This instrument prepared by:
H. Marshall Greene, Esq.
GREENE & GREENE
323 Union Street
P. O. Box 198645
Nashville, Tennessee 37219-8645

WARRANTY DEED

Address New Owner(s):	Send Tax Bills To:	Map/Parcel No.
DSS/ProDiesel, Inc.		82-12-307
928 Main Street	Same	82-12-308
Nashville, Tennessee 37206		82-12-309
		82-12-311
		82-12-343

FOR AND IN CONSIDERATION of the sum of Ten Dollars ($10.00) cash in hand paid and other good and valuable consideration, Victoria B. Jackson, an unmarried person (hereinafter referred to as the "Grantor"), does hereby transfer and convey unto DSS/ProDiesel, Inc. (hereinafter referred to as the "Grantee") and to the said Grantee's heirs, successors, and assigns certain real estate in the County of Davidson, State of Tennessee, and particularly described as follows:

SEE EXHIBIT A ATTACHED HERETO

TO HAVE AND TO HOLD said real property with the appurtenances, estate, title and interest thereto belonging to the said Grantee, its heirs, successors and assigns forever. Grantor covenants that she is lawfully seized and possessed of the real estate in fee simple, has good right to convey it, and that the same is unencumbered, except for the following: (1) taxes for the current year; (2) matters shown on the Plat; and (3) all visible easements and encroachments. Grantor further covenants and binds herself, her heirs, successors and representatives to forever defend the title to said real estate to the said Grantee and to the said Grantee's heirs and assigns against the lawful claims of all persons.

IN TESTIMONY WHEREOF, the Grantor has set her hand, this 20th day of January, 1994.

VICTORIA B. JACKSON

Victoria B Jackson

RECORDER'S MEMO
LEGIBILITY OF WRITING, TYPING OR PRINTING IN
THIS DOCUMENT UNSATISFACTORY WHEN RECEIVED

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Before me, Jill C. Rosenberry, a Notary Public in and for the County and State aforesaid, personally appeared Victoria B. Jackson, with whom I am personally acquainted, the within named bargainor, and that she acknowledged that she executed the foregoing instrument for the purposes therein contained.

Witness my hand and seal, at office in Nashville, Tennessee, this 20th day of January, 1994.

Jill C. Rosenberry
Notary Public

JILL C. ROSENBERRY NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

My commission expires:
My Commission Expires March 23, 1996

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

The actual consideration or value for this property (whichever is greater) is Five Hundred Ten Thousand Dollars ($510,000.00) and no other monetary consideration.

Bob Weaver Treasurer
AFFIANT

Sworn to and subscribed before me
this 20th day of January, 1994.

Jill C. Rosenberry
NOTARY PUBLIC

JILL C. ROSENBERRY NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

My commission expires:
My Commission Expires March 23, 1996

j:\firstam\welton\warranty.dee

EXHIBIT "A"

Land in Davidson County, Tennessee, described as follows:

TRACT I:

Lot Nos. 1/2 and 4 as shown on the Plan of Resubdivision of Lots 2, 3, 4, 5, 6, 7 & part of Lot 8 Paynes Addition to Edgefield of record in Book 5210, page 69, Register's Office for said County, to which plan reference is hereby made for a more complete description.

TRACT II:

Beginning at a point in the South right-of-way of Main Street 1.14 feet Westerly from the Northeast corner of Lot No. 8 in Payne's Addition to Edgefield (now East Nashville), and being also 1.14 feet Westerly from the Northeast corner of the property conveyed to Tennie K. McGhee by deed from H. O. Balls of record in Book 4810, Page 801, Register's Office for Davidson County; thence Westerly with the right-of-way of Main Street 38.86 feet to the Northwest corner of said property conveyed to Tennie K. McGhee by H.O. Balls and the Northeast corner of the Diesel Sales & Service property; thence South 22°40'36" East with the West line of said Tennie K. McGhee property being the common boundary between said property and the Diesel Sales & Service property 160.01 feet more or less to the North margin of an alley; thence with said margin of said alley North 65°5' East 42.53 feet to a point being the Southeast corner of the property conveyed to Tennie K. McGhee by Harriet Bubis by Deed of Exchange of record in Book 4722, Page 127, of said Register's Office; thence North 23°59'23" West 159.95 feet more or less to the point of beginning.

RECORDERS MEMO
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TRACT III:

Being part of Lot Nos. 12 and 13 on the Map of Greenwood Payne's Addition to Edgefield, now East Nashville as of record in Book 21, page 70, Register's Office for said County, and described according to a survey made by H. B. Fowlkes, Surveyor, May 1945, as follows:

Beginning at a stake at the northeast corner of McFerrin Avenue and Woodland Street; thence in a northwesterly direction along the easterly margin of McFerrin Avenue 79 feet to a stake; thence in an easterly direction 98.5 feet to a stake in the westerly line of the property conveyed to Charles M. Stevens and wife, in Book 1324, page 28, said Register's Office; thence along said Stevens line in a southerly direction 79.5 feet to a point in the northerly margin of Woodland Street; thence in a westerly direction along the northerly margin of Woodland Street 81.5 feet to the beginning.

TRACT IV:

Beginning on the northerly margin of Woodland Street at the southeast corner of the property conveyed to Mrs. Carl Eva Gardner Holt by deed from D. E. Mallernee, Jr. and wife, of record in Book 1341, page 147, said Register's Office, being 81.5 feet, more or less, east of the westerly margin of McFerrin Avenue; thence with said Holt's easterly line northwardly 79.5 feet to her northeast corner, continuing in the same direction 14.63 feet, in all, 94.13 feet to the southwest corner of the property conveyed to William Dancer and wife, by deed from D. E. Mallernee, Jr. and wife, of record in Book 1316, page 456, said Register's Office; thence with said Dancer's southerly line eastwardly 41.75 feet to the line between Lots 11 and 12; thence with said line southwardly 97 feet to the northerly margin of Woodland Street; thence with said street westwardly 50 feet, more or less, to the beginning.

INCLUDED IN THE ABOVE DESCRIPTION BUT EXCLUDED THEREFROM is the property conveyed to Rufus M. Webb and wife, of record in Book 4772, page 605, said Register's Office, as follows:

Beginning at an iron pin in the line between Lot Nos. 11 and 12 on said Plan, said point being North 41 deg. 00' west 82.55' from Woodland Street; thence along the line between said Lots north 41 deg. 00' west 15.45' to a point; thence south 61 deg. 00' west 41.75' to a point; thence south 38 deg. east 14.63' to a point; thence north 57 deg. 23' east 45.2' to the point of beginning.

TRACT V:

Being part of Lot No. 11 on the Plan of Paynes Addition to Edgefield as of record in Book 21, page 70, said Register's Office, described according to a survey dated October 9, 1972, by Ralph W. C. Lambert, Surveyor, as follows:

Beginning at an iron pin in the northerly margin of Woodland Street, the common corner of Lots 11 and 12 on said plan; thence with the line between said lots, north 41 deg. 00' west 82.55' to an iron pin; thence north 57 deg. 23' east 15.1' to an iron pin; thence south 29 deg. 07' east 80.5' to the point of beginning.

There is also conveyed herein an easement; being 32 feet wide for ingress and egress, extending from the northerly line of the above described parcel to city alley No. 258 as shown on said plan, a distance of 84 feet, more or less, as measured along the easterly line of the said Webb property.

~~Lot No. 1 of Tract II being the same property conveyed to Victoria B. Jackson by deed from Robert Yates and wife Carolyn Yates of record in Book 2631, page 226.~~ Tract II Being the same property conveyed to Diesel Sales and Service Company by deed from Tennie K. McGhee of record in Book 5436, page 932. ~~The remainder of~~ Tract I and ~~All of~~ Tracts III, IV and V Being the same property conveyed to James F. Neal and wife Victoria B. Jackson-Neal by deed from Diesel Sales and Service Company, Inc. of record in Book 6889, page 189.

RECORDERS MEMO
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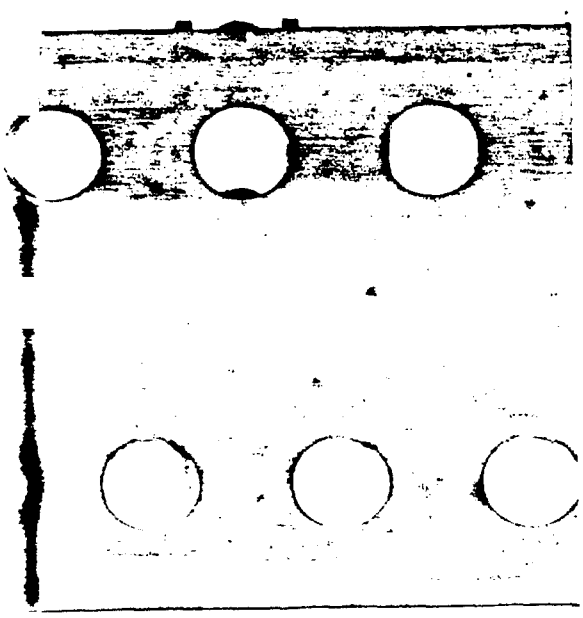
Tracts I, III, IV and V also Being the same property conveyed to Victoria B. Jackson by deed from James F. Neal of record in Book 8011, page 128.

10045
IDENTIF. & REFERENCE

94 JAN 24 AM 10:27
FELIX Z. [illegible] REGISTER
DAVIDSON COUNTY, TN.

PICK-UP

2251 01/24 0101 03CHECK 1908.00



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

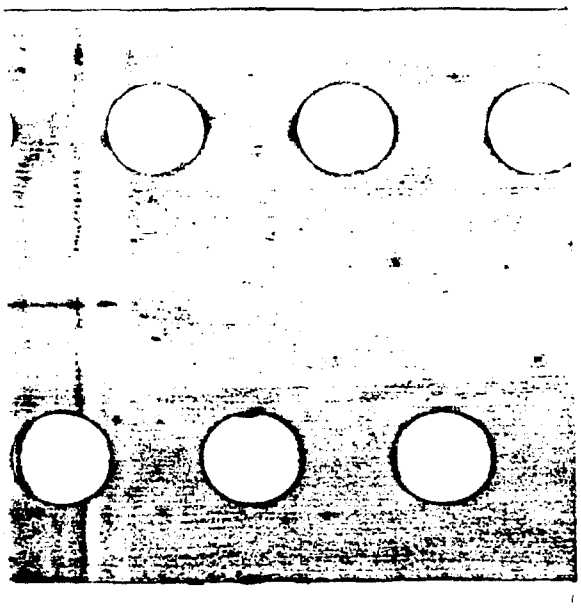
RECEIVED OF _____

FOR _____

BOOK 9227 PAGE 116

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 510000.00
CON TX 1887.00
PRFEE 1.00
WDEED 20.00
TOTAL 1908.00
CHECK 1908.00

01/24/94 01 10:28 0001 2251

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

10045
IDENTIF. ↑ REFERENCE

94 JAN 24 AM 10:27
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 748207