ADDRESS NEW OWNER(S) AS FOLLOWS:	SEND TAX BILLS TO:	MAP PARCEL NUMBER
Saturn of Rivergate, Inc.	Same	Map 34-9
(NAME)	(NAME)	
217 Colmore Circle		Parcel 165 and part of parcel 3
(STREET ADDRESS OR ROUTE NUMBER)	(STREET ADDRESS)	
Lookout Mountain TN 37350		
(CITY) (STATE) (ZIP)	(CITY) (STATE) (ZIP)	

BOOK 8120 PAGE 255

WARRANTY DEED

IN CONSIDERATION of Ten Dollars ($10.00) cash in hand paid, and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Nelson E. Bowers, II and Frank E. Fowler (individually and collectively "Grantor") does hereby sell, transfer and convey unto Saturn of Rivergate, Inc. ("Grantee"), the following described real estate (the "Property"):

Land in Davidson County, Tennessee, being Lot No. 7B on the Plan of the Resubdivision of Lots 7A and 7B of Rivergate Station Section 3, of record in Plat Book 6200, Page 941, Register's Office for Davidson County, Tennessee, being more particularly described as follows:
Beginning at a point situated in the easterly margin of Gallatin Pike said point being 840.01 feet more or less north of the northeast intersection of Edenwold Road and Gallatin Pike;
Thence along said Gallatin Pike and around a curve to the right having a central angle of 00°03'48", a radius of 171836.00 feet, a tangent of 95.00 feet, a total length of 190.00 feet to a point; Thence leaving said road, S 69°23'57" E, a distance of 468.53 to feet to a point; Thence S 20°36'03" W, a distance of 171.61 feet to a point; Thence N 69°23'57" W, a distance of 40.87 feet to a point; Thence S 20°35'54" W, a distance of 18.39 feet to a point; Thence, N 69°23'57" W, a distance of 428.12 feet to the point of beginning and containing 2.027 acres of land more or less.

Being the same property conveyed to Robert O. Frensley, a single person, by Quitclaim Deed from C. Hooper Development Company of record in Book 7504, Page 578, Register's Office for Davidson County, Tennessee and by Quitclaim Deed from Rivergate Station Joint Venture being recorded simultaneously herewith.

THIS INSTRUMENT PREPARED BY:
Grant, Konvalinka & Grubbs, P.C.
Ninth Floor, Republic Centre
633 Chestnut Street
Chattanooga, Tennessee 37450

30054

IDENTIF. ✓ REFERENCE

MAY 31 4 15 PM '90

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY TN.

RUSH

05/31 0101 03CHECK 2519.65

THIS CONVEYANCE IS SUBJECT TO:
1. Taxes for the year 1990 and subsequent years.
2. Restrictive covenants of record in Book 7480, Page 965, as amended in Book 7537, Page 359, said Register's Office.
3. Declarations of Permanent Building Restrictions of record in Book 7993, Page 619, and re-recorded in Book 7997, Page 774, said Register's Office.
4. A 10 foot ingress and egress easement as shown on the plat of record in Book 6200, Page 941, said Register's Office.
Restrictions of record in Book 8100, Page 76, said Register's Office.

Being the same property conveyed to Grantor by Deed recorded in Book 8100, Page 78, said Register's Office.

Taxes for the year 1990 which are assumed by Grantee.

TO HAVE AND TO HOLD said real estate unto Grantee, its successors and assigns, in fee simple forever.

Grantor, for itself and its heirs, successors and assigns, covenant, warrant and represent to and with Grantee, its successors and assigns, that Grantor is lawfully seized and possessed of the above-described real estate, that it has full right and lawful authority to sell and convey the same, that it has not made, done, executed or suffered any act or thing whereby the real estate now is or at any time hereafter shall or may be imperiled, charged or encumbered except as herein set forth, and that it will forever warrant and defend the title to the said real estate against all persons.

IN WITNESS WHEREOF, Grantor has executed and delivered this Warranty Deed this 31st day of May, 1990.

Nelson E. Bowers, II

Frank E. Fowler

STATE OF TENNESSEE:
COUNTY OF HAMILTON:

On this 31st day of May, 1990, before me personally appeared Nelson E. Bowers, II, to me known to be the person described in and who executed the foregoing Warranty Deed, and acknowledged that he executed the same as his free act and deed.

Notary Public

My Commission Expires: May 4, 1993

STATE OF TENNESSEE:
COUNTY OF HAMILTON:

On this 31st day of May, 1990, before me personally appeared Frank E. Fowler, to me known to be the person described in and who executed the foregoing Warranty Deed, and acknowledged that he executed the same as his free act and deed.

Shawna L. Papadakis
Notary Public

My Commission Expires: 2/26/94

STATE OF TENNESSEE:
COUNTY OF HAMILTON:

I, or we, hereby swear or affirm that the actual consideration for this transfer, or value of the property or interest in property transferred, whichever is greater, is $760,500.00 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.

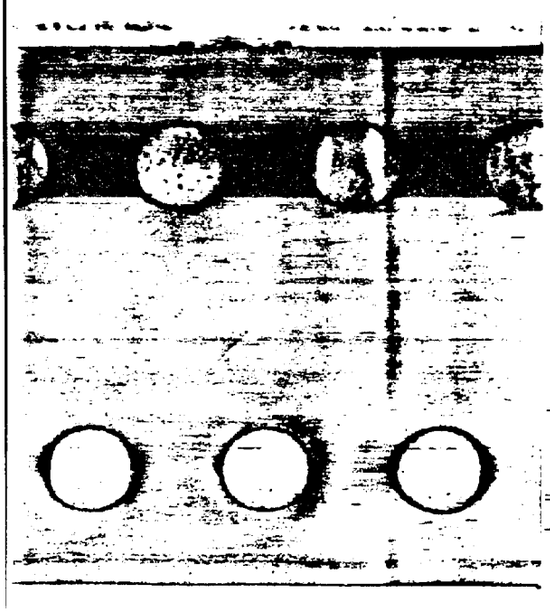
Oscar E. Fowler II Pres.
Affiant - Grantee

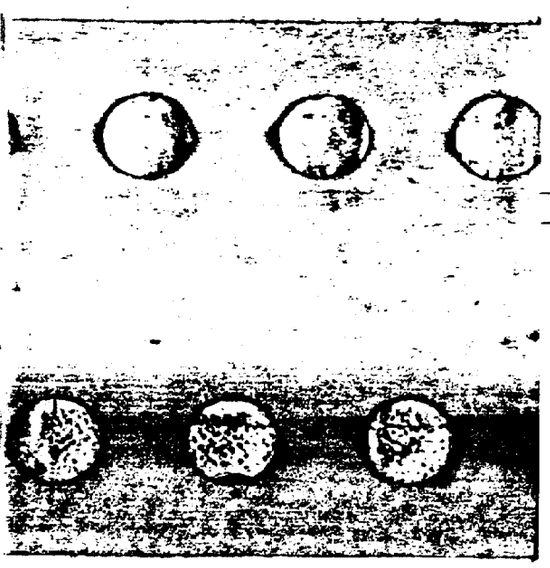
Sworn to and subscribed before me this 31st day of May, 1990.

Shirley C. Kaplan
Notary Public

My Commission Expires: May 11 1993

660F/quit/3
5/30/90





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

RECEIVED OF _____

FOR _____

BOOK 8120 PAGE 258

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

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID
			CAMT	
				760500.00
			CON TX	2509.65
			PRFEE	1.00
			MISC	9.00
			TOTAL	2519.65
			CHECK	2519.65
05/31/90		01	16:14 0001	6217

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

30054

IDENTIF. TREFERENCE

MAY 31 4 15 PM '90

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY TN.

No. 323605