GENERAL WARRANTY DEED 9932PG558

FROM: Volunteer Electric, Inc., Grantor

TO: John M. Pruitt, Grantee

This instrument was prepared by:
Lea W. Stouffer
Farris, Warfield & Kanaday
Suite 1900
SunTrust Center
Nashville, Tennessee 37219

Address New Owner(s) as Follows:	Name and Address of the Person or Entity Responsible for the Payment of Real Property Taxes	Map-Parcel Numbers
John M. Pruitt P. O. Box 100117 Nashville, TN 37210	SAME	94-158

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is Four Hundred Fifty-Six Thousand Six Hundred Seventy and 80/100 ($456,670.80).

John M. Pruitt
Affiant

SUBSCRIBED AND SWORN TO before me, this the 31st day of January, 1996.

Tamara W. Fogarty
Notary Public

My Commission Expires: 7-24-98

FOR AND IN CONSIDERATION OF the sum of Four Hundred Fifty-Six Thousand Six Hundred Seventy and 80/100 ($456,670.80), the receipt and sufficiency of which are hereby acknowledged, VOLUNTEER ELECTRIC, INC., a Tennessee corporation (the "Grantor"), has bargained and sold, and by these presents does transfer and convey unto JOHN M. PRUITT (the "Grantee"), his heirs, successors and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, more particularly described on Exhibit A attached hereto and incorporated herein by this reference (the "Property").

The Property is improved property known as 191-195 River Hills Drive, Nashville, Tennessee.

This conveyance is expressly made subject to those matters more specifically set forth on Exhibit B attached hereto and incorporated herein by this reference.

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

And Grantor does covenant with the Grantee that Grantor is lawfully seized and possessed of the Property in fee simple, Grantor has a good right to convey the Property, and the Property is unencumbered and unrestricted except as to those matters set forth on Exhibit B, to which this conveyance is expressly made subject.

Grantor does further covenant and bind Grantor, its successors and assigns, to warrant and forever defend the title to the Property to the Grantee, his heirs, successors and assigns against the lawful claims of all persons whomsoever except as to those matters set forth on Exhibit B, to which this conveyance is expressly made subject.

Witness its hand this 31st day of January, 1996.

VOLUNTEER ELECTRIC, INC.

By: _____
JOHN M. PRUITT

Title: President

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, Tamara W. Fogarty, a Notary Public of said County and State, personally appeared John M. Pruitt, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be President (or other officer authorized to execute the instrument) of VOLUNTEER ELECTRIC, INC., the within named bargainor, a corporation, and that he as such President executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as President.

Witness my hand and seal, at Office in Nashville, this 31st day of January, 1996.

Tamara W. Fogarty
Notary Public

My Commission Expires: 7-24-99

EXHIBIT A

Property Description

Land in Davidson County, Tennessee, being more particularly described as follows:

Lot 2, Section 21, River Hills Industrial Park, as shown on plat of record in Plat Book 5210, page 264 in the Register's Office of Davidson County, Tennessee, to which plat reference is hereby made for a more particular description.

Being the same property conveyed to Volunteer Electric, Inc. by Special Warranty Deed from Nashville City Bank and Trust Co., of record in Book 7187, page 419, Register's Office for Davidson County, Tennessee.

The above description is the same as that contained in the prior deed.

EXHIBIT B

BOOK 9932 PG 561

Encumbrances

1. Taxes for 1996, a lien not yet due and payable.

2. All matters shown on the Plat of record in Plat Book 5210, page 264, Register's Office for Davidson County, Tennessee.

3. Lease Agreement dated October 26, 1995 by and between Volunteer Electric, Inc., as Lessor, and Environmental Design Group, Inc. and Oasis Irrigation Systems, Inc., as Lessee.

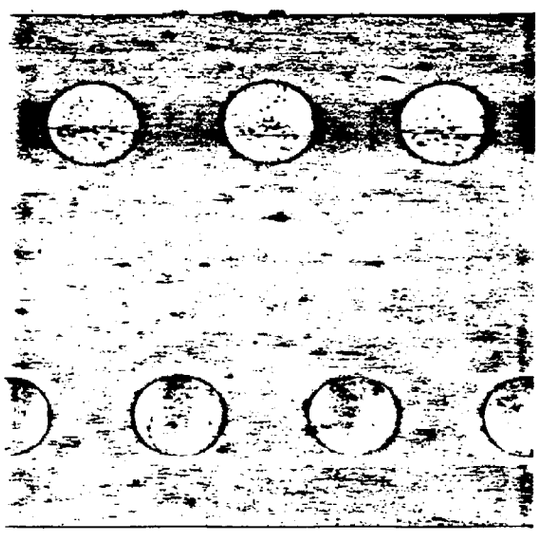
4. Lease Agreement dated as of January 31, 1996 by and between John M. Pruitt, as Lessor, and Volunteer Electric, Inc., as Lessee.

2939 01/31 0101 03CHECK 1706.69

0145621
IDENTIF. ↑ REFERENCE

96 JAN 31 AM 9:59
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

PICK-UP



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

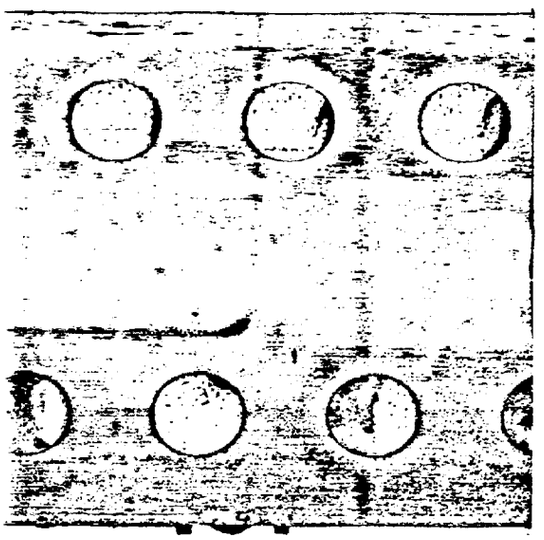
RECEIVED OF _____

FOR _____

BOOK 9932 PG 562

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 456670.80
CON TX 1689.69
PRFEE 1.00
WDEED 16.00
TOTAL 1706.69
CHECK 1706.69

01/31/96 01 10:01 0001 2939

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0145621
IDENTIF. ↑ REFERENCE

96 JAN 31 AM 9:59
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 1001186