10893

Address New Owner:	Map-Parcel Numbers:	Send Tax Bills To:
CarMax Auto Superstores, Inc. 9950 MAYLAND DRIVE Richmond, VA. 23233-1464	Map 118-11 Par. 164	Same
This instrument prepared by: Boult, Cummings, Conners & Berry, PLC 414 Union Street, Suite 1600, P.O. Box 198062, Nashville, TN 37219		

WARRANTY DEED

10893 684

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, The Sunday School Board of the Southern Baptist Convention, a Tennessee not for profit corporation (the "Grantor"), has bargained and sold, and by these presents does transfer and convey to CarMax Auto Superstores, Inc., a Virginia corporation (the "Grantee"), Grantee's successors and assigns, certain land in Davidson County, State of Tennessee, being more particularly described in Exhibit A, which is attached hereto and incorporated herein by this reference (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. Access Easement by and among The Sunday School Board of the Southern Baptist Convention, Quebecor Printing Dickson, Inc., and Thompson-Powell Venture, LLC, of record in Book 9759, page 20, Register's Office for Davidson County, Tennessee.

3. Title to that portion of the premises, if any, embraced within the charter right-of-way of CSX transportation Railroad.

4. Easement for the flow of East Fork Browns Creek.

5. TVA Transmission Line Easement granted to the Untied States of America by instrument of record in Book 1163, page 145, Register's Office for Davidson County, Tennessee.

6. TVA Transmission Line Easement granted to The United States of America by instrument of record in Book 1174, page 101, 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 $3,200,000.00.

Joseph B Pitts Jr.
Affiant

Subscribed and sworn to before me this 21ST day of April, 1998.

Brenda S. Laine
Notary Public
My Commission Expires: 7-23-2001

BRENDA S. LAINE NOTARY PUBLIC AT LARGE DAVIDSON COUNTY

0479107.01
004800-000 04/14/98

7. Easements for Electric Transmission and Distribution Lines, Sewer Mains and Water Distribution Mains as reserved in the deed from The United States of America to Tennessee Development Company of record in Book 1561, page 117, Register's Office for Davidson County, Tennessee.

8. Easements for Electric Transmission and Distribution Lines, Sewer Mains and Water Distribution Mains granted to Colonial Realty Company by deed from Tennessee Development Company of record in Book 1630, page 466, Register's Office for Davidson County, Tennessee.

9. Terms, conditions, provisions and easements contained int eh contract between Tennessee Development Company and the City of Nashville of record in Book 1635, page 595, Register's Office for Davidson County, Tennessee.

10. Easements for Electric Transmission and Distribution Lines, Sewer Mains and Water Distribution Mains granted to Colonial Realty Company by deed from Tennessee Development Company of record in Book 1643, page 603, Register's Office for Davidson County, Tennessee.

11. Easements for Electric Transmission and Distribution Lines, Sewer Mains and Water Distribution Mains and Railroad Spur Track as reserved in the deed from Tennessee Development Company to The Sunday School Board of The Southern Baptist Convention of record in Book 1814, page 533, Register's Office for Davidson County, Tennessee.

12. Easement for storm sewer granted to the Metropolitan Government of Nashville and Davidson County, Tennessee, of record in Book 4069, page 810, Register's Office for Davidson County, Tennessee.

13. Easement for right of way for railroad tract granted to Louisville and Nashville Railroad Company, of record in Book 1723, page 371, Register's Office for Davidson County, Tennessee.

14. Permanent drainage easement conveyed to Metropolitan Government of Nashville and Davidson County, Tennessee by instrument of record in Book 7698, page 302, Register's Office for Davidson County, Tennessee.

15. Easement for water mains and appurtenances conveyed to Metropolitan Government of Nashville and Davidson County, Tennessee by instrument of record in Book 6695, page 66, Register's Office for Davidson County, Tennessee.

16. Easement granted to Nashville and Decatur Railroad Company by deed of record in Book 1813, page 205, Register's Office for Davidson County, Tennessee, for construction, maintenance and operation of spur tracks.

17. Memorandum of Lease agreement between The Sunday School Board of the Southern Baptist Convention (Lessor) and Graphic Arts Properties, Inc. (Lessee), of record in Book 4087, page 779, amended in Book 9759, page 15, Register's Office for Davidson County, Tennessee.

18. TVA Transmission Line Easement granted to the United States of America by instrument of record in Book 1153, page 542, Register's Office for Davidson County, Tennessee.

19. All matters shown on a survey made by Kevin A. Edmonson, RLS #1515, dated 9-12-96.

This is improved property, located at 2501 Powell Avenue, Nashville, Davidson County, Tennessee.

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 Grantor is lawfully seized and possessed of the Property in fee simple; that Grantor has a good right to convey the Property, and that the Property is unencumbered except as set forth hereinabove.

Grantor further covenants and binds itself, its successors and assigns 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 whomsoever, subject, however, to the exceptions set forth herein. The warranty of Grantor made herein is subject to those exceptions set forth in this instrument; provided, however, that Grantor hereby assigns to Grantee any rights it may have under any and all warranties of title running to the benefit of Grantor from the deed by which the Property was conveyed to Grantor.

IN WITNESS WHEREOF, the Grantor has executed this Deed this 20th day of April, 1998.

THE SUNDAY SCHOOL BOARD OF THE
SOUTHERN BAPTIST CONVENTION,
TENNESSEE NOT FOR PROFIT CORPORATION

By: James Richard Bell

Title: Director, Facility Management

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Personally appeared before me, Loretta B. Lane, Notary Public, James Richard Bell, with whom I am personally acquainted and who acknowledged that he executed the foregoing instrument for the purposes therein contained and who further acknowledged that he is Director, Facility Management of The Sunday School Board of the Southern Baptist Convention, Tennessee not for profit corporation, and is authorized to execute this instrument on behalf of said corporation.

WITNESS my hand, at office, this 20th day of April, 1998.

Loretta B. Lane
Notary Public
My Commission Expires: 3/23/2002

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004800-000 04-14-98

EXHIBIT A

A tract of land in the 6th Civil District of Nashville, Davidson County, Tennessee and lying generally between Powell Avenue and the CSX Transportation Railroad, south of Thompson Lane and being more particularly described as follows:

Beginning at an iron pin (old) on the westerly Right-of-Way of Powell Avenue as widened by Metropolitan Nashville Department of Public Works Project No. 67-R-32, said pin being 40' right of station 14+86.16 and being the northwest corner of Home Depot U.S.A., Inc (DB 9892, PG 486) and the southeast corner of this tract;

Thence, leaving said Right-of-Way with northerly line of Home Depot U.S.A., Inc., South 57 deg. 32 min. 00 sec. West, 604.77' to an iron pin (old) in the easterly usage Right-of-way of CSX transportation Railroad, said Right-of-Way being 33' east of and parallel to the north bound main track;

Thence, with usage Right-of-Way, North 32 deg. 23 min. 00 sec. West - 535.30' to an iron pin (old)

Thence, continuing with Right-of-Way, along a curve to the right having a delta of 01 deg. 22 min. 22 sec., a radius of 13,138.44', an arc length of 314.80, with the chord being North 31 deg. 41 min. 49 sec. West - 314.80' to an iron pin (new) and being the southeast corner of Thompson-Powell Venture LLC (DB 9753, PGA 844) and the southwest corner of this tract;

Thence, leaving railroad with said Thompson-Powell Venture LLC as follows:

North 58 deg. 01 min. 24 sec. East - 559.75' to an iron pin (new); North 87 deg. 52 min. 46 sec. East 129.24' to an iron pin (new) in the westerly right-of-way of Powell Avenue as created by the aforementioned Metro Project 67-R-32.

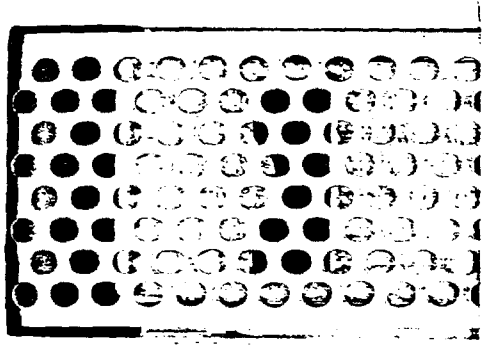
Thence, with said Right-of-Way along a curve to the left having a delta of 02 deg. 30 min. 09 sec., a radius of 6,738.95', an arc length of 294.33', with the chord being South 26 deg. 26 min. 53 sec. East - 294.31' to an iron pin (old);

Thence, South 27 deg. 41 min. 57 sec. East - 489.00' to the point of beginning and containing 12.37 acres, more or less.

Being part of the same property conveyed to The Sunday School Board of the Southern Baptist Convention, a Tennessee corporation, by deed from Tennessee Development Company, a Tennessee corporation, of record in Book 1814, page 533, Register's Office for Davidson County, Tennessee.

04277766
IDENTIF. & REFERENCE
98 APR 21 PM 3:02
FELIX [illegible] REGISTER
DAVIDSON COUNTY, TN.

6474 04/21 0101 03CHECK 11657.00



OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

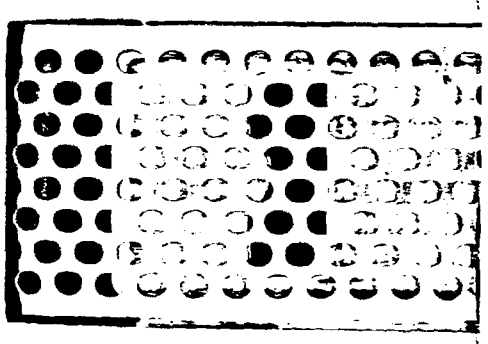
Book 10893 Pg 688

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
3200000.00
CON TX 11840.00
PRFEE 1.00
WDEED 16.00
TOTAL 11857.00
CHECK 11857.00
04/21/98 01 15:03 0001 6474

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK



04277766
IDENTIF. & REFERENCE
98 APR 21 PM 3:02
FELIX Z. WILSON, II REGISTER
DAVIDSON COUNTY, TN.

No. 1282607