335

BK/M 10311 PG 906

NEW OWNER AS FOLLOWS: Automotive Properties, L.L.C	SEND TAX BILLS TO: Automotive Properties, L.L.C c/o Steve Eatherly	MAP-PARCEL: Map 26-13 Parcels 27.00 and 69.00
Address: 1500 Clinton Street Nashville, TN 37203	Address: 1500 Clinton Street Nashville, TN 37203	Property Address

STATE OF GEORGIA)
)
COUNTY OF FULTON)

The actual consideration, or value, whichever is greater for this transfer is $1,175,000.00 which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

AFFIANT

Subscribed and sworn to before me, this 19th day of December, 1996.

NOTARY PUBLIC

My commission Expires:

Notary Public, Gwinnett County, Georgia
My Commission Expires September 19, 2000

0261823

IDENTIFICATION REFERENCE

97 JAN -6 AM 11:22

DAVIDSON COUNTY, TN.

LIMITED WARRANTY DEED

THIS INDENTURE made this 19th day of December, 1996, between THE EQUITABLE LIFE ASSURANCE SOCIETY OF THE UNITED STATES, a New York corporation, GRANTOR, and AUTOMOTIVE PROPERTIES, L.L.C., a Tennessee limited liability company, GRANTEE.

WITNESSETH:

That Grantor, for and in consideration of the sum of One Hundred and No/100ths Dollars ($100.00) and for other good and valuable consideration in hand paid by GRANTEE, the receipt and sufficiency of which is hereby acknowledged, has granted, bargained, sold and conveyed, and does hereby grant, bargain, sell and convey unto GRANTEE, its successors, representatives and assigns, the premises described on Exhibit "A" attached hereto and by reference made a part hereof, together with all easements and other rights, interest and easements appurtenant thereto, including, without limitation, any interest of GRANTOR in all sidewalks, walkways, common areas, streets or public ways, water and mineral rights appurtenant to the premises, and all buildings, fixtures, parking structures and improvements located on the premises.

TO HAVE AND TO HOLD the said premises to the said GRANTEE, its successors, representatives and assigns, forever.

AND GRANTOR, for itself, its representatives, successors and assigns does hereby covenant with GRANTEE, its representatives, successors and assigns, that GRANTOR is lawfully seized in fee simple of the premises herein conveyed; has full power, authority and right to convey the same; that GRANTOR will forever warrant and defend the title thereto against the lawful claims of all persons whomsoever claiming by, through or under GRANTOR, subject only to those matters set forth on Exhibit "B" attached hereto and by reference made a part hereof.

IN WITNESS WHEREOF, GRANTOR has caused this instrument to be executed under seal this 19th day of December, 1996.

GRANTOR:

THE EQUITABLE LIFE ASSURANCE SOCIETY OF THE UNITED STATES,
a New York Corporation

By: _____
Its INVESTMENT OFFICER

AA963370055

BOOK 10311 PG 508

STATE OF GEORGIA)
)
COUNTY OF FULTON)

Before me Judith A. Pittock of the State and County aforesaid, personally appeared Michael J. McMorrow with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be an Investment Officer of The Equitable Life Assurance Society of the United States, a New York corporation, the within named bargainor, and that he as such Investment Officer executed the within instrument for the purposes therein contained, by signing the name of the corporation by signing his/her name as said Investment Officer and affixing the seal thereto.

Witness my hand, at office, this 19th day of December, 1996.

Judith A. Pittock
NOTARY PUBLIC

NOTARY PUBLIC GEORGIA STATE AT LARGE

My Commission Expires:
Notary Public, Gwinnett County, Georgia
My Commission Expires September 19, 2000

Sales Tax $_____
Register's Fee $_____
Recording Fee $_____
Total $_____

PREPARED BY AND RETURN TO:

Alston & Bird
One Atlantic Center
1201 West Peachtree Street
Atlanta, Georgia 30309-3424

Attention: Walter W. Mitchell

AV0337-055

EXHIBIT A TO LIMITED WARRANTY DEED BK/M 10311 PG 809

SURVEYOR'S DESCRIPTION
TWO MILE PARKWAY @ INTERSTATE 65; GOODLETTSVILLE, TENNESSEE
PROPERTY MAP 26-13, PARCELS 27 & 69

A tract of land in the Second Civil District, City of Goodletsville, Davidson County, Tennessee being generally located west of Two Mile Parkway and east of Interstate 65; and being more particularly described as follows:

Beginning at an iron pin set on the westerly margin of Two Mile Parkway at the southeast corner of Ethel B. Fitzpatrick of record in book 5711, page 193 R.O.D.C. Tn.; thence,

1. With said west margin of Two Mile Parkway S 19deg12'57" E 88.96 feet to an existing iron pin; thence,

2. Leaving said west margin and with the northerly boundary of 84 Lumber Company of record in book 4399, page 535 R.O.D.C. Tn. S 66deg54'46" W 194.37 feet to an existing concrete monument; thence,

3. S 67deg09'46" W 584.89 feet to an existing iron pin; thence,

4. With the easterly boundary of Guardian Storage Co., Ltd. of record in book 6081, page 646 R.O.D.C. Tn. N 22deg21'21" W 522.76 feet to a PK Nail set; thence,

5. Leaving said Guardian Storage Co., Ltd. N 67deg35'18" E 743.60 feet to a point; thence,

6. With a curve to the left 60.50 feet to a point on the west margin of Two Mile Parkway; said curve having a radius of 40.00 feet, central angle 86deg39'07", tangent 37.73, and chord bearing and distance N 24deg15'43" E 54.89 feet; thence,

7. With said west margin of Two Mile Parkway S 19deg03'48" E 87.80 feet to an existing concrete monument; thence,

8. Leaving said west margin of Two Mile Parkway and with BP Oil Company of record in book 7987, page 916 R.O.D.C. Tn and Ethel B. Fitzpatrick of record in book 5711, page 193 R.O.D.C. Tn. S 67deg34'02" W 167.14 feet to a concrete monument; thence,

9. S 19deg07'28" E 379.14 feet to an iron pin set; thence,

10. N 67deg12'53" E 194.16 feet to the point of beginning.

Containing 338,068 square feet or 7.76 acres more or less.
The above described property is subject to any easements, restrictions, or any other encumbrance an accurate title search may find.

Being a portion of the same property conveyed to The Equitable Life Assurance Society of The United States, by Deed of Record in Book 5344, page 8, Register's Office for Davidson County, Tennessee.

EXHIBIT B TO LIMITED WARRANTY DEED

1. Rights of tenants, as tenants, under Lease executed by and between L. H. Hardaway, Sr. and L. H. Hardaway, Jr., d/b/a Hardaway Construction Company and Consolidated Theaters, Inc. dated January 17, 1976.

2. The Plan of record in Book 5050, page 7, Register's Office for Davidson County, Tennessee, and also shown on survey prepared by James W. Harrison, dated August 28, 1978, as follows:

A 20-ft. utility and drainage easement running along the eastern line of lot Nos. 1 and 2 and along the northwestern line of lot no. 2.

A 20-ft. utility and drainage easement running along the northern line of reserve parcel B and extending across the southern portion of lot No. 2. Said easement widening across said lot no. 2.

A 20-ft. utility and drainage easement running across the southern portion of lot no. 1.

A 20-ft. drainage easement running from the southeastern corner of lot no. 1 and extending out and across in a northerly direction across lot no. 1 and dividing into two easements extending across lot no. 2 and no. 4.

A 20-f t. utility and drainage easement extending from the western margin of lot no. 1 across said lot approximately one-half of the distance of said lot.

A 50-ft. utility and right of way for street and access easement commencing at the western margin of Two Mile Parkway and extending across the property in a southwesterly direction and as conveyed by Hardaway Construction Company, a partnership composed of L. H. Hardaway, Sr. and L. H. Hardaway, Jr., to the Town of Goodlettsville, Tennessee, and more particularly described of record in Book 5183, page 21, said Register's Office.

3. The Plan of record in Book 5190, page 183, said Register's Office, and also shown on survey prepared by James W. Harrison, dated August 28, 1978, as follows:

A 10-ft. minimum building setback line from northern margin of the 50 foot access easement on lot no. 4.

A 20-ft. minimum building setback line from the western lines of lot no. 4.

A 20-ft. utility and drainage easement along the eastern, northern and western margins of lot no. 4

AA0833

A 20-ft. utility easement across the southern, portion of lot no. 4.

A 20-ft. utility and drainage easement commencing at southeast corner of lot no. 4 extending to northwest corner.

A 20-ft. utility and drainage easement commencing at northeast corner of lot no. 4 running in southwest direction, connecting with easement immediately above.

A utility and drainage easement commencing on northern margin of 50' access easement being southern line of lot no. 4 and running in northeastern direction, widening and joining 20 foot utility easement commencing at southeast corner of lot no. 4.

4. The survey of the premises made by James W. Harrison, dated August 28, 1978 shows a 36-ft. access easement commencing at the southern line of lot no. I and running along the eastern line of lot connecting with the 50-ft. access easement.

5. The survey of the premises made by James W. Harrison, dated August 28, 1978 shows a utility and access easement running from the southern margin of lot no. I and across said lot to the 50-foot utility and access easement.

6. The survey of the premises made by James W. Harrison, dated August 28, 1978, shows a utility easement running along the southern margin of the 50 foot access easement on the northwestern portion of lot no. 1, with 2 extensions running in a southerly direction from the main easement.

7. An overhead line easement granted by L. H. Hardaway, Sr. and L. H. Hardaway, Jr. to Metropolitan Government of Nashville-Davidson County, as of record in Book 5018, page 309, said Register's Office, extending across the northern and northwestern lines of lot no. 4, ..and being located within the aforesaid 20 foot utility easement along said northern and northwestern lines as shown on said survey of James W. Harrison, dated August 28, 1978.

8 Rights of tenants as tenants under existing leases.

9. Assignment of Leases dated September 29, 1978, filed in Book 5344, page 12, Register's Office for Davidson County, Tennessee.

10. Metro taxes for 1996, a lien but not yet due and payable.

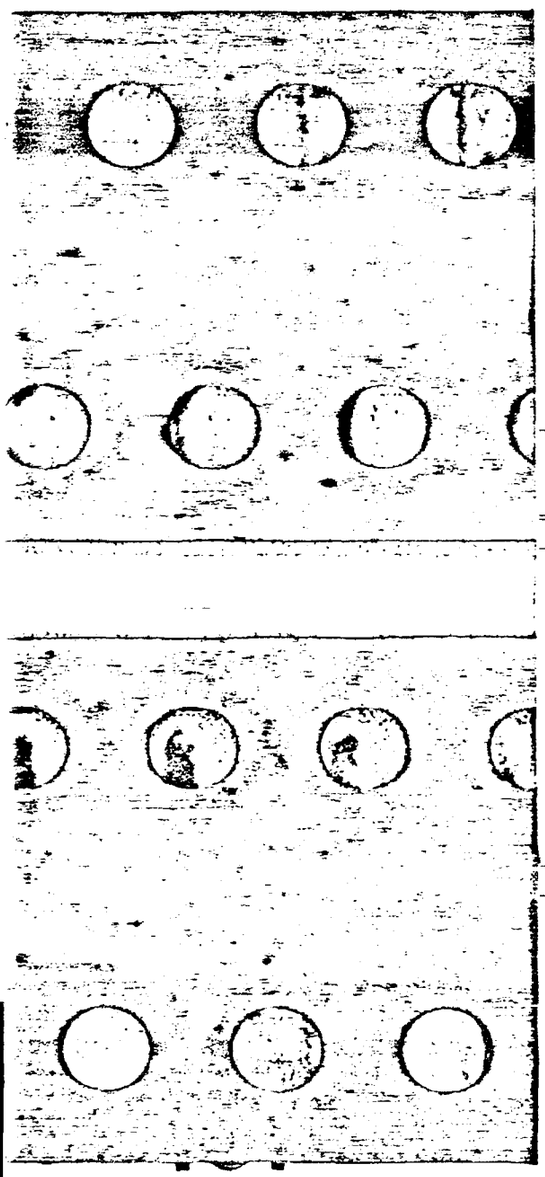
12. A non-exclusive easement for ingress and egress granted to Shell Oil Company by Agreement dated July 12, 1979, and of record in Book 5514, page 686, Register's Office for Davidson County, Tennessee.

13. Assignment of Leases dated May 8, 1980, of record in Book 5601, page 772, Register's Office for Davidson County, Tennessee.

BOOK 1[illegible]311 PG 812

14. The rights acquired by the State of Tennessee, on relation of the Commissioner of the Department of Transportation, for and on the behalf of said Department in the matter of State of Tennessee, on relation of the Commissioner of the Department of Transportation, for and on the behalf of said Department, Petitioner, vs. Equitable Life Assurance Society of the United States, et.al, Defendants; case docket no. 88C-191 in the First Circuit Court for Davidson County, Tennessee

2352 01/06 0101 03CHECK 4376.50



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

RECEIVED OF _____

FOR _____

BOOK 10311 PG 813

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
				1175000.00
				CON TX 4347.50
				PRFEE 1.00
				WDEED 28.00
				TOTAL 4376.50
				CHECK 4376.50
01/06/97	01	11:22	0001	2352

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0261823
IDENTIFICATION REFERENCE

'97 JAN -6 AM 11:22

FELIX Z. WILSON, II
DAVIDSON COUNTY, TN

No. 1104894