3L
Box 35

THIS INSTRUMENT PREPARED BY:
James W. Cameron III
Cameron Worley Fordham, P.C.
414 Union Street, Suite 1830
Nashville, TN 37219

Davidson County DEEDWARR
Recvd: 10/07/05 10:50 4 pgs
Fees:23.00 Taxes:9250.00
20051007-0121266

Address of New Owner:	**Send Tax Bills To:**	**Map/Parcel Numbers:**
Sheila L. Yarbrough, Trustee of the Sheila L. Yabrough 2005 GST-Exempt Trust, H. Gregory Mathews, Trustee of the H. Gregory Mathews 2005 GST-Exempt Trust, and Alan D. Vines 800 North Gallatin Road Madison, TN 37115	Same	Map 43-05 Parcel 252

GENERAL WARRANTY DEED

FOR AND IN CONSIDERATION OF the sum of Ten and no/100 Dollars ($10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, **EARL DUNN PONTIAC-BUICK-GMC TRUCK, INC.** (formerly known as EARL DUNN PONTIAC, INC.), a Tennessee corporation (the "Grantor"), has bargained and sold, and by these presents does transfer and convey unto **SHEILA L. YARBROUGH, Trustee of The Sheila L. Yarbrough 2005 GST-Exempt Trust**, a 37.5% undivided interest, **H. GREGORY MATHEWS, Trustee of The H. Gregory Mathews 2005 GST-Exempt Trust**, a 37.5% undivided interest and **ALAN D. VINES**, a 25% undivided interest (the "Grantees"), as tenants in common, their heirs, successors and assigns, all of Grantor's rights, title and interest in and to a certain tract or parcel of land in Davidson County, Tennessee, more particularly described on Exhibit A attached hereto and incorporated herein by reference, and all improvements, appurtenances, hereditaments, development rights, privileges and easements belonging thereon (the "Property").

TO HAVE AND TO HOLD the said real property, together with all rights and appurtenances thereunto belonging or in any way appertaining to Grantees, their heirs and assigns, forever in fee simple.

Grantor further covenants that Grantor is the lawfully seized and possessed of said real estate, has full and lawful authority to sell and convey the same; that the title thereto is free, clear and unencumbered except as shown on Exhibit B hereto; and, Grantor will forever warrant and defend the same against the lawful claims of all persons whomsoever.

The Grantor, Earl Dunn Pontiac, Inc., changed its name to Earl Dunn Pontiac-Buick-GMC Truck, Inc. by filing the necessary documents with the Tennessee Secretary of State on or about May 21, 1991.

Executed this 6th day of October, 2005.

GRANTOR:

EARL DUNN PONTIAC-BUICK-GMC TRUCK, INC.
(Formerly Known as Earl Dunn Pontiac, Inc.)

By: _____
Earl H. Dunn, Jr., President

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, Jane Caplenor, a Notary Public of the state and county aforesaid, personally appeared Earl H. Dunn, Jr., with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence and who, upon oath, acknowledged himself to be the President of Earl Dunn Pontiac-Buick-GMC Truck, Inc., a Tennessee corporation, the within named bargainor, and that he as such President, executed the foregoing instrument for the purpose therein contained, by signing the name of the corporation by himself as president.

Witness my hand and official seal, at office in Nashville, Tennessee, this 6th day of October, 2005.

Jane Caplenor
Notary Public

JANE CAPLENOR NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TN

My Commission Expires: 11/26/05

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration for this transfer or value of property (whichever is greater) is $2,500,000.00. This is equal to or greater than the property would bring at a fair and voluntary sale.

_____
Affiant

Sworn to and subscribed before me, this 6th day of October, 2005.

Jane Caplenor
Notary Public
My Commission Expires: 11-26-05

JANE CAPLENOR NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TN

2458-05016-1

Exhibit A

A Tract of Land in the Ninth Councilmanic District of Metropolitan Nashville and Davidson County, Tennessee, Being Tract No. 2 as shown on a survey prepared by George Anton, Dated May 21, 1973, and being more particularly described according to a survey prepared by H & H Land Surveying, Inc., dated July 14, 2005, Job Number 2005 -740 and proceeding as follows:

Beginning at an iron rod (new) in the East right-of-way line of Gallatin Road (U.S. HWY 31 E), right-of-way width varies, at the South end of the Southeast curve at the intersection of said Gallatin Road and Anderson Lane, a 50-foot right-of-way; thence,

1. In an Easterly direction with a curve to the right having a radius of 34.50 feet, a central angle of 12 degrees 28 minutes 20 seconds, for an arc length of 7.51 feet to an iron rod (new) in the South right-of-way line of the aforementioned Anderson Lane; said curve has a chord bearing and distance of North 13 degrees 02 minutes 10 seconds East, 7.50 feet; thence,

2. With the South right-of-way line of said Anderson Lane, South 88 degrees 06 minutes 31 Seconds East, 862.16 feet to a concrete monument (old) at a northwesterly property corner of Lot No. 1 as shown on the Plan of Moore-Handley Subdivision No 2 as of record in Plat Book 5210, page 247, Register's Office of Davidson County, Tennessee; thence,

3. Leaving the South right-of-way line of Anderson Lane, and with a West property line of said Lot No. 1, Plan of Moore-Handley Subdivision No. 2, South 05 degrees 51 minutes 15 seconds West, 254.24 feet to an iron rod (old); thence,

4. With the North property line of said Lot No.1, North 88 degrees 02 minutes 44 seconds West, 867.1 1 feet to an iron rod (old) on the East, right-of-way line of the aforementioned Gallatin Road (U.S. Hwy. 31 E); thence.

5. With the East right-of-way line of said Gallatin Road North 06 degrees 48 minutes 00 seconds East, 246.23 feet to the point of Beginning and containing 219,001 square feet or 5.028 acres, more or less, as calculated by the above courses and distances.

Being the same property conveyed to Earl Dunn Pontiac, Inc., a Tennessee corporation by Quitclaim Deed from The Industrial Development Board of the Metropolitan Government of Nashville and Davidson County, a Tennessee corporation of record in Book 10222, page 36, Register's Office for Davidson County, Tennessee. The said Earl Dunn Pontiac, Inc., a Tennessee corporation is now known as Earl Dunn Pontiac-Buick-GMC Truck, Inc. by amendments to charter of record in Book 6908, page 858 and Book 8364, page 40, said Register's Office.

Exhibit B

1. Taxes for the year 2005, a lien, not yet due and payable.