEN AND NO/100 ($10.00) DOLLARS cash in hand paid and other good and valuable consideration, the receipt of which is hereby acknowledged, RHODIA INC., a Delaware corporation ("Grantor") has bargained and sold, and by these presents does hereby transfer and convey unto INNOPHOS, INC., a Delaware corporation ("Grantee"), its successors and assigns, a certain tract or parcel of land in Davidson County, Tennessee, described on Exhibit A attached hereto.

This is improved property known as 4600 Centennial Boulevard, Nashville, Tennessee.

Said property is conveyed subject to the matters set forth on Exhibit B attached hereto.

TO HAVE AND TO HOLD said land with the appurtenances, hereditaments, estate, title, and interest thereto belonging to Grantee, its successors and assigns, forever. Grantor covenants that, subject to the matters set forth above, Grantor is lawfully seized and possessed of said land in fee simple, has good right to convey it, and that same is unencumbered except as set forth on Exhibit B attached hereto.

Grantor further covenants and binds itself and its representatives, successors and assigns to warrant and forever defend the title to said land to Grantee, its successors and assigns, against the lawful claims of all persons whomsoever except claims arising out of the matters set forth on Exhibit B attached hereto.

WITNESS its hand this 13 day of August, 2004.

RHODIA INC.

By: Anthony Saviano

Anthony Saviano, ~~Assistant Secretary~~ Authorized Signatory

AS

STATE OF NEW YORK)
)
COUNTY OF NEW YORK)

Personally appeared before the undersigned, a Notary Public in and for the State and County aforesaid, Anthony Saviano, 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 Authorized Signatory ~~Assistant Secretary~~ of RHODIA INC., a Delaware corporation, the within named bargainor, and that he as such Assistant Secretary, being duly authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by himself as such Assistant Secretary.

WITNESS my hand, at office, this 13TH day of August, 2004.

Notary Public

APRIL B. ABRAMS
Notary Public, State of New York
No. 01AB5030907
Qualified in Nassau County
Commission Expires July 25, 2006

My Commission Expires:_____

STATE OF NEW YORK)
)
COUNTY OF NEW YORK)

The actual consideration for this transfer or value of property conveyed (whichever is greater) is $13,480,800.00.

Affiant

Sworn to and subscribed before me this 13TH day of August, 2004.

Notary Public

My Commission Expires:_____

APRIL B. ABRAMS
Notary Public, State of New York
No. 01AB5030907
Qualified in Nassau County
Commission Expires July 25, 2006

EXHIBIT A

Tract 1

All that certain piece, parcel or tract of land, situate, lying, and being located in Davidson County, State of Tennessee, containing 7.766 acres, as shown on a plat entitled "ALTA/ACSM Land Title Survey for Belinda Project, Nashville, TN, 4600 Centennial Boulevard, Nashville, TN", dated July 9, 2004, prepared by Barrett Surveying Group (R. Scott Barrett, PLS TN Registration No. 2473) and according to said plat having the following metes and bounds to wit:

Beginning at a set railroad spike (Labeled as P.O.B. 7.766 acre parcel) located at the intersection of the western right of way of 44th Avenue North and John A. Merritt Blvd. – A.K.A.. Centennial Blvd. thence running with the western right of way of 44th Avenue North S 02°17'00" W 523.16 feet to an old ⅞" rebar, located on the northern right of way of Meigs Street (unopened), thence turning and leaving the western right of way of 44th Avenue and running along the northern right of way of Meigs Street (unopened) N 88°01'40" W 342.03 feet to a new ½" rebar, located on the western right of way of Vanlear Street (unopened), thence turning and running along the western right of way of Vanlear Street (unopened) S 02°51'52" W 230.01 feet to a new ½" rebar, located on the eastern right of way of N.C. & St. Louis Railway (50' r/w total), thence turning and running along the eastern right of way of N.C. & St. Louis Railway (50' r/w total) along a curve to the left, having an arc length of 368.97 feet, a radius of 1901.33 feet, a chord bearing and distance of N 56°47'41" W 368.39 feet to a point, thence along a curve to the left, having an arc length of 368.97 feet, a radius of 1901.33 feet, a chord bearing of N 67°54'48" W 368.39 feet to a new ½" rebar, located on the Southern right of way of John A. Merritt Blvd. – A.K.A. Centennial Blvd., thence turning and running along the southern right of way of John A. Merritt Blvd. – A.K.A. Centennial Blvd. N 68°25'59" E 406.00 feet to a new ½" rebar, thence N 68°45'24" E 693.29 feet to a set railroad spike, the point of beginning.

Tract 2

All that certain piece, parcel or tract of land, situate, lying, and being located in Davidson County, State of Tennessee, containing 3.303 acres, as shown on a plat entitled "ALTA/ACSM Land Title Survey for Belinda Project, Nashville, TN, 4600 Centennial Boulevard, Nashville, TN", dated July 9, 2004, prepared by Barrett Surveying Group (R. Scott Barrett, PLS TN Registration No. 2473) and according to said plat having the following metes and bounds to wit:

To find the true point of beginning commence at a set railroad spike (Labeled as P.O.C. 3.303 Acre Parcel) located at the intersection of the western right of way of 44th Avenue North and John A. Merritt Blvd. – A.K.A.. Centennial Blvd., thence running along the southern right of way of John A. Merritt Blvd. – A.K.A.. Centennial Blvd. S 68°45'24" W 693.29 feet to a new ½" rebar, thence S 68°25'59" W 406.00 feet to a new ½" rebar, located on the eastern right of way of N.C. and St. Louis Railway (50' r/w total), thence continuing along the southern right of way of John A. Merritt Blvd. – A.K.A.. Centennial Blvd., running across the N.C. & St. Louis Railway right of way S 68°25'59" W 82.91 feet to a new ½" rebar, the true point of beginning (Labeled as P.O.B. 3.303 acre parcel) located on the western right of way of N.C. & St. Louis Railway, thence running along the western right of way of N.C. & St. Louis Railway S 74°27'16" E 66.39 feet to a point, thence S 71°52'16" E 112.00 feet to a point, thence S 68°41'16" E 92.20 feet to a point, thence S 64°39'16" E 100.00 feet to a point, thence S 62°37'16" E 100 feet to a point,

thence S 59°35'16" E 100.00 feet to a point, thence S 57°05'16" E 57.50 feet to a point, thence S 54°27'16" E 93.50 feet to a point, S 52°41'16" E 114.20 feet to a point, thence S 47°58'16" E 60.06 feet to a new ½" rebar, located at the common corner of N/F Tennessee Village Apts., Ltd. Partnership property, thence turning and running along the common line of N/F Tennessee Village Apts., Ltd. Partnership property S 88°03'30" W 602.81 to an old ½" rebar located at the common corner of the N/F Pearl Holding Company, Inc. Property, thence turning and running along the common line of the N/F/ Pearl Holding Company, Inc. Property N 01°35'57" W 334.17 feet to a new ½" rebar, thence N 69°59'43" W 128.83 feet to an old ⅞" rebar, thence N 75°53'18" W 131.64 feet to a fence corner located on the southern right of way of John A. Merritt Blvd. – A.K.A.. Centennial Blvd., thence turning and running and running along the southern right of way of Centennial Blvd. and John A. Merritt Blvd. – A.K.A. Centennial Blvd. N 68°41'32" E 84.81 feet to a new ½" rebar, the true point of beginning.

Tract 3

All that certain piece, parcel or tract of land, situate, lying, and being located in Davidson County, State of Tennessee, containing 59.634 acres, as shown on a plat entitled "ALTA/ACSM Land Title Survey for Belinda Project, Nashville, TN, 4600 Centennial Boulevard, Nashville, TN", dated July 9, 2004, prepared by Barrett Surveying Group (R. Scott Barrett, PLS TN Registration No. 2473) and according to said plat having the following metes and bounds to wit:

To find the true point of beginning commence at a set railroad spike (Labeled as P.O.C. 59.634 Acre Parcel) located at the intersection of the western right of way of 44th Avenue North and John A. Merritt Blvd. -- A.K.A. Centennial Blvd., thence running along a tie line N 60°59'38" E 492.95 feet to a new ½" rebar, true point of beginning (Labeled as P.O.B. 59.634 acre parcel) located on the northern right of way John A. Merritt Blvd. -- A.K.A. Centennial Blvd., and also the common corner of N/F Louis A. McRedmond property, thence running along the northern right of way of John A. Merritt Blvd. -- A.K.A. Centennial Blvd. S 68°23'29" W 240.04 feet to a new ½" rebar, thence S 11°24'15" W 6.00 feet to a new ½" rebar, thence S 68°45'24" W 938.61 feet to an old concrete monument, thence S 68°25'59" W 494.91 feet to a new ½" rebar, located on the eastern right of way of N.C. & St. Louis Railway, thence leaving the northern right of way of John A. Merritt Blvd. -- A.K.A. Centennial Blvd. and running along the eastern right of way of N.C. & St. Louis Railway N 75°29'58" W 16.08 feet to a new mag nail, thence N 79°10'58" W 90.29 feet to a new ½" rebar, thence N 83°28'58" W 38.57 feet to a new ½" rebar, thence N 06° 31' 02" E 5.00 feet to a new mag nail, thence N 83°28'58" W 43.87 feet to a new mag nail, thence N 87°25'33" W 1070.40 feet to a point, located a the common corner of N/F B.P. Oil, Inc. property, thence leaving the right of way of N.C. & St. Louis Railway and running along the common line of B.P. Oil, Inc. property N 02°40'20" E 1110.00 feet to a point at or near the low water mark of the Cumberland River, (passing over an old 5/8" rebar located at 31.69 feet, and also passing over an old ¾" solid rod located at 892.90 feet at the top of bank at the Cumberland River) thence running along the meanders of the Low Water Mark of the Cumberland River approximately 2579.6 feet, the following three courses and distances, which serve as a tie line along the Cumberland River: (1) S 78°48'04" E 929.18 feet to a point, thence (2) N 81°02'24" E 1525.76 feet to a point, thence (3) N 43°30'41" E 124.63 feet to a point, located at or near the Low Water Mark of the Cumberland River, also the common corner of N/F Louis A. McRedmond property, thence turning and running along the common line of N/F/ Louis A. McRedmond property, S 31°14'46" E 250.00 feet to a planted railroad rail inside of building,

thence S 38°45'14" W 59.97 feet to an old ⅞" rebar, thence S 51°14'19" E 277.72 feet to an old ⅞" rebar, thence S 19°26'27" W 168.79 feet to an old ⅞" rebar, thence S 01°41'27" W 117.21 feet to a new ½" rebar, thence S 35°40'39" E 15.66 feet to a new ½" rebar, the true point of beginning.

Being the same property conveyed to Rhodia Inc., a Delaware corporation by Quitclaim Deed from Aventis CropScience USA, Inc., a Delaware corporation, Sucessor-In-Interest to Rhone-Poulenc Basic Chemicals Co. and Stauffer Chemical Company, of record in Instrument No. 20011120-0127571, Register's Office for Davidson County, Tennessee.

EXHIBIT B

1. 2004 Taxes, a lien, which is not yet due and payable.

2. Right-of-way easements of record in Book 2596, page 301; Book 3670, page 486; Book 3671, page 377; Book 4988, page 9; and Book 5196, page 996, said Register's Office.

3. Warranty Deed of Flowage Easement of record in Book 2245, page 391, said Register's Office.

4. Perpetual Easement and right to flood as a result of the operation and maintenance of the Cheatam Lock and Dam Project of record in Book 2155, page 314, said Register's Office.

5. Boundary line agreement of record in Book 633, page 548, said Register's Office.

6. Overhead line easement of record in Instrument No. 20010313-0023752, said Register's Office.

7. Temporary Construction Easements for Slopes and Working Area conveyed in Book 9678, page 61 and Book 9678, page 71, said Register's Office.

8. Easement as set out in deed of record in Book 6504, page 788, said Register's Office.

9. Subject to certain rights to cross land as set out in deed of record in Book 523, page 595, said Register's Office.

10. Easement for right of way of spur tract of record in Book 1915, page 487, said Register's Office.

11. Abandonment and Vacation of Street known as Clifton Avenue of record in Book 3873, page 337, said Register's Office.

12. Final Decree establishing non-existence of public street between properties of Victor Chemical Company Works and Federal Chemical Company and establishing a private right of way for Federal Chemical Company of record in Book 724, page 472, said Register's Office.

13. Title to any portion of said land lying in the bed or banks of the Cumberland River, the rights of upper and lower riparian owners to the free and unobstructed flow of the water of said river, without diminution or pollution, and the consequence of any past or future change in the location of said river.

14. Notice of Hazardous Substance Site of record in Book 7665, page 482, said Register's Office.

15. All matters shown on the plan of record in Book 21, page 35; Book 161, page 35 as revised in Book 547, page 138; Book 161, page 69; and Book 547, page 34, said Register's Office.

16. Title to that portion of the premises embraced within the charter right-of-way of N.C. & St. L. Railroad, its successors and assigns.

17. Survey of Rodney Scott Barrett, dated July 9, 2004, last revised July 27, 2004, shows the following matters: Adjoiner's fallen concrete and block building encroaches onto the subject property a maximum distance of 1.2 feet; and various streets & alleys abandoned to Victor Chemical works with Full width easement retained to maintain utilities, by the City of Nashville, March 29, 1956.

18. Title to that portion of the property embraced within the bounds of any streets, roads or highways.