(2)
BOOK 49

THE SOUTHLAND CORPORATION
Property No. 27582
Case No. 87-3226

SPECIAL WARRANTY DEED
(Tennessee--Non-restrict)

BOOK 7541 PAGE 152

THE SOUTHLAND CORPORATION, a Texas Corporation, having its principal office and mailing address at 2828 N. Haskell Avenue, Dallas, Texas 75204 (the "Grantor"), for good, valuable and sufficient consideration received, has and by these presents does grant, convey, sell, bargain, assign, transfer, deliver and set over unto CHIEF AUTO PARTS INC., a Delaware corporation, having its principal office and mailing address at 301 Neal Street, Seagoville, Texas 75159 (the "Grantee") (a) that certain tract or parcel of land situated in the County and State described on Exhibit A attached hereto and incorporated herein by reference, which tract or parcel is more particularly described in such Exhibit A, together with all improvements and fixtures located thereon or affixed thereto and together with all and singular the rights, benefits, privileges, easements, tenements, hereditaments and appurtenances thereon or appertaining thereto, and (b) all of Grantor's right, title and interest in and to appurtenant easements, rights of way and strips, if any, abutting, adjacent to, contiguous or adjoining the premises described in clause (a) preceding (hereinafter collectively referred to as the "Subject Property").

TO HAVE AND TO HOLD the Subject Property, together with all and singular the rights and appurtenances thereto and in anywise belonging unto Grantee, its successors and assigns, forever; and Grantor does hereby bind itself, its successors and assigns, to warrant and forever defend the title of the Subject Property unto 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, subject to, to the extent the same are valid and enforceable and do in fact cover or affect the Subject Property, (i) those easements and other title exceptions and encumbrances described on Exhibit B attached hereto and incorporated herein by reference and (ii) all other encumbrances on or exceptions to Grantor's title to the Subject Property (other than liens securing the payment of borrowed monies and other liens arising by, through or under Grantor) which do not, individually or in the aggregate, substantially impair or adversely affect the use to which the Subject Property is subject as of the date hereof. This conveyance is made with full substitution and subrogation of the Grantee, its successors and assigns, in, to, and under all covenants and warranties by others (excluding Grantor, The

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This Deed was prepared by:

John O. Cunningham
2828 N. Haskell Avenue
Dallas, TX 75204

The address of this property is:

3201 Clarksville Hwy/Hamilton
Nashville, TN
Map - Parcel - 72 1329

JOCMISC1510

Southland Employees' Trust or any affiliate of either) heretofore given or made in respect of the title to the Subject Property.

It is acknowledged that all taxes and assessments relating to the Subject Property for the year 1988 have been prorated among Grantor and Grantee as of the date hereof, and Grantee hereby assumes liability for such taxes and assessments to the extent the same have not heretofore been paid.

IN WITNESS WHEREOF this instrument is executed as of April 29, 1988.

THE SOUTHLAND CORPORATION

Attest:

By: John O. Cunningham
Assistant Secretary

By: K.M. Slauth
~~Senior~~ Vice President

RETURN RECORDED ORIGINAL TO:

Chief Auto Parts Inc.
c/o Lawyers Title Insurance Corporation
One Main Place, Suite 250
Dallas, Texas 75250

MAIL PROPERTY TAX NOTICES TO GRANTEE AT:

Chief Auto Parts Inc.
301 Neal Street
Seagoville, Texas 75159

STATE OF TEXAS §
§
COUNTY OF DALLAS §

BEFORE ME, the undersigned authority, on this day personally appeared K.M. Slauth and John O. Cunningham known to me to be the ~~Senior~~ Vice President and Assistant Secretary, respectively, of The Southland Corporation, and acknowledged to me that the foregoing instrument was the act of the said corporation and that they executed the same as the act of such corporation for the purposes and consideration therein expressed and in the capacities therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this 26th day of April, 1988.

Jerri Grant Scribner
Notary Public

(SEAL)

JOCMISC1510

Jerri Grant Scribner
Notary Public, State of Texas
My Commission Expires 2/2/91

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 or interest in property transferred, whichever is greater, is $ 429,377 which amount is equal to or greater than the amount which the property or interest in property transferred would command at a fair and voluntary sale.

CHIEF AUTO PARTS INC.

By: R Bruce Hall
~~Assistant Secretary~~
Vice President - Finance

Subscribed and sworn to before me, this the 28th day of April, 1988.

(SEAL)

Notary Public
MARY JO SCHANZ, Notary Public
in and for the State of Texas
My Commission Expires 10-15-1990

JOCMISC1511

Davidson Co., TN

Location # 27582

SCHEDULE A BOOK 7541 PAGE 155

BEING a tract of land in the First Civil District of Nashville, Davidson County, Tennessee, located in the southwesterly quadrant of the intersection of U. S. Highway 41-A (Clarksville Highway) and South Hamilton Road and being more particularly described as follows:

BEGINNING at a point in the southerly margin of U. S. Highway 41-A, as widened, said point being 260 feet, more or less, northwesterly from the centerline of South Hamilton Road;

THENCE, with said southerly margin of U. S. Highway 41-A, S 51° 01' 07" E, 123.65 feet to a point;

THENCE, continuing with said margin and a curve to the right having a central angle of 15° 25' 20" and a radius of 168.00 feet for a distance of 45.22 feet to a point;

THENCE, continuing with a curve to the right having a central angle of 52° 31' 00" and a radius of 48.00 feet for a distance of 44.00 feet to a point;

THENCE, continuing with a curve to the right having a central angle of 18° 12' 00" and a radius of 168.00 feet for a distance of 53.37 feet to a point on the westerly margin of South Hamilton Road;

THENCE, with said margin, S 36° 45' 52" W, 67.75 feet to a point;

THENCE, leaving said margin, with a line severing Sara Meyer, Trustee, of record in Book 5080, page 125, Register's Office for Davidson County, Tennessee, N 51° 01' 07" W, 212.27 feet to a point;

THENCE, N 38° 58' 53" E, 155.00 feet to the point of beginning.

SOUTHLAND PROPERTY NO. 27582

BEING AND INTENDED TO be the property conveyed to Grantor by Deed, dated September 26, 1986, recorded November 26, 1986, in Book 7052, Pages 360 and 361, in the Official Records of Davidson County, Tennessee.

Exhibit "B"

Specific Permitted Title Exceptions

Property No: 27582 - Nashville, Davidson County, TN

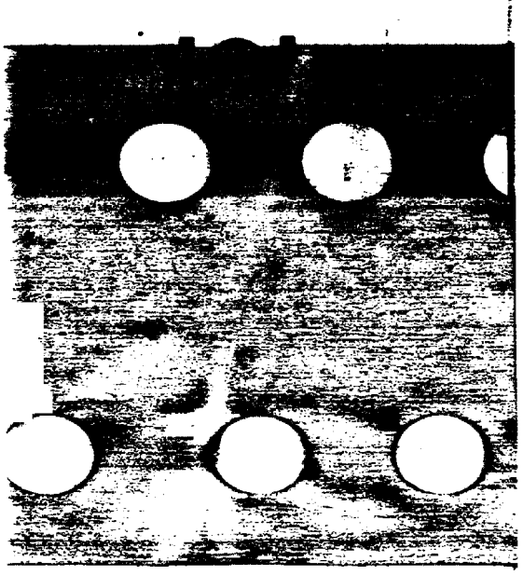
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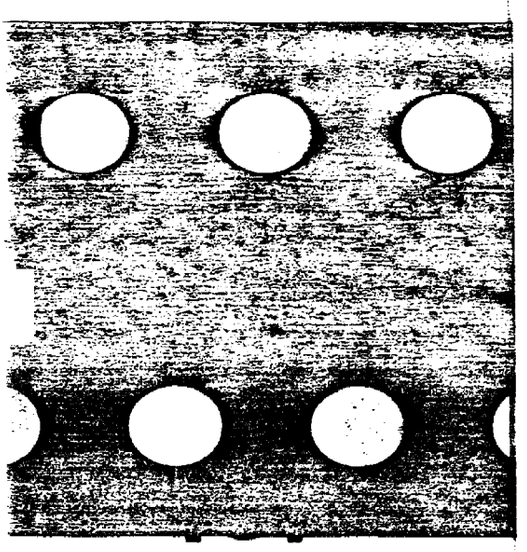
1. Easement and other rights, retained by Metropolitan Government of Nashville and Davidson County, Tennessee, in and to that portion of Old Hydes Ferry Pike, closed by metro Council Bill No. 085-655.

2. Restrictions as set forth in instruments filed in Book 7052, page 363, and Book 7052, page 366.

3. Reciprocal Easement and Maintenance Agreement filed in book 7052, page 370.

29553
IDENTIFICATION REFERENCE
MAY 11 1 53 PM '98
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN





OFFICIAL RECEIPT

FELIX Z. WILSON, II
REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 7541 PAGE 157

CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO - MORTGAGE	REL - RELEASE	CO TAX - STATE TAX CONVEY
WD - WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MO TAX - STATE TAX MORT
TD - TRUST DEED		PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

	AMT
	429377.00
DON TX	1202.32
PRFEE	0.50
WDEED	15.00
TOTAL	1217.82
CHECK	1217.82

05/11/88 01 13:53 0001 5974

29553

IDENTIFICATION REFERENCE

MAY 11 1 53 PM '88

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 90204