ST&D/RIF/dn
11/9/78

ADDRESS NEW OWNER AS FOLLOWS:
HOLNASH CORPORATION B.V.
Bovendijk 132
Postbus 6075
Rotterdam - 3008
The Netherlands

SEND TAX BILLS TO:
FLETCHER BRIGHT COMPANY
1520 First Tennessee Bldg.
701 Market Street
Chattanooga, TN 37402

MAP PARCEL NUMBER

161-163

BOOK 5363 PAGE 896

SPECIAL WARRANTY DEED

IN CONSIDERATION of One Dollar ($1.00) cash in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, MARTHA N. RIFKIN does hereby sell, transfer and convey unto HOLNASH CORPORATION B.V., a corporation organized under the law of The Netherlands, the following described property:

LAND in the 6th Civil District of Davidson County, Tennessee, being Parcel 1 of the land shown on the Plat of Hickory Plaza, of record in Book 5200, page 68 in the Register's Office of Davidson County, Tennessee, and more particularly described as follows:

BEGINNING in the west margin of Nolensville Road at a point 50 feet north of a highway monument at the intersection of Old Hickory Boulevard and said road; thence leaving said margin at a right angle with a line common with the Pizza Hut property, S 84° 59' W, 192.00 feet to a common corner; thence with a line common with the Pizza Hut property, S 05° 01' E, 143.71 feet to a point in the proposed north margin of Old Hickory Boulevard, said point being 75 feet north of the present center line of said Boulevard; thence with proposed north margin, S 83° 09' 31" W, 108.94 feet to a point, the beginning of a curve to the right; thence with proposed said north margin and with a curve having a central angle of 02° 19' 23" and a radius of 2,769.53 feet, 112.29 feet to a point; thence leaving said margin and a line common with Lot 3, with a curve to the left having a central angle of 90° 31' 19", a radius of 25.00 feet and a distance of 39.50 feet to a point; thence N 05° 01' 56" W, 83.31 feet to a point, the beginning of a curve to the left; thence with said curve having a central angle of 90° 00' 56", a radius of 50.00 feet and a distance of 78.55 feet to a point; thence S 84° 59' W, 215.57 feet to a point; thence N 00° 46' 33" E, 24.17 feet to a point; thence N 05° 01' W, 152.56 feet to a point; thence N 09° 29' E, 244.17 feet to a point; thence N 84° 59' E, 75.00 feet to a point; thence N 05° 01' W, 100.00 feet to a point; thence N 84° 59' E, 225.00 feet to a point; thence N 05° 01' W, 73.50 feet to a point; thence N 84° 59' E, 290.00 feet to a point in the westerly margin of Nolensville Road; thence along said margin, S 05° 01' E, 186.50 feet to a point in the northeast corner of The First American National Bank Property; thence, leaving said margin, with a line common with the First American National Bank property, S 84° 59' W, 150.00 feet to a common corner; thence with common line, S 05° 01' E, 150.00 feet to a common corner; thence with common line, N 84° 59' E, 150.00 feet to the west margin of Nolensville Road; thence with said margin, S 05° 01' E, 260.00 feet to the point of beginning, containing 7.92 acres, more or less.

Reference for prior title is made to Book 4854, page 403 in the Register's Office of Davidson County, Tennessee.

TOGETHER WITH the rights and benefits accruing to Grantor under that certain Easement dated October 31, 1978, recorded in Book 5361, Page 888 in said Register's Office.

THIS INSTRUMENT PREPARED BY:
SHUMACKER, THOMPSON & DYCUS
Attorneys at Law
Chattanooga, Tennessee 37402

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SUBJECT TO the matters set forth on Exhibit "A" attached hereto and made a part hereof.

TO HAVE AND TO HOLD said property unto HOLNASH CORPORATION B.V., its successors and assigns, forever in fee simple.

Grantor covenants that she has not made, done, executed or suffered any act or thing whereby said property or any part thereof now or at any time hereafter shall or may be imperiled, charged or encumbered in any manner whatsoever, except as herein set forth; and Grantor will forever warrant and defend title to said property against all persons lawfully claiming the same from, through or under her, but not otherwise.

I, JAMES L. RIFKIN, husband of Martha N. Rifkin, join in this conveyance to waive, release and convey and do hereby waive, release and convey to the above named Grantee any interest that I may have in the above described property, and I hereby surrender all claims against said property that I may have as a result of my marital relationship.

IN WITNESS WHEREOF, MARTHA N. RIFKIN and JAMES L. RIFKIN have executed this deed this 9th day of Nov., 1978.

Martha N. Rifkin

James L. Rifkin

STATE OF TENNESSEE)
COUNTY OF HAMILTON)

On this 9th day of Nov., 1978, before me personally appeared MARTHA N. RIFKIN and husband, JAMES L. RIFKIN, to me known to be the persons described in and who executed the foregoing instrument and acknowledged that they executed the same as their free act and deed.

Ronald I. Feldman
Notary Public

My commission expires:

RONALD I. FELDMAN
NOTARY PUBLIC AT LARGE
State of Tennessee
My Commission Expires April 4, 1982

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STATE OF TENNESSEE)
COUNTY OF HAMILTON)

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I hereby swear or affirm that the actual consideration for this transfer or value of the property transferred, whichever is greater, is $ 1,434,686.68, which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

Ronald S. Feldman
AFFIANT - Grantee

Subscribed and sworn to before me, this 9th day of Nov., 1978.

NOTARY PUBLIC - DOROTHY - HAMILTON CO. TN

Notary Public

My commission expires:
4-7-81

F 00187

IDENTIF. REFERENCE

NOV 15 9 01 AM '78

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TENN.

NOV15'78	CONV	*	1,434,686.68	
NOV15'78	S'TAX	B*	3,730.22	
NOV15'78	PR'FEE	B*	.50	
NOV15'78	W'DEED	B*	8.00	* 3,738.72

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EXHIBIT "A"

PERMITTED EXCEPTIONS

1. Deed of Trust dated January 21, 1974, from Cousins Properties of Tennessee, Inc. to Hugh O. MacLellan, Trustee, securing payment of a note in the original principal amount of $1,200,000.00 to Commerce Union Bank, recorded in Book 4782, Page 252 in the Register's Office of Davidson County, Tennessee, as amended by Amendment to Deed of Trust dated June 24, 1974, recorded in Book 4827, Page 887 in said Register's Office, and Assignment thereof from Commerce Union Bank to Provident Life and Accident Insurance Company dated August 21, 1975, recorded in Book 4944, Page 132 in said Register's Office.

2. Assignment of Lease from Martha N. Rifkin to Provident Life and Accident Insurance Company dated August 21, 1975, recorded in Book 4944, Page 134 in said Register's Office.

3. Cross Easement Agreement by Cousins Properties of Tennessee, Inc., dated April 8, 1974, recorded in Book 4818, Page 745 in said Register's Office.

4. Cross easements contained in deed from Cousins Properties of Tennessee, Inc. to Benjamin C. Bishop, Jr., Trustee, recorded in Book 4773, Page 103 in said Register's Office.

5. Easement to Southern Bell Telephone and Telegraph Company recorded in Book 1065, Page 259 in said Register's Office.

6. Matters shown on the Plat of Hickory Plaza, recorded in Book 5200, Page 68 in said Register's Office.

7. Easement granted to the Metropolitan Government of Nashville and Davidson County, Tennessee, recorded in Book 4813, Page 921 in said Register's Office.

8. Lease from Cousins Properties of Tennessee, Inc. to The Kroger Co. dated September 19, 1973, recorded in Book 4747, Page 624 in said Register's Office as amended by instrument dated May 24, 1974, recorded in Book 4818, Page 748 in said Register's Office.

9. Lease from Cousins Properties of Tennessee, Inc. to SuperX Drugs of Texas, Inc., dated September 19, 1973, recorded in Book 4747, Page 628 in said Register's Office.

10. Easements and rights granted and reserved in deed from Cousins Properties of Tennessee, Inc. to Fletcher Bright Company, Trustee, dated June 24, 1974, recorded in Book 4827, Page 893 in said Register's Office.

11. Governmental subdivision and zoning laws, ordinances and regulations in effect thereon.

12. Taxes for the year 1978.