Davidson County DEEDQC
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Fees:23.00 Taxes:1480.00
20050627-0073359

# QUITCLAIM DEED

FROM: Pumpco, Inc., a Colorado corporation
Grantor

TO: Ainsworth Enterprises, Inc., a Colorado corporation
Grantee

This instrument was prepared by:

Jeffrey R. Davine
Ballard Spahr Andrews & Ingersoll, LLP
1225 17th Street, Suite 2300
Denver, Colorado 80202

Address New Owner (s):

Ainsworth Enterprises, Inc.
6560 Vine Court
Denver, Colorado 80229

Name and Address of the Person or Entity Responsible for the payment of Real Property Taxes:

Ainsworth Enterprises, Inc.
6560 Vine Court
Denver, Colorado 80229

Map-Parcel Number:

Map 60-15
Parcels 30 and 31

STATE OF COLORADO )
) ss
CITY AND COUNTY OF DENVER )

I hereby swear or affirm that to the best of affiant's knowledge, information and belief, the actual consideration for the transfer or the value of the property transferred, whichever is greater, is $400,000.00, which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

PUMPCO, INC.
a Colorado corporation

By: _____
Leslie E. Ainsworth, President

SUBSCRIBED AND SWORN TO before me, this the 31st day of June, 2005.

My Commission Expires: 1/30/06

_____
Notary Public

[Remainder of Page Intentionally Left Blank]

#159167 v3 - Quitclaim Deed - Pumpco Nashville, TN

FOR AND IN CONSIDERATION OF the sum of Ten and No/100 Dollars ($10.00), the receipt and sufficiency of which are hereby acknowledged, Pumpco, Inc., a Colorado corporation, ("Grantor"), has bargained and sold, and by these presents does transfer, convey and quitclaim its entire right, title and interest in and to a certain tract or parcel of land in Davidson County, City of Nashville, State of Tennessee, more particularly described on Exhibit A attached hereto and incorporated herein by this reference (the "Property") to Ainsworth Enterprises, Inc., a Colorado corporation ("Grantee").

TO HAVE AND TO HOLD the Property with the appurtenances, estate, title and interest thereto belonging to Grantee, its successors and assigns in fee simple forever.

Grantor and Grantee acknowledge and agree that Grantor previously executed and delivered a Quitclaim Deed ("Prior Deed") for the Property in favor of Grantee on February 1, 2002, but that the original Prior Deed was lost and not recorded.

This instrument and the interest hereby released and quitclaimed are subject to such limitations, restrictions and encumbrances as may affect the Property.

Witness this the 23rd day of June, 2005.

PUMPCO, INC.
a Colorado corporation

By: Leslie E. Ainsworth
Name: Leslie E. Ainsworth
Title: President

This Deed has been prepared by Ballard Spahr Andrews & Ingersoll, LLP ("BSA&I") based solely upon information furnished by Grantor and Grantee. BSA&I has not undertaken to independently verify any statement, fact, description or other matter set forth herein and undertakes no responsibility or liability for the correctness or accuracy of any such statement, fact, description or other matter.

STATE OF COLORADO )
CITY AND ) ss.
COUNTY OF DENVER )

Before me, the undersigned, a Notary Public of said County and State, personally appeared Leslie E. Ainsworth, 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 President of Pumpco, Inc., a Colorado corporation, and that he as such officer, executed the foregoing instrument for the purposes therein contained.

Witness this the 21st day of June, 2005.

Notary Public

My Commission Expires: 1/30/06



## EXHIBIT A

### Property Description

BEING lots 41 and 42 on the Map of Jones and Hart's Subdivision as of record in Book 332, page 43, Register's Office for said County.

Said Lot No. 41 fronts 366 feet on the southerly side of Jones Street and runs back between parallel lines 300 feet to a dead line.

Said Lot No. 42 fronts 366 feet on the northerly side of Locust Street and runs back between parallel lines 300 feet to a dead line.

Being part of the property deeded to W.T. Ralls by the installment Deed dated February 1, 1972, from FIRST CHURCH OF CHRIST SCIENTIST IN NASHVILLE, TENNESSEE and of record in Book 4573, Page 620, of the Register's Office for Davidson County, Tennessee, and further being a portion of the property devised to Jane Ralls under the Last Will and Testament of the late W. T. Ralls filed for probate on July 13, 1988, as Case No. 14-29 in the Probate Court for Sumner County, Tennessee, and of record in Will Book 8690, Page 71, Register's Office for Davidson County; AND being the same properly conveyed to Davidson Academy by Quitclaim Deed dated April 22, 1998, from Jane Ralls and of record in Book 11671, Page 381, Register's Office for Davidson County.