

BILL OF SALE
BARRETT DISTRIBUTION CENTERS, LLC

This Bill of Sale is made as of the 31st day of December, 2015, by BARRETT DISTRIBUTION CENTERS, LLC, a Tennessee limited liability company ("Assignor"), to THE INDUSTRIAL DEVELOPMENT BOARD OF THE CITY OF MEMPHIS AND COUNTY OF SHELBY, TENNESSEE, a public not-for-profit corporation of the State of Tennessee, with an office in Memphis, Tennessee ("Assignee").

WITNESSETH:

That Assignor, for valuable consideration, receipt of which is hereby acknowledged, does hereby sell, assign, and transfer unto Assignee, all right, title and interest in and to certain personal property described in Exhibit A attached hereto and currently located at 4836 Hickory Hill Road, Memphis, Tennessee, or at other locations situated within Shelby County, Tennessee, and utilized by Assignor for its operations;

That Assignor does hereby avow itself to be the true and lawful owner of said property;

That Assignor has full power, good right, and lawful authority to dispose of said property in the manner aforesaid; and

That Assignor does warrant that said property is unencumbered, except as provided on Exhibit B attached hereto.

IN WITNESS WHEREOF, Assignor has caused this instrument to be executed by its duly qualified officers, to be effective as of the date first above written.

[SIGNATURE PAGE FOLLOWS]

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SIGNATURE PAGE

ASSIGNOR:

BARRETT DISTRIBUTION CENTERS, LLC, a
Tennessee limited liability company

By: Arthur F. Barrett

Title: MANAGER

Barrett Distribution Centers LLC

General Ledger

For the Period From Jan 1, 2015 to Oct 31, 2015

Filter Criteria includes: 1) IDs from 1400-60-999 to 1400-60-999. Report order is by ID. Report is pr

Group	Purchase Date	Description	Amt
1	1/2/15	Sitdown electric Forklift (3 Wheel)	\$32,424.35
1	2/17/15	Sitdown electric Forklift (4 Wheel)	\$35,969.12
1	2/17/15	Sitdown electric Forklift (4 Wheel)	\$36,340.41
1	3/16/15	2 Deep Reach Trucks w/ batteries	\$84,488.53
1	6/9/15	Pallet Racking	\$105,642.47
1	7/22/15	Pallet Racking	\$372,483.04
1	8/13/15	Office Furniture	\$6,178.09
1	9/22/15	3 Deep Reach Trucks w/ batteries and chargers	\$123,695.59
		Group 1 Total	\$797,221.60
5	6/1/15	Shrinkwrap Machine with Scale	\$16,179.93
5	6/9/15	Stockpicker	\$12,428.18
5	8/21/15	Shrinkwrap Machine with Scale	\$16,179.93
5	9/22/15	Cantilever Pallet Racking	\$51,360.12
		Group 5 Total	\$96,148.16
			\$893,369.76

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EXHIBIT B

PERMITTED ENCUMBRANCES

Lien in favor of Bank of America that encumbers the assets so listed as being encumbered on Exhibit A