Address New Owner:	Map-Parcel Numbers:	Send Tax Bills To:
Southeastern Brake and Clutch, Inc. 883 Elm Hill Pike Nashville, TN 37210	Map 94-13 Parcel 72	same

This instrument prepared by: Boult, Cummings, Conners & Berry (JRH)
222 Third Avenue, North, P.O. Box 198062, Nashville, TN 37219

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of TEN and NO/100 DOLLARS ($10.00) cash in hand paid, and other good and valuable consideration, the receipt and sufficiency of all of which are hereby acknowledged, **FESSLERS LANE ASSOCIATES**, an Indiana limited partnership (the "Grantor"), has bargained and sold, and by these presents does transfer and convey to **SOUTHEASTERN BRAKE AND CLUTCH, INC.**, a Tennessee corporation (the "Grantee"), Grantee's successors and assigns, certain land in Davidson County, State of Tennessee, being more particularly described as Lot No. 2, on the Plan of Fesslers Lane Business Park, Phase III, of record in Book 6900, page 779, Register's Office for Davidson County, Tennessee (the "Property").

This conveyance of the Property, and all covenants and warranties contained herein, are made expressly subject to the following:

1. Real estate taxes for the current year which have been prorated between the parties.

2. Matters shown on Plan of Lot No. 2, Fesslers Lane Business Park, Phase III, of record in Book 6900, page 779, Register's Office for Davidson County, Tennessee.

3. Deeds of conveyance to The Metropolitan Government of Nashville and Davidson County, Department of Water and Sewerage Services, of record in ~~Book 7597, page 699, Book 7597, page 733 and~~ Book 7628, page 523, in said Register's Office.

4. Applicable building and zoning laws.

5. Encroachments, easements and other matters shown on a survey of the Property dated April 1, 1991 by Robert E. Caldwell of Caldwell and Associates, 125 North Church Street, Murfreesboro, Tennessee 37130, License # 1083.

This is unimproved property, known as 316 Fesslers Lane, Lot No. 2, on the Plan of Fesslers Lane Business Park, Phase III, of record in Book 6900, page 779, Register's Office for Davidson County, Tennessee.

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $185,000.00.

Charles M Alverson
Affiant

Subscribed and sworn to before me this 4th day of June, 1991.

John R. Haynes
Notary Public
My Commission Expires: 11/12/90

TO HAVE AND TO HOLD the Property with all appurtenances, estate, title, and interest thereto belonging to the Grantee, Grantee's successors and assigns, forever.

Grantor covenants with the Grantee that the Property is free from all encumbrances made or suffered by Grantor except as set forth hereinabove.

Grantor further covenants and binds itself to warrant and forever defend the title to the Property to the said Grantee, Grantee's successors and assigns, against the lawful claims of all persons claiming by, through or under Grantor.

IN WITNESS WHEREOF, the Grantor has executed this Deed this 3rd day of June, 1991.

FESSLERS LANE ASSOCIATES, an Indiana Limited Partnership

By: Thomas C Gibson
Thomas C. Gibson, General Partner

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Personally appeared before me, John R. Haynes, Notary Public, Thomas C. Gibson, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is a general partner of FESSLERS LANE ASSOCIATES, an Indiana limited partnership, and is authorized to execute this instrument on behalf of FESSLERS LANE ASSOCIATES.

WITNESS my hand, at office, this 4th day of June, 1991.

John R. Haynes
Notary Public

My Commission Expires: 11/25/94

NOTARY PUBLIC AT LARGE

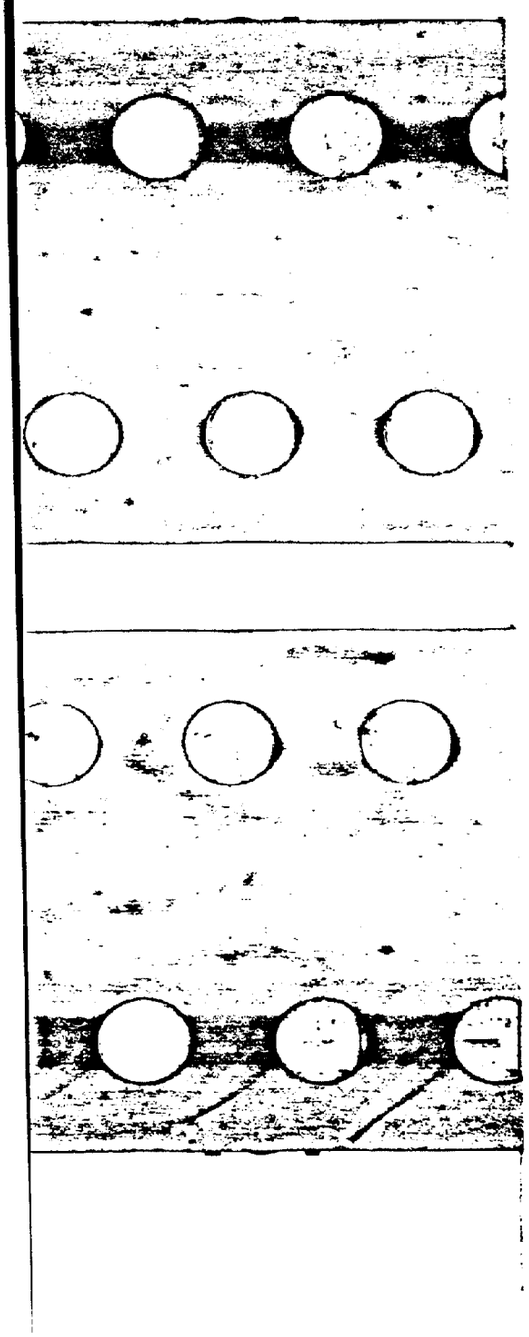
WP:JRHSWDFLA

0846 06/05 0101 03CHECK 617.50

19713

IDENTIFICATION

JUN 5 11 24 AM '91



OFFICIAL RECEIPT

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

RECEIVED OF _____

FOR _____

BOOK 8367 PAGE 280

CO - CONVEYANCE
MO - MORTGAGE
WD - WARRANTY DEED
TD - TRUST DEED

CC - CERTIFIED COPY
REL - RELEASE
UCC - UNIFORM COMMERCIAL CODE

MISC - MISCELLANEOUS
CO TAX - STATE TAX CONVEY
MO TAX - STATE TAX MORT
PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL

CAMT 185000.00
CON TX 610.50
PRFEE 1.00
WDEED 6.00
TOTAL 617.50
CHECK 617.50

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK 00-00-91 11:24 0001 0846

1 9 7 1 3

TENNESSEE

JUN 5 11 24 AM '91

No. 427923