Prepared by:
William L. Rosenberg, Attorney
315 Deaderick Street, Suite 2055
Nashville, TN 37238

Davidson County DEEDWARR
Recvd: 08/17/05 15:39 22 Pg
Fees:113.00 Taxes:7122.50
20050817-0097892

Name and Address of Property Owner	Send Tax Bills To:	Map & Parcel Number
Hudgens Investments, LLC P.O. Box 903 Brentwood, TN 37024-0903	SAME	93-16-0-441.00

SPECIAL WARRANTY DEED

AND ASSIGNMENT OF LEASE

WHEREAS, by an Order of the Chancery Court for Davidson County, Tennessee entered February 23, 2005, in the matter of David Hudgens, et al. v. West Realty, Inc. et al., No. 02-2195-I, John C. McLemore was appointed Receiver for and instructed to take charge of all of the assets of West Properties, L.P., a copy of which Order is of record in Instrument No. X, Register's Office for Davidson County, Tennessee; and

X 20050817-0097891

WHEREAS, by an Agreed Order Authorizing Sale of 19.95 Acres and Improvements Including Assignment of Lease, located at 131 West Express Drive, Nashville, Davidson County, Tennessee the said John C. McLemore as Receiver for West Properties, L.P. was authorized to sell and convey the real property described therein for and on behalf of West Properties, L.P., a copy of which Order is attached hereto and marked Exhibit C;

NOW THEREFORE, FOR AND IN CONSIDERATION of the sum of $10.00, cash in hand paid by the grantee, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged,

WEST PROPERTIES, L.P., by and through its RECEIVER, JOHN C. McLEMORE, hereinafter called the GRANTOR,

has bargained and sold and by these presents does transfer and convey unto

HUDGENS INVESTMENTS, LLC, a Tennessee limited liability company, hereinafter called the GRANTEE, its successors and assigns,

a certain tract or parcel of land in Davidson County, Tennessee, described in Exhibit A hereto.

This property is subject to the permitted encumbrances set out on Exhibit B hereto.

This is improved property known as 131 West Express Drive, Nashville, TN 37210.

To Have and to Hold the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said GRANTEE, its successors and assigns, forever. GRANTOR covenants with said GRANTEE that it is lawfully seized and possessed of said land in fee simple, has a good right to convey it, and the same is unencumbered, unless otherwise set out herein. GRANTOR further covenants and binds itself, its successors and assigns, to warrant and forever defend the title to the said land to the GRANTEE, its successors and assigns, against the lawful claims of all persons claiming by, through, or under the GRANTOR, but no further or otherwise. Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

GRANTOR further assigns and conveys to GRANTEE all its right, title, and interest in and to the Lease Agreement pertaining to the said property dated August 10, 2000 by and between GRANTOR as Lessor and Intermodal Cartage, Inc., as Lessee, as modified and extended by the agreement dated October 10, 2003 and the notice dated July 15, 2004, and all its right, title, and interest as Lessor.

In witness whereof the undersigned has executed this instrument this 15th day of AUGUST, 2005.

(See following page for signature of Grantor)

WEST PROPERTIES, L.P.,
a Tennessee limited partnership

By: _____
John C. McLemore, Receiver

STATE OF TENNESSEE)

COUNTY OF DAVIDSON)

Personally appeared before me, William L. Rosenberg, Notary Public, John C. McLemore, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the Receiver of West Properties, L.P., a Tennessee limited partnership, the maker, and is authorized as Receiver of the maker to execute this instrument on behalf of the maker.

Witness my hand, at office, this 15th day of August, 2005.

_____
Notary Public

My commission expires: May 30, 2007

WILLIAM L. ROSENBERG
NOTARY PUBLIC AT LARGE
DAVIDSON COUNTY, TENN.

STATE OF TENNESSEE }
COUNTY OF DAVIDSON }

THE ACTUAL CONSIDERATION OR VALUE, WHICHEVER IS GREATER, FOR THIS TRANSFER IS $ 1,925,000.00 .

AFFIANT

SUBSCRIBED AND SWORN TO BEFORE ME, THIS THE 15th DAY OF AUGUST, 20 05 .

NOTARY PUBLIC

My Commission Expires May 30, 2007

WILLIAM L. ROSENBERG
NOTARY PUBLIC AT LARGE
DAVIDSON COUNTY, TENN.

Exhibit A

Land in Davidson County, Tennessee, being Lot No. 1 on the plat for West Properties Subdivision as recorded in Plat Book 9700, page 179, Register's Office for said County, to which reference is hereby made for a more complete description and also described as follows:

TRACT I:

LAND IN DAVIDSON COUNTY, TENNESSEE, BEING PARTS OF LOTS NOS. 42 AND 43 ON THE UNRECORDED MAP OF HOSTETTLER'S TRACT, DESCRIBED ACCORDING TO A SURVEY BY DAN BARGE, SURVEYOR, NOVEMBER 21, 1960, AS FOLLOWS:

BEGINNING AT A CONCRETE MONUMENT IN THE EAST RIGHT-OF-WAY OF TENNESSEE CENTRAL RAILWAY LOCATED APPROXIMATELY 300' NORTH OF MURFREESBORO ROAD, THE BEGINNING OF A CURVE TO THE RIGHT; THENCE WITH SAID CURVE HAVING A CENTRAL ANGLE OF 42 DEG. 44', A RADIUS OF 1300.8' A CHORD OF 947.9' BEARING N 30 DEG. 01' E, A DISTANCE OF 971.2' TO A CONCRETE MONUMENT; THENCE WITH SAID RAILWAY, N 51 DEG. 23' E, 810.0' TO A POINT IN THE SOUTHERLY MARGIN OF INTERSTATE HIGHWAY RIGHT-OF-WAY AS RECORDED IN BOOK 3030, PAGE 473; THENCE WITH SAID HIGHWAY RIGHT-OF-WAY S 67 DEG. 43' 30" E, 387.0' TO A POINT; THENCE S 23 DEG. 58' 07" W, 90.0' TO A POINT; THENCE S 61 DEG. 20' 53" E, 50' MORE OR LESS TO A POINT IN THE CENTER OF BROWN'S CREEK RELOCATED; THENCE WITH THE CENTER OF BROWN'S CREEK AS RELOCATED IN A SOUTHWESTERLY DIRECTION APPROXIMATELY 1770' TO A POINT IN WALLACE'S NORTH LINE; THENCE WITH WALLACE'S NORTH LINE N 73 DEG. 22' W, 170' MORE OR LESS TO THE POINT OF BEGINNING, CONTAINING A GROSS AREA OF 20.2 ACRES MORE OR LESS, AND A NET AREA OF 16.7 ACRES, MORE OR LESS.

INCLUDED IN THE ABOVE DESCRIPTION BUT SPECIFICALLY EXCLUDED FROM THIS CONVEYANCE IS A 6 ACRE TRACT OF LAND CONVEYED TO H. G. LIPSCOMB & COMPANY, OF RECORD IN BOOK, 4025, PAGE 200, SAID REGISTER'S OFFICE, AS FOLLOWS:

BEING A PARCEL OF LAND IN THE THIRD CIVIL DISTRICT, DAVIDSON COUNTY, TENNESSEE, BOUNDED ON THE WEST BY T. C. RAILWAY, SOUTH BY LAND OWNED BY WALLACE, AND EAST BY BROWN'S CREEK RELOCATED, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A CONCRETE MONUMENT IN THE EAST RIGHT OF WAY OF TENNESSEE CENTRAL RAILWAY LOCATED APPROXIMATELY 300 DEG. NORTH OF MURFREESBORO ROAD, THE BEGINNING OF A CURVE TO THE RIGHT; THENCE WITH SAID CURVE TO THE RIGHT HAVING A RADIUS OF 1300.8 FEET, A CENTRAL ANGLE OF 32 DEG. 33', A LONG CHORD OF 729.1 FEET BEARING NORTH 25 DEG. 06' EAST TO A CONCRETE MONUMENT LOCATED 50' SOUTHERLY FROM THE CENTER OF TENNESSEE CENTRAL RAILWAY; THENCE SOUTH 38 DEG. 45' EAST, PASSING A WITNESS MONUMENT AT 524.47 FEET, A TOTAL DISTANCE OF 584.93 FEET TO A POINT IN THE CENTER OF BROWN'S CREEK AS RELOCATED; THENCE UPSTREAM WITH THE CENTER OF SAID CREEK SOUTH 58 DEG. 20' WEST 520.7 FEET TO A POINT; THENCE NORTH 73 DEG. 22' WEST PARALLEL AND 296.1 FEET NORTHERLY FROM THE NORTH MARGIN OF MURFREESBORO ROAD PASSING A WITNESS MONUMENT AT 80.4 FEET A TOTAL DISTANCE OF 242.4 FEET TO THE POINT OF BEGINNING, AND CONTAINING 6.00 ACRES, MORE OR LESS.

ALSO INCLUDED IN THE ABOVE DESCRIPTION BUT SPECIFICALLY EXCLUDED FROM THIS CONVEYANCE IS THE FOLLOWING DESCRIBED PROPERTY CONVEYED TO THE METROPOLITAN GOVERNMENT OF NASHVILLE, DAVIDSON COUNTY, TENNESSEE, BY DEED OF RECORD IN BOOK 8873, PAGE 917, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

LAND IN DAVIDSON COUNTY, TENNESSEE, DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT IN THE EASTERN BOUNDARY LINE OF THE PROPERTY HEREIN DESCRIBED, SAID POINT ALSO BEING 10 FEET SOUTH OF E. N. HESTER PROPERTY'S NORTHWEST CORNER OF RECORD IN DEED BOOK 4427, PAGE 929, R.O.D.C., TENNESSEE;

THENCE, WITH SAID EAST LINE S 35 DEGREES 11' W 80.02 FEET TO A POINT, SAID POINT ALSO BEING 10 FEET NORTH OF HESTER SOUTHWEST CORNER;

THENCE, N 56 DEGREES 00' W 310.15 FEET TO A POINT;

THENCE, N 35 DEGREES 11' E 80.02 FEET TO A POINT;

THENCE, S 56 DEGREES 00' E 310.15 FEET TO A POINT OF BEGINNING CONTAINING 0.5697 ACRES MORE OR LESS.

NOTE: SAID DEED AT BOOK 8873, PAGE 917, CONTAINS CERTAIN PROVISIONS PROVIDING FOR REVERSION OF THE ABOVE DESCRIBED PROPERTY UPON THE OCCURRENCE OF CERTAIN EVENTS DESCRIBED IN SAID DEED, TO WHICH DEED REFERENCE IS HERE MADE FOR THE TERMS AND CONDITIONS UPON WHICH SUCH REVERSION MAY OCCUR.

BEING THE SAME PROPERTY CONVEYED TO WEST PROPERTIES, L.P., A TENNESSEE LIMITED PARTNERSHIP BY WARRANTY DEED FROM THOMAS E. BIANCONI OF RECORD IN BOOK 9205, PAGE 495, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

TRACT II:

BEING A PARCEL OF LAND IN NASHVILLE, FIRST CIVIL DISTRICT, SIXTEENTH COUCILMANIC DISTRICT, DAVIDSON COUNTY, TENNESSEE LOCATED ON THE SOUTHERLY SIDE OF INTERSTATE 40 BETWEEN THE NASHVILLE AND EASTERN RAILROAD AND BROWNS CREEK AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A CONCRETE MONUMENT AT THE POINT OF INTERSECTION OF EASTERLY RIGHT-OF-WAY LINE OF THE NASHVILLE AND EASTERN RAILROAD CORPORATION AND THE SOUTHERLY RIGHT-OF-WAY LINE TO INTERSTATE 40.

THENCE, WITH SAID SOUTHERLY RIGHT-OF-WAY LINE THE FOLLOWING CALLS:
S 71° 19' E, 273.00 FEET TO A CONCRETE MONUMENT;
S 62° 02' E, 138.45 FEET TO A CONCRETE MONUMENT;
S 23° 58' W, 90.03 FEET TO A POINT;
S 61° 21' E, 63.03 FEET TO A POINT IN THE CENTERLINE OF BROWNS CREEK;

THENCE, WITH THE CENTERLINE OF SAID CREEK AND THE WESTERLY LINE OF EXPRESSWAY COMMERCIAL PARK AS OF RECORD IN BOOK 3700, PAGE 94, R.O.D.C. THE FOLLOWING CALLS:
S 56° 24' W, 143.43 FEET TO A POINT;
WITH A CURVE TO THE LEFT 118.65 FEET TO A POINT, SAID CURVE HAVING A CENTRAL ANGLE OF 21° 12', A RADIUS OF 320.51 FEET, A TANGENT OF 60.00 FEET AND A CHORD OF S 45° 48' W, 117.92 FEET;
S 35° 11' W, 260.66 FEET TO A POINT IN THE NORTHERLY RIGHT-OF-WAY LINE OF STATELINE LANE;

THENCE, WITH SAID RIGHT-OF-WAY LINE N 56° 00' W, 310.15 FEET TO A POINT;

THENCE, LEAVING SAID RIGHT-OF-WAY LINE WITH THE TERMINUS OF SAID LANE S 35° 11' W, 80.02 FEET TO A POINT;

THENCE, WITH THE SOUTHERLY RIGHT-OF-WAY LINE OF SAID LANE S 56° 00' E, 310.15 FEET TO A POINT;

THENCE, LEAVING SAID RIGHT-OF-WAY LINE WITH THE CENTERLINE OF BROWNS CREEK AND THE WESTERLY LINE OF THE AFOREMENTIONED EXPRESSWAY COMMERCIAL PARK THE FOLLOWING CALLS:
S 35° 11' W, 89.24 FEET TO A POINT;
WITH A CURVE TO THE RIGHT 198.78 FEET TO A POINT, SAID CURVE HAVING A CENTRAL ANGLE OF 15° 48', A RADIUS OF 720.84 FEET, A TANGENT OF 100.00 FEET AND A CHORD OF S 43° 05' W, 198.15 FEET;
S 50° 59' W, 312.92 FEET TO A POINT;

THENCE, LEAVING SAID LINE WITH THE NORTHERLY LINE OF PROPERTY CONVEYED TO D. J. L. CORPORATION BY DEED OF RECORD IN BOOK 7074, PAGE 128, R.O.D.C., N 38° 43' W. 584.93 FEET TO A POINT IN THE EASTERLY RIGHT-OF-WAY LINE OF THE NASHVILLE AND EASTERN RAILROAD CORPORATION;

THENCE, WITH SAID LINE WITH A CURVE TO THE RIGHT 231.05 FEET TO A POINT, SAID CURVE HAVING A CENTRAL ANGLE OF 10° 11', A RADIUS OF 1,300.00 FEET, A TANGENT OF 115.83 FEET AND A CHORD OF N 46° 15' 30" E, 230.74 FEET;

THENCE, CONTINUING WITH SAID LINE N 51° 21' E, 806.23 FEET TO THE POINT OF BEGINNING.

CONTAINING 595,492 SQUARE FEET OR 13.67 ACRES MORE OR LESS.

BEING THE SAME PROPERTY CONVEYED TO WEST PROPERTIES, L.P., A TENNESSEE LIMITED PARTNERSHIP BY WARRANTY DEED FROM THOMAS E. BIANCONI OF RECORD IN BOOK 9205, PAGE 502, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

TRACT III:

BEING A PARCEL OF LAND IN THE THIRD CIVIL DISTRICT, DAVIDSON COUNTY, TENNESSEE, BOUNDED ON THE WEST BY T.C. RAILROAD, SOUTH BY LAND OWNED BY WALLACE, AND EAST BY BROWN'S CREEK RELOCATED, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A CONCRETE MONUMENT IN THE EAST RIGHT-OF-WAY OF TENNESSEE CENTRAL RAILWAY LOCATED APPROXIMATELY 300 DEGREES NORTH OF MURFREESBORO ROAD, THE BEGINNING OF A CURVE TO THE RIGHT; THENCE WITH SAID CURVE TO THE RIGHT HAVING A RADIUS OF 1300.8 FEET, A CENTRAL ANGLE OF 32 DEGREES 33', A LONG CHORD OF 729.1 FEET BEARING NORTH 25 DEGREES 06' EAST TO A CONCRETE MONUMENT LOCATED 50' SOUTHERLY FROM THE CENTER OF TENNESSEE CENTRAL RAILWAY; THENCE SOUTH 38 DEGREES 46' EAST, PASSING A WITNESS MONUMENT AT 524.47 FEET, A TOTAL DISTANCE OF 384.93 FEET TO A POINT IN THE CENTER OF BROWN'S CREEK AS RELOCATED; THENCE UPSTREAM WITH THE CENTER OF SAID CREEK SOUTH 58 DEGREES 20' WEST 520.7 FEET TO A POINT; THENCE NORTH 73 DEGREES 22' WEST PARALLEL AND 296.1 FEET NORTHERLY FROM THE NORTH MARGIN OF MURFREESBORO ROAD PASSING A WITNESS MONUMENT AT 80.4 FEET A TOTAL DISTANCE OF 242.4 FEET TO THE POINT OF BEGINNING, AND CONTAINING 6.00 ACRES, MORE OR LESS.

BEING THE SAME PROPERTY CONVEYED TO WEST PROPERTIES, L.P., A TENNESSEE LIMITED PARTNERSHIP BY WARRANTY DEED FROM LDJ CORPORATION OF RECORD IN BOOK 9602, PAGE 449, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, AS RE-RECORDED IN BOOK 9848, PAGE 521, SAID REGISTER'S OFFICE.

EXHIBIT B

Taxes and assessments for the year **2005**, which are not yet due and payable. (Map & Parcel #93-16-441.00 - 2004 County Taxes paid for $24,655.06)

All matters as shown on the plat of record in Plat Book 9700, page 179, Register's Office for Davidson County, Tennessee.

Easement(s) of record in Book 372, page 392, Book 1153, page 385 and Book 737, page 111 in the Register's Office, Davidson County, Tennessee .

Agreement for Dedication of Easement for Sanitary Sewers and/or Storm Drainage of record in Book 3767, page 252, Book 7061, page 114, Book 7121, page 119, Book 9056, page 489, and Book 9277, page 148 in the Register's Office, Davidson County, Tennessee .

Agreement for Dedication of Easement Water Mains and Appurtenances of record in Book 10011, page 923 in the Register's Office, Davidson County, Tennessee .

Agreement for Dedication of Easement for Purpose of Ingress and Egress to Provide Maintenance for Sanitary Sewers, Sewage Regulators and Appurtenances of record in Book 8290, page 947 in the Register's Office, Davidson County, Tennessee .

Easements as shown in the deed of record in Book 4025, page 200 in the Register's Office, Davidson County, Tennessee .

Lack of access to and from a controlled access highway (I-40).

Easement for the flow of the waters of the Brown's creek, and the rights of the public therein.

Rights of upper and lower riparian owners to the flow of the waters of the Brown's creek, free from diminution or pollution.

Changes in the boundary of the land resulting from erosion or accretion caused by the flow of the Brown's creek.

Subject to the Charter Right of Way of a Railroad.

Rights of tenants of the unrecorded lease by and between Intermodal Cartage, Inc., and West Properties, L.P.

Exhibit C

(Order for Sale of Property by Receiver)

RECEIVED
AUG 12 2005
Dav. Co. Chancery Court

IN THE CHANCERY COURT FOR THE STATE OF TENNESSEE
TWENTIETH JUDICIAL DISTRICT, DAVIDSON COUNTY

DAVID HUDGENS, individually and on behalf of WEST PROPERTIES, L.P., and on behalf of WEST REALTY, INC.,
Plaintiffs,

vs.

WEST REALTY, INC., ROBERT E. WEST, JR., R.E. WEST, INC., REITA B. WEST and JENNY R. WEST,
Defendants.

and

DAVID HUDGENS, individually and on behalf of WEST INVESTMENT PROPERTIES, L.P., and on behalf of WEST REALTY, INC.,
Plaintiffs,

vs.

WEST REALTY, INC., ROBERT E. WEST, JR., R.E. WEST, INC., REITA B. WEST, JENNY R. WEST, FOUR WEST, L.P., 4 WEST, LLC and NATIONWIDE TRANSPORTATION SERVICES, INC.,
Defendants.

Case No. 02-2195-I
Consolidated Actions

FILED
2005 AUG 12 AM 9:14
CLERK & MASTER
DAVIDSON COUNTY CHANCERY COURT
D.C. & M.

AGREED ORDER AUTHORIZING SALE OF 19.95 ACRES AND IMPROVEMENTS, INCLUDING ASSIGNMENT OF LEASE, LOCATED AT 131 WEST EXPRESS DRIVE, NASHVILLE, DAVIDSON COUNTY, TENNESSEE

By Order of this Court entered February 23, 2005, John C. McLemore was appointed Receiver and instructed to take charge of all of the assets of West Properties, L.P., and West Investment Properties, L.P.

A duty of the Receiver set out in Paragraph (o) of the Court's Order was as follows:

> The Receiver shall expeditiously cause the sale and reduction to cash of all of the non-cash assets of each of the LPs at the earliest date consistent with good

business judgment, or by any date ordered by the Court. Within 60 calendar days the Receiver shall present a marketing plan to the parties and the Court.

The Receiver's Amended Marketing Plan was filed May 9, 2005.

In keeping with the Amended Marketing Plan, the Receiver has entered into a Contract for Sale of Real Estate with David Hudgens, individually, who has agreed to purchase the Subject Property for $1,925,000.00. A copy of the Receiver's Contract for Sale of Real Estate is attached as Exhibit A.

The Subject Property is identified on the Property Maps of Metropolitan Davidson County, Tennessee as Tax Map 93-16, Parcel 441. A Plat of the Property is recorded at Book 9700, Page 179, Register's Office of Davidson County, Tennessee. The Subject Property is more particularly described as follows:

TRACT I:

LAND IN DAVIDSON COUNTY, TENNESSEE, BEING PARTS OF LOTS NOS. 42 AND 43 ON THE UNRECORDED MAP OF HOSTETTLER'S TRACT, DESCRIBED ACCORDING TO A SURVEY BY DAN BARGE, SURVEYOR, NOVEMBER 21, 1960, AS FOLLOWS:

BEGINNING AT A CONCRETE MONUMENT IN THE EAST RIGHT-OF-WAY OF TENNESSEE CENTRAL RAILWAY LOCATED APPROXIMATELY 300' NORTH OF MURFREESBORO ROAD, THE BEGINNING OF A CURVE TO THE RIGHT; THENCE WITH SAID CURVE HAVING A CENTRAL ANGLE OF 42 DEG. 44', A RADIUS OF 1300.8' A CHORD OF 947.9' BEARING N 30 DEG. 01' E, A DISTANCE OF 971.2' TO A CONCRETE MONUMENT; THENCE WITH SAID RAILWAY, N 51 DEG. 23' E, 810.0' TO A POINT IN THE SOUTHERLY MARGIN OF INTERSTATE HIGHWAY RIGHT-OF-WAY AS RECORDED IN BOOK 3030, PAGE 473; THENCE WITH SAID HIGHWAY RIGHT-OF-WAY S 67 DEG. 43' 30" E, 387.0' TO A POINT; THENCE S 23 DEG. 58' 07" W, 90.0' TO A POINT; THENCE S 61 DEG. 20' 53" E, 50' MORE OR LESS TO A POINT IN THE CENTER OF BROWN'S CREEK RELOCATED; THENCE WITH THE CENTER OF BROWN'S CREEK AS RELOCATED IN A SOUTHWESTERLY DIRECTION APPROXIMATELY 1770' TO A POINT IN WALLACE'S NORTH LINE; THENCE WITH WALLACE'S NORTH LINE N 73 DEG. 22' W, 170' MORE OR LESS TO THE POINT OF BEGINNING, CONTAINING A GROSS AREA OF 20.2 ACRES MORE OR LESS, AND A NET AREA OF 16.7 ACRES, MORE OR LESS.

INCLUDED IN THE ABOVE DESCRIPTION BUT SPECIFICALLY EXCLUDED FROM THIS CONVEYANCE IS A 6 ACRE TRACT OF LAND CONVEYED TO H. G. LIPSCOMB & COMPANY, OF RECORD IN BOOK, 4025, PAGE 200, SAID REGISTER'S OFFICE, AS FOLLOWS:

BEING A PARCEL OF LAND IN THE THIRD CIVIL DISTRICT, DAVIDSON COUNTY, TENNESSEE, BOUNDED ON THE WEST BY T. C. RAILWAY, SOUTH BY LAND OWNED

BY WALLACE, AND EAST BY BROWN'S CREEK RELOCATED, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A CONCRETE MONUMENT IN THE EAST RIGHT OF WAY OF TENNESSEE CENTRAL RAILWAY LOCATED APPROXIMATELY 300 DEG. NORTH OF MURFREESBORO ROAD, THE BEGINNING OF A CURVE TO THE RIGHT; THENCE WITH SAID CURVE TO THE RIGHT HAVING A RADIUS OF 1300.8 FEET, A CENTRAL ANGLE OF 32 DEG. 33', A LONG CHORD OF 729.1 FEET BEARING NORTH 25 DEG. 06' EAST TO A CONCRETE MONUMENT LOCATED 50' SOUTHERLY FROM THE CENTER OF TENNESSEE CENTRAL RAILWAY; THENCE SOUTH 38 DEG. 45' EAST, PASSING A WITNESS MONUMENT AT 524.47 FEET, A TOTAL DISTANCE OF 584.93 FEET TO A POINT IN THE CENTER OF BROWN'S CREEK AS RELOCATED; THENCE UPSTREAM WITH THE CENTER OF SAID CREEK SOUTH 58 DEG. 20' WEST 520.7 FEET TO A POINT; THENCE NORTH 73 DEG. 22' WEST PARALLEL AND 296.1 FEET NORTHERLY FROM THE NORTH MARGIN OF MURFREESBORO ROAD PASSING A WITNESS MONUMENT AT 80.4 FEET A TOTAL DISTANCE OF 242.4 FEET TO THE POINT OF BEGINNING, AND CONTAINING 6.00 ACRES, MORE OR LESS.

ALSO INCLUDED IN THE ABOVE DESCRIPTION BUT SPECIFICALLY EXCLUDED FROM THIS CONVEYANCE IS THE FOLLOWING DESCRIBED PROPERTY CONVEYED TO THE METROPOLITAN GOVERNMENT OF NASHVILLE, DAVIDSON COUNTY, TENNESSEE, BY DEED OF RECORD IN BOOK 8873, PAGE 917, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

LAND IN DAVIDSON COUNTY, TENNESSEE, DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT IN THE EASTERN BOUNDARY LINE OF THE PROPERTY HEREIN DESCRIBED, SAID POINT ALSO BEING 10 FEET SOUTH OF E. N. HESTER PROPERTY'S NORTHWEST CORNER OF RECORD IN DEED BOOK 4427, PAGE 929, R.O.D.C., TENNESSEE;

THENCE, WITH SAID EAST LINE S 35 DEGREES 11' W 80.02 FEET TO A POINT, SAID POINT ALSO BEING 10 FEET NORTH OF HESTER SOUTHWEST CORNER;

THENCE, N 56 DEGREES 00' W 310.15 FEET TO A POINT;

THENCE, N 35 DEGREES 11' E 80.02 FEET TO A POINT;

THENCE, S 56 DEGREES 00' E 310.15 FEET TO A POINT OF BEGINNING CONTAINING 0.5697 ACRES MORE OR LESS.

NOTE: SAID DEED AT BOOK 8873, PAGE 917, CONTAINS CERTAIN PROVISIONS PROVIDING FOR REVERSION OF THE ABOVE DESCRIBED PROPERTY UPON THE OCCURRENCE OF CERTAIN EVENTS DESCRIBED IN SAID DEED, TO WHICH DEED REFERENCE IS HERE MADE FOR THE TERMS AND CONDITIONS UPON WHICH SUCH REVERSION MAY OCCUR.

BEING THE SAME PROPERTY CONVEYED TO WEST PROPERTIES, L.P., A TENNESSEE LIMITED PARTNERSHIP BY WARRANTY DEED FROM THOMAS E. BIANCONI OF RECORD IN BOOK 9205, PAGE 495, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

TRACT II:

BEING A PARCEL OF LAND IN NASHVILLE, FIRST CIVIL DISTRICT, SIXTEENTH COUCILMANIC DISTRICT, DAVIDSON COUNTY, TENNESSEE LOCATED ON THE SOUTHERLY SIDE OF INTERSTATE 40 BETWEEN THE NASHVILLE AND EASTERN RAILROAD AND BROWNS CREEK AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A CONCRETE MONUMENT AT THE POINT OF INTERSECTION OF EASTERLY RIGHT-OF-WAY LINE OF THE NASHVILLE AND EASTERN RAILROAD CORPORATION AND THE SOUTHERLY RIGHT-OF-WAY LINE TO INTERSTATE 40.

THENCE, WITH SAID SOUTHERLY RIGHT-OF-WAY LINE THE FOLLOWING CALLS:
S 71° 19' E, 273.00 FEET TO A CONCRETE MONUMENT;
S 62° 02' E, 138.45 FEET TO A CONCRETE MONUMENT;
S 23° 58' W, 90.03 FEET TO A POINT;
S 61° 21' E, 63.03 FEET TO A POINT IN THE CENTERLINE OF BROWNS CREEK;

THENCE, WITH THE CENTERLINE OF SAID CREEK AND THE WESTERLY LINE OF EXPRESSWAY COMMERCIAL PARK AS OF RECORD IN BOOK 3700, PAGE 94, R.O.D.C. THE FOLLOWING CALLS:
S 56° 24' W, 143.43 FEET TO A POINT;
WITH A CURVE TO THE LEFT 118.65 FEET TO A POINT, SAID CURVE HAVING A CENTRAL ANGLE OF 21° 12', A RADIUS OF 320.51 FEET, A TANGENT OF 60.00 FEET AND A CHORD OF S 45° 48' W, 117.92 FEET;
S 35° 11' W, 260.66 FEET TO A POINT IN THE NORTHERLY RIGHT-OF-WAY LINE OF STATELINE LANE;

THENCE, WITH SAID RIGHT-OF-WAY LINE N 56° 00' W, 310.15 FEET TO A POINT;

THENCE, LEAVING SAID RIGHT-OF-WAY LINE WITH THE TERMINUS OF SAID LANE S 35° 11' W, 80.02 FEET TO A POINT;

THENCE, WITH THE SOUTHERLY RIGHT-OF-WAY LINE OF SAID LANE S 56° 00' E, 310.15 FEET TO A POINT;

THENCE, LEAVING SAID RIGHT-OF-WAY LINE WITH THE CENTERLINE OF BROWNS CREEK AND THE WESTERLY LINE OF THE AFOREMENTIONED EXPRESSWAY COMMERCIAL PARK THE FOLLOWING CALLS:
S 35° 11' W, 89.24 FEET TO A POINT;
WITH A CURVE TO THE RIGHT 198.78 FEET TO A POINT, SAID CURVE HAVING A CENTRAL ANGLE OF 15° 48', A RADIUS OF 720.84 FEET, A TANGENT OF 100.00 FEET AND A CHORD OF S 43° 05' W, 198.15 FEET;
S 50° 59' W, 312.92 FEET TO A POINT;

THENCE, LEAVING SAID LINE WITH THE NORTHERLY LINE OF PROPERTY CONVEYED TO D. J. L. CORPORATION BY DEED OF RECORD IN BOOK 7074, PAGE 128, R.O.D.C., N 38° 43' W. 584.93 FEET TO A POINT IN THE EASTERLY RIGHT-OF-WAY LINE OF THE NASHVILLE AND EASTERN RAILROAD CORPORATION;

THENCE, WITH SAID LINE WITH A CURVE TO THE RIGHT 231.05 FEET TO A POINT, SAID CURVE HAVING A CENTRAL ANGLE OF 10° 11', A RADIUS OF 1,300.00 FEET, A TANGENT OF 115.83 FEET AND A CHORD OF N 46° 15' 30" E, 230.74 FEET;

THENCE, CONTINUING WITH SAID LINE N 51° 21' E, 806.23 FEET TO THE POINT OF BEGINNING.

CONTAINING 595,492 SQUARE FEET OR 13.67 ACRES MORE OR LESS.

BEING THE SAME PROPERTY CONVEYED TO WEST PROPERTIES, L.P., A TENNESSEE LIMITED PARTNERSHIP BY WARRANTY DEED FROM THOMAS E. BIANCONI OF RECORD IN BOOK 9205, PAGE 502, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

TRACT III:

BEING A PARCEL OF LAND IN THE THIRD CIVIL DISTRICT, DAVIDSON COUNTY, TENNESSEE, BOUNDED ON THE WEST BY T.C. RAILROAD, SOUTH BY LAND OWNED BY WALLACE, AND EAST BY BROWN'S CREEK RELOCATED, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A CONCRETE MONUMENT IN THE EAST RIGHT-OF-WAY OF TENNESSEE CENTRAL RAILWAY LOCATED APPROXIMATELY 300 DEGREES NORTH OF MURFREESBORO ROAD, THE BEGINNING OF A CURVE TO THE RIGHT; THENCE WITH SAID CURVE TO THE RIGHT HAVING A RADIUS OF 1300.8 FEET, A CENTRAL ANGLE OF 32 DEGREES 33', A LONG CHORD OF 729.1 FEET BEARING NORTH 25 DEGREES 06' EAST TO A CONCRETE MONUMENT LOCATED 50' SOUTHERLY FROM THE CENTER OF TENNESSEE CENTRAL RAILWAY; THENCE SOUTH 38 DEGREES 46' EAST, PASSING A WITNESS MONUMENT AT 524.47 FEET, A TOTAL DISTANCE OF 384.93 FEET TO A POINT IN THE CENTER OF BROWN'S CREEK AS RELOCATED; THENCE UPSTREAM WITH THE CENTER OF SAID CREEK SOUTH 58 DEGREES 20' WEST 520.7 FEET TO A POINT; THENCE NORTH 73 DEGREES 22' WEST PARALLEL AND 296.1 FEET NORTHERLY FROM THE NORTH MARGIN OF MURFREESBORO ROAD PASSING A WITNESS MONUMENT AT 80.4 FEET A TOTAL DISTANCE OF 242.4 FEET TO THE POINT OF BEGINNING, AND CONTAINING 6.00 ACRES, MORE OR LESS.

BEING THE SAME PROPERTY CONVEYED TO WEST PROPERTIES, L.P., A TENNESSEE LIMITED PARTNERSHIP BY WARRANTY DEED FROM LDJ CORPORATION OF RECORD IN BOOK 9602, PAGE 449, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, AS RE-RECORDED IN BOOK 9848, PAGE 521, SAID REGISTER'S OFFICE.

The Subject Property is encumbered by a first mortgage in favor of Pinnacle National Bank, and is leased to Intermodal Cartage Co., Inc. The mortgage is to be satisfied from the proceeds of the sale. The Lease will be assigned to the Buyer.

WHEREFORE, it is hereby **ORDERED** that John C. McLemore, Receiver, may proceed with the sale of this Subject Property to David Hudgens, individually, or to such person as David Hudgens may in writing direct, by the execution of a Special Warranty Deed.

The Receiver is authorized and empowered to execute and deliver on behalf of any party to this consolidated case, other than David Hudgens, any and all documents that may be

necessary in the judgment of the Receiver for the closing of the sale, including, but not limited to, an assignment of the Lease.

It is so **ORDERED**, this _____ day of August, 2005.

Claudia C. Bonnyman
Chancellor

APPROVED FOR ENTRY:

GARFINKLE, McLEMORE & WALKER, PLLC

By: Robert M. Garfinkle

Robert M. Garfinkle, Tn. Bar No. 5354
2000 Richard Jones Rd., Ste. 250
P.O. Box 158249
Nashville, TN 37215-8249
(615) 383-9495 (phone)
(615) 292-9848 (fax)
bgarfinkle@gmwpllc.com

Attorney for Receiver

I HEREBY CERTIFY THAT THIS IS A TRUE COPY OF ORIGINAL INSTRUMENT FILED IN MY OFFICE. THIS 10 DAY OF AUG 2005
CRISTI SCOTT, CLERK & MASTER
BY _____ DEPUTY

W. Caldwell Hancock (by RMG with permission)

W. Caldwell Hancock, Tn. Bar No. 3312
The Pilcher Building
144 Second Avenue North, Suite 300
Nashville, TN 37201
(615) 726-0915 (phone)
(615) 726-0917 (fax)
hancocklaw@comcast.net

Attorney for Defendants

WYATT, TARRANT & COMBS, LLP

By: B. Anthony Saunders /by RMG with permission/

B. Anthony Saunders, Tn. Bar No. 10101
2525 West End Avenue, Suite 1500
Nashville, TN 37203-1423
(615) 244-0020 (phone)
(615) 256-1726 (fax)
tsaunders@wyattfirm.com

Attorney for Plaintiffs

EXHIBIT
A

RECEIVER'S
CONTRACT FOR SALE OF REAL ESTATE

This contract of sale made this 18th of July, 2005, by and between John C. McLemore, Receiver for the estate of **West Properties, L.P. and West Investment Properties, L.P., Davidson County Chancery Court Consolidated Case # 02-2195-I** hereinafter referred to as SELLER; and David Hudgens, hereinafter referred to as BUYER;

WITNESSETH: In consideration of the sum of Two Hundred Eighty Eight Thousand Seven Hundred Fifty and 00/100 Dollars ($288,750.00), as earnest money, and in part payment of the purchase price paid by Buyer, Seller agrees to convey, by Special Warranty Deed, to Buyer, or to such person as Buyer may in writing direct, all of Seller's right, title and interest in and to the following described real estate:

TRACT I:

LAND IN DAVIDSON COUNTY, TENNESSEE, BEING PARTS OF LOTS NOS. 42 AND 43 ON THE UNRECORDED MAP OF HOSTETTLER'S TRACT, DESCRIBED ACCORDING TO A SURVEY BY DAN BARGE, SURVEYOR, NOVEMBER 21, 1960, AS FOLLOWS:

BEGINNING AT A CONCRETE MONUMENT IN THE EAST RIGHT-OF-WAY OF TENNESSEE CENTRAL RAILWAY LOCATED APPROXIMATELY 300' NORTH OF MURFREESBORO ROAD, THE BEGINNING OF A CURVE TO THE RIGHT; THENCE WITH SAID CURVE HAVING A CENTRAL ANGLE OF 42 DEG. 44', A RADIUS OF 1300.8' A CHORD OF 947.9' BEARING N 30 DEG. 01' E, A DISTANCE OF 971.2' TO A CONCRETE MONUMENT; THENCE WITH SAID RAILWAY, N 51 DEG. 23' E, 810.0' TO A POINT IN THE SOUTHERLY MARGIN OF INTERSTATE HIGHWAY RIGHT-OF-WAY AS RECORDED IN BOOK 3030, PAGE 473; THENCE WITH SAID HIGHWAY RIGHT-OF-WAY S 67 DEG. 43' 30" E, 387.0' TO A POINT; THENCE S 23 DEG. 58' 07" W, 90.0' TO A POINT; THENCE S 61 DEG. 20' 53" E, 50' MORE OR LESS TO A POINT IN THE CENTER OF BROWN'S CREEK RELOCATED; THENCE WITH THE CENTER OF BROWN'S CREEK AS RELOCATED IN A SOUTHWESTERLY DIRECTION APPROXIMATELY 1770' TO A POINT IN WALLACE'S NORTH LINE; THENCE WITH WALLACE'S NORTH LINE N 73 DEG. 22' W, 170' MORE OR LESS TO THE POINT OF BEGINNING, CONTAINING A GROSS AREA OF 20.2 ACRES MORE OR LESS, AND A NET AREA OF 16.7 ACRES, MORE OR LESS.

INCLUDED IN THE ABOVE DESCRIPTION BUT SPECIFICALLY EXCLUDED FROM THIS CONVEYANCE IS A 6 ACRE TRACT OF LAND CONVEYED TO H. G. LIPSCOMB & COMPANY, OF RECORD IN BOOK, 4025, PAGE 200, SAID REGISTER'S OFFICE, AS FOLLOWS:

BEING A PARCEL OF LAND IN THE THIRD CIVIL DISTRICT, DAVIDSON COUNTY, TENNESSEE, BOUNDED ON THE WEST BY T. C. RAILWAY, SOUTH BY LAND OWNED

BY WALLACE, AND EAST BY BROWN'S CREEK RELOCATED, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A CONCRETE MONUMENT IN THE EAST RIGHT OF WAY OF TENNESSEE CENTRAL RAILWAY LOCATED APPROXIMATELY 300 DEG. NORTH OF MURFREESBORO ROAD, THE BEGINNING OF A CURVE TO THE RIGHT; THENCE WITH SAID CURVE TO THE RIGHT HAVING A RADIUS OF 1300.8 FEET, A CENTRAL ANGLE OF 32 DEG. 33', A LONG CHORD OF 729.1 FEET BEARING NORTH 25 DEG. 06' EAST TO A CONCRETE MONUMENT LOCATED 50' SOUTHERLY FROM THE CENTER OF TENNESSEE CENTRAL RAILWAY; THENCE SOUTH 38 DEG. 45' EAST, PASSING A WITNESS MONUMENT AT 524:47 FEET, A TOTAL DISTANCE OF 584.93 FEET TO A POINT IN THE CENTER OF BROWN'S CREEK AS RELOCATED; THENCE UPSTREAM WITH THE CENTER OF SAID CREEK SOUTH 58 DEG. 20' WEST 520.7 FEET TO A POINT; THENCE NORTH 73 DEG. 22' WEST PARALLEL AND 296.1 FEET NORTHERLY FROM THE NORTH MARGIN OF MURFREESBORO ROAD PASSING A WITNESS MONUMENT AT 80.4 FEET A TOTAL DISTANCE OF 242.4 FEET TO THE POINT OF BEGINNING, AND CONTAINING 6.00 ACRES, MORE OR LESS.

ALSO INCLUDED IN THE ABOVE DESCRIPTION BUT SPECIFICALLY EXCLUDED FROM THIS CONVEYANCE IS THE FOLLOWING DESCRIBED PROPERTY CONVEYED TO THE METROPOLITAN GOVERNMENT OF NASHVILLE, DAVIDSON COUNTY, TENNESSEE, BY DEED OF RECORD IN BOOK 8873, PAGE 917, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

LAND IN DAVIDSON COUNTY, TENNESSEE, DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT IN THE EASTERN BOUNDARY LINE OF THE PROPERTY HEREIN DESCRIBED, SAID POINT ALSO BEING 10 FEET SOUTH OF E. N. HESTER PROPERTY'S NORTHWEST CORNER OF RECORD IN DEED BOOK 4427, PAGE 929, R.O.D.C., TENNESSEE;

THENCE, WITH SAID EAST LINE S 35 DEGREES 11' W 80.02 FEET TO A POINT, SAID POINT ALSO BEING 10 FEET NORTH OF HESTER SOUTHWEST CORNER;

THENCE, N 56 DEGREES 00' W 310.15 FEET TO A POINT;

THENCE, N 35 DEGREES 11' E 80.02 FEET TO A POINT;

THENCE, S 56 DEGREES 00' E 310.15 FEET TO A POINT OF BEGINNING CONTAINING 0.5697 ACRES MORE OR LESS.

NOTE: SAID DEED AT BOOK 8873, PAGE 917, CONTAINS CERTAIN PROVISIONS PROVIDING FOR REVERSION OF THE ABOVE DESCRIBED PROPERTY UPON THE OCCURRENCE OF CERTAIN EVENTS DESCRIBED IN SAID DEED, TO WHICH DEED REFERENCE IS HERE MADE FOR THE TERMS AND CONDITIONS UPON WHICH SUCH REVERSION MAY OCCUR.

BEING THE SAME PROPERTY CONVEYED TO WEST PROPERTIES, L.P., A TENNESSEE LIMITED PARTNERSHIP BY WARRANTY DEED FROM THOMAS E. BIANCONI OF RECORD IN BOOK 9205, PAGE 495, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

TRACT II:

BEING A PARCEL OF LAND IN NASHVILLE, FIRST CIVIL DISTRICT, SIXTEENTH COUCILMANIC DISTRICT, DAVIDSON COUNTY, TENNESSEE LOCATED ON THE SOUTHERLY SIDE OF INTERSTATE 40 BETWEEN THE NASHVILLE AND EASTERN RAILROAD AND BROWNS CREEK AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A CONCRETE MONUMENT AT THE POINT OF INTERSECTION OF EASTERLY RIGHT-OF-WAY LINE OF THE NASHVILLE AND EASTERN RAILROAD CORPORATION AND THE SOUTHERLY RIGHT-OF-WAY LINE TO INTERSTATE 40.

THENCE, WITH SAID SOUTHERLY RIGHT-OF-WAY LINE THE FOLLOWING CALLS:
S 71° 19' E, 273.00 FEET TO A CONCRETE MONUMENT;
S 62° 02' E, 138.45 FEET TO A CONCRETE MONUMENT;
S 23° 58' W, 90.03 FEET TO A POINT;
S 61° 21' E, 63.03 FEET TO A POINT IN THE CENTERLINE OF BROWNS CREEK;

THENCE, WITH THE CENTERLINE OF SAID CREEK AND THE WESTERLY LINE OF EXPRESSWAY COMMERCIAL PARK AS OF RECORD IN BOOK 3700, PAGE 94, R.O.D.C. THE FOLLOWING CALLS:
S 56° 24' W, 143.43 FEET TO A POINT;
WITH A CURVE TO THE LEFT 118.65 FEET TO A POINT, SAID CURVE HAVING A CENTRAL ANGLE OF 21° 12', A RADIUS OF 320.51 FEET, A TANGENT OF 60.00 FEET AND A CHORD OF S 45° 48' W, 117.92 FEET;
S 35° 11' W, 260.66 FEET TO A POINT IN THE NORTHERLY RIGHT-OF-WAY LINE OF STATELINE LANE;

THENCE, WITH SAID RIGHT-OF-WAY LINE N 56° 00' W, 310.15 FEET TO A POINT;

THENCE, LEAVING SAID RIGHT-OF-WAY LINE WITH THE TERMINUS OF SAID LANE S 35° 11' W, 80.02 FEET TO A POINT;

THENCE, WITH THE SOUTHERLY RIGHT-OF-WAY LINE OF SAID LANE S 56° 00' E, 310.15 FEET TO A POINT;

THENCE, LEAVING SAID RIGHT-OF-WAY LINE WITH THE CENTERLINE OF BROWNS CREEK AND THE WESTERLY LINE OF THE AFOREMENTIONED EXPRESSWAY COMMERCIAL PARK THE FOLLOWING CALLS:
S 35° 11' W, 89.24 FEET TO A POINT;
WITH A CURVE TO THE RIGHT 198.78 FEET TO A POINT, SAID CURVE HAVING A CENTRAL ANGLE OF 15° 48', A RADIUS OF 720.84 FEET, A TANGENT OF 100.00 FEET AND A CHORD OF S 43° 05' W, 198.15 FEET;
S 50° 59' W, 312.92 FEET TO A POINT;

THENCE, LEAVING SAID LINE WITH THE NORTHERLY LINE OF PROPERTY CONVEYED TO D. J. L. CORPORATION BY DEED OF RECORD IN BOOK 7074, PAGE 128, R.O.D.C., N 38° 43' W. 584.93 FEET TO A POINT IN THE EASTERLY RIGHT-OF-WAY LINE OF THE NASHVILLE AND EASTERN RAILROAD CORPORATION;

THENCE, WITH SAID LINE WITH A CURVE TO THE RIGHT 231.05 FEET TO A POINT, SAID CURVE HAVING A CENTRAL ANGLE OF 10° 11', A RADIUS OF 1,300.00 FEET, A TANGENT OF 115.83 FEET AND A CHORD OF N 46° 15' 30" E, 230.74 FEET;

THENCE, CONTINUING WITH SAID LINE N 51° 21' E, 806.23 FEET TO THE POINT OF BEGINNING.

CONTAINING 595,492 SQUARE FEET OR 13.67 ACRES MORE OR LESS.

BEING THE SAME PROPERTY CONVEYED TO WEST PROPERTIES, L.P., A TENNESSEE LIMITED PARTNERSHIP BY WARRANTY DEED FROM THOMAS E. BIANCONI OF RECORD IN BOOK 9205, PAGE 502, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.

TRACT III:

BEING A PARCEL OF LAND IN THE THIRD CIVIL DISTRICT, DAVIDSON COUNTY, TENNESSEE, BOUNDED ON THE WEST BY T.C. RAILROAD, SOUTH BY LAND OWNED BY WALLACE, AND EAST BY BROWN'S CREEK RELOCATED, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A CONCRETE MONUMENT IN THE EAST RIGHT-OF-WAY OF TENNESSEE CENTRAL RAILWAY LOCATED APPROXIMATELY 300 DEGREES NORTH OF MURFREESBORO ROAD, THE BEGINNING OF A CURVE TO THE RIGHT; THENCE WITH SAID CURVE TO THE RIGHT HAVING A RADIUS OF 1300.8 FEET, A CENTRAL ANGLE OF 32 DEGREES 33', A LONG CHORD OF 729.1 FEET BEARING NORTH 25 DEGREES 06' EAST TO A CONCRETE MONUMENT LOCATED 50' SOUTHERLY FROM THE CENTER OF TENNESSEE CENTRAL RAILWAY; THENCE SOUTH 38 DEGREES 46' EAST, PASSING A WITNESS MONUMENT AT 524.47 FEET, A TOTAL DISTANCE OF 384.93 FEET TO A POINT IN THE CENTER OF BROWN'S CREEK AS RELOCATED; THENCE UPSTREAM WITH THE CENTER OF SAID CREEK SOUTH 58 DEGREES 20' WEST 520.7 FEET TO A POINT; THENCE NORTH 73 DEGREES 22' WEST PARALLEL AND 296.1 FEET NORTHERLY FROM THE NORTH MARGIN OF MURFREESBORO ROAD PASSING A WITNESS MONUMENT AT 80.4 FEET A TOTAL DISTANCE OF 242.4 FEET TO THE POINT OF BEGINNING, AND CONTAINING 6.00 ACRES, MORE OR LESS.

BEING THE SAME PROPERTY CONVEYED TO WEST PROPERTIES, L.P., A TENNESSEE LIMITED PARTNERSHIP BY WARRANTY DEED FROM LDJ CORPORATION OF RECORD IN BOOK 9602, PAGE 449, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, AS RE-RECORDED IN BOOK 9848, PAGE 521, SAID REGISTER'S OFFICE.

CONSIDERATION: Buyer agrees to purchase said real estate, and to pay therefor the sum of One Million Nine Hundred Twenty Five Thousand and 00/100 Dollars ($1,925,000.00), upon the following terms:

Balance over earnest money in cash at closing, which will take place within 30 days of date of this contract.

ADJUSTMENTS TO BE MADE AT CLOSING: Taxes for current year to be prorated. Back taxes to be paid by Seller. Possession to be given on date of deed. Seller to bear risk of hazard loss to date of deed. The Seller will furnish a title insurance policy, which will be paid by Seller from the proceeds of the sale of the property, insuring marketable title to the property.

RESTRICTIONS: Conveyance subject to existing building restrictions, zoning ordinances and/or easements as of record.

DEFAULT: In the event Buyer defaults in the performance of this contract, the earnest money will be forfeited as liquidated damages and, in addition, Seller may sue for specific performance of this contract or for damages occasioned by the breach, or for both. In any such event, Buyer will pay all costs of collection, including a reasonable attorney's fee.

It is agreed between the Seller and the Buyer that, upon forfeiture of the earnest money, such earnest money will be applied as follows: Funds will be deposited in the Receiver's account for the property involved in this sale and held pending further order of the Chancery Court.

In the event Seller defaults in the performance of this contract, Buyer's sole remedy at law in equity will be the return of his earnest money.

REPRESENTATIONS: It is expressly understood and agreed that this instrument contains the entire agreement between the parties and that, except as herein noted, there are no oral or collateral conditions, agreements, or representations, all such having been incorporated into this agreement. Unless otherwise specified herein, this property is purchased "as is" and Seller neither makes nor implies any warranties as to the condition of the premises. The Seller does not assume responsibility nor liability for percolation or soil test results nor does he guarantee that the Buyer will be issued a building permit.

It is understood that this contract is entered into by the Seller in his capacity as Chancery Court Receiver and that he is acting pursuant to orders of the Court.

The words "Seller" and "Buyer" when used in this contract shall be construed as plural whenever the number of parties to this contract so requires.

Time is of the essence of this contract and all of the conditions thereof.

David Hudgens, individually
(Buyer)

119 LUCAS LANE
Address
BRENTWOOD, TN 37027
City, State, Zip

615-661-5382
Phone

John C. McLemore, Receiver
2000 Richard Jones Rd., Ste. 250
P.O. Box 158249
Nashville, TN 37215-8249
(615) 383-9495

Deed Property to: David Hudgens