Prepared by Shell Oil Co.
100 Oaks Tower. Nashville Tenn

New Owner:
Cracker Barrel Old Country Store, Inc.
Hartman Drive
Lebanon, Tennessee 37087
Attn: D.W. Evins, Pres.

Send tax bills to:
Same

Map-Par. pt.
163-178
SDU-33175

LIMITED WARRANTY DEED

BOOK 5137 PAGE 603

THIS IS A DEED dated [illegible] 3, 1977, by SHELL OIL COMPANY, a Delaware corporation with offices at Suite 401 - 100 Oaks Office Tower, Thompson Lane at Powell Avenue in Nashville, Tennessee, 37204, (herein called "Grantor") to CRACKER BARREL OLD COUNTRY STORE, INC., a Tennessee Corporation of 110 Plaza Center, Lebanon, Tennessee, 37087, (herein called "Grantee", whether one or more):

GRANTOR, for good and valuable consideration received, hereby grants and conveys to Grantee the following described Premises situated in the County of Davidson, State of Tennessee:

A tract of land in the Second Civil District of Davidson County, Tennessee, being Lot Three (3) of the resubdivision of Lot One (1) Book 4955, Page 63 in the Register's Office for Davidson County, as follows:

> Beginning at the original northeasterly corner of said Lot One (1) at a concrete monument; thence S 39° 41' W, a distance of 260.63' to a point on the northerly margin of Collins Park Drive; thence Westerly with a 100' radius curve to the right a distance of 21.64' to a concrete monument; thence with a 389.04' radius curve to the right a distance of 26.14' to a concrete monument; thence N 39° 00' W, a distance of 288.43' to a point; thence N 51° 00' E, a distance of 163.80' to a point; thence S 57° 42' 55" E, a distance of 300.50' to the point of beginning and containing 67,061 square feet or 1.54 acres,

Being part of the real property conveyed to Shell Oil Company by deed from J. Bryan Turner and wife, of record in Book 4036, Page 234 in the aforesaid Register's Office,

together with all rights, privileges and appurtenances thereto and land improvements thereon; but subject to all easements, rights-of-way, reservations, restrictions and encumbrances of record, to any existing tenancies, to all zoning laws and ordinances, and to any state of facts an accurate survey or inspection of the premises would show;

TO HAVE AND TO HOLD the same unto Grantee and Grantee's heirs, successors and assigns forever.

SUBJECT to the foregoing and to the liens of all taxes and assessments for the year 1977 and subsequent years, Grantor covenants with Grantee that Grantor will warrant and defend the title to the premises against the lawful claims of all persons claiming by, through or under Grantor.

THIS CONVEYANCE is made upon the conditions that, so long as the Premises now owned by Grantor adjoining the Premises hereby conveyed on the West, or any part thereof, shall be used for any of the purposes of advertising, storing, selling and distributing petroleum products for motor vehicles, and, in any event, during the period of twenty (20) years after the date of this Deed: (a) no petroleum products for motor vehicles shall be advertised, stored, sold or distributed on or from the Premises hereby conveyed; and (b) no structure shall be erected or placed on the Premises hereby conveyed within thirty (30) feet from the South line of those Premises along the public way of Collins Park Drive. As part of the consideration of this conveyance, Grantee covenants to comply with each of these conditions. Grantor's waiver of any breach of either of these conditions and covenants shall not constitute a waiver of either of them or of any subsequent breach hereof. These conditions and covenants shall run with the land, shall bind Grantee's heirs, administrators, executors, successors and assigns, and shall inure to the benefit of Grantor's successors and assigns.

EXECUTED by Grantor as of the date first herein specified.

WITNESSES:

SHELL OIL COMPANY

[illegible]

[illegible]

Attest: [illegible]

R. J. MOREL, ASSISTANT SECRETARY

STATE OF TEXAS X
X SS:
COUNTY OF HARRIS X

BOOK 5137 PAGE 604

On this 13th day of April, 1977, before me, a Notary Public in and for said County in said State, appeared E. D. LYNCH and P. J. MOREL, to me personally known and known to me to be the same persons who executed the foregoing instrument, who, being by me duly sworn, did say that they are MANAGER-REAL ESTATE ADMINISTRATION, CORPORATE REAL ESTATE and ASSISTANT SECRETARY, respectively of SHELL OIL COMPANY, a Delaware corporation, that they know the seal of said corporation and that the seal affixed to said instrument is the corporate seal of said corporation and that said instrument was signed and sealed in behalf of said corporation by authority of its Board of Directors and said E. D. LYNCH and P. J. MOREL acknowledged said instrument to be their own free act and deed and the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the aforesaid day and year.

D 9943

T
TICOR REFERENCE

APR 19 11 53 AM '77

REGISTER
DAVIDSON CO., TENN.

Patsy Ann Harris
Notary Public

PATSY ANN HARRIS
Notary Public In And For Harris County, Texas
My Commission Expires June 1, 1977

NOTARY PUBLIC · STATE OF TEXAS · COUNTY OF HARRIS

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value whichever is greater, for this transfer is $100,000.00.

Mary Enoey, Agent
Affiant

Subscribed and sworn to before me,
this 19th day of April, 1977.

Notary Public.
My Com. expires: 2/8/78

APR 19	CONV	90,000.00		
APR 19	CONV	10,000.00		
APR 19	S'TAX		B* 260.00	
APR 19	PR'FEE		B* .50	
APR 19	W'DEED		B* 6.00	* 266.50

DAVIDSON CO. NOSCRIVENER

PURCHASING AND GENERAL SERVICES
CORPORATE REAL ESTATE - PRINCIPAL MANAGERS

Certificate of Authority BOOK 5137 PAGE 605

P. J. Morel certifies that he is an Assistant Secretary of Shell Oil Company, a Delaware corporation; that the following is a complete and correct copy of a resolution duly adopted by the Company's Executive Committee (which has all of the powers of the Company's Board of Directors, when that Board is not in session), at a meeting held on May 14, 1975, and has been, at all times since then, and is now in full effect:

RESOLVED, That each of the following, now or hereafter appointed:

General Manager, Corporate Real Estate,
Manager Land Investments,
Manager Real Estate and Property Services, and
Manager Real Estate Administration,

in the Corporate Real Estate Department of Purchasing and General Services, is hereby authorized, in the Company's name and behalf, to execute, deliver, accept, assign, amend, extend, terminate or release the following instruments and documents in the usual course of the business of that Department:

(1) contracts, options and other instruments for purchase, sale, exchange or conveyance of real or personal property or any interests therein, excluding grants of security interests by the Company, but including (without limitation) deeds, easements, rights-of-way, licenses, permits, railway sidetrack agreements, bills of sale, and releases of security interests held by the Company;

(2) leases and subleases of real or personal property, whether by or to the Company; notices of, consents to and releases of assignments of such leases or subleases or the rents thereunder; and agreements subordinating any such leases or subleases to any security interests in the properties covered thereby;

(3) applications for and acceptances of any instruments specified in preceding items (1) and (2), relating to lands or waters owned by or under the jurisdiction of any government or governmental authority; and any other applications, reports, statements or documents to be submitted to any government or governmental authority and/or placed in the public records, relating to acquisition, disposition, platting, subdivision, use, development or improvement of any real property, excluding only tax reports and returns;

(4) contracts with governments, governmental authorities or private parties for research, development or consulting services;

(5) bonds and guarantees for the Company's performance of any contract, obligation or act necessary or convenient for transacting its business; and

(6) settlements and releases of claims for damages.

and that E. D. Lynch is now Manager Real Estate Administration in the Corporate Real Estate Department of Purchasing and General Services of the Company.

IN WITNESS WHEREOF this Certificate is signed and sealed with the Company's corporate seal on April 13, 1977.

SHELL OIL COMPANY
1911
OF DELAWARE

SC-87