This instrument was prepared by KENNETH M.BALLEW, ATTORNEY AT LAW, 333 Gallatin Road, Madison, TN 37115

WARRANTY DEED

ADDRESS NEW OWNER (S) AS FOLLOWS:	SEND TAX BILLS TO:	MAP PARCEL NUMBERS
Taco Bell , Inc.	Taco Bell # 2230	4D-26162
(NAME)	c/o George (NAME) MeElroy & Associates	
16808 Armstrong Avenue	2720 Stemmons Freeway, Suite 10115	64-33
(STREET ADDRESS OR ROUTE NUMBER)	(STREET ADDRESS)	
Irvine, Calif. 92714	Dallas, Texas 75207 BOOK 5955 PAGE 507	
(CITY) (P. O ZONE) (STATE)	(CITY) (ZONE) (STATE)	

FOR AND IN CONSIDERATION of the sum of TWO HUNDRED THOUSAND AND NO/100 ---------- ---------- ($200,000.00) *Dollars,*

cash in hand paid by the grantee hereinafter named and other good and valuable consideration , the receipt of which is hereby acknowledged,

DONALD CHATHAM, P.S.C. EMPLOYEES PROFIT SHARING AND PENSION TRUST,

have this day bargained and sold, and do hereby transfer and convey unto the said TACO BELL, INC., A CALIFORNIA CORPORATION,

its *(successors), heirs and assigns,*

certain real estate in Davidson County, Tennessee, as follows:

Land in the 4th Civil District of Davidson County, Tennessee, being Lot No. 1 on the Plan of Burger Queen Enterprises, Inc.'s Lebanon Road Subdivision, as of record in Book 4885, page 131, Register's Office for said County.

Said Lot No. 1 fronts 160.00 feet on the northerly side of Lebanon Road, and extends back 160.00 feet on the easterly line and 160.05 feet on the westerly line, to a line in the rear on which it measures 160.00 feet thereon.

Being the same property conveyed to Donald Chatham P.S.C. Employees Profit Sharing and Pension Trust, by deed from Burger Queen Enterprises, Inc., of record in Book 5065, page 634, Register's Office for Davidson County, Tennessee.

Said property is additionally described as follows:

(See Exhibit "A" attached)

KENNETH M. BALLEW NOTARY PUBLIC

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value whichever is greater, for this transfer is $ 200,000.00

Subscribed and sworn to before me, this the 26 day of October, 19 82

Affiant

My commission expires: 10-20-85 (Affix Seal)

Notary Public

This is { unimproved / improved } property, known as ..... (House Number) (Street) P. O. Address: (City or Town)

TO HAVE AND TO HOLD said real estate, with the appurtenances, estate, title and interest belonging to the said TACO BELL, INC., A CALIFORNIA CORPORATION, its *(successors), heirs and assigns forever.* We *covenant that* we are *lawfully seized and possessed of said real estate in fee simple, have a good right to convey it, and that the same is unencumbered.*

We *further covenant and bind* ourselves, our *heirs and representatives, to warrant and forever defend the title to said real estate to said* TACO BELL, INC., A CALIFORNIA CORPORATION, its *(successors), heirs and assigns, against the lawful claims of all persons.*

Witness our hand s *this* 6th *day of* July, 19 82, *the corporate party, if any, having caused its name to be signed hereto by its duly authorized officers on said day and date.*

DONALD CHATHAM P.S.C. EMPLOYEES PROFIT SHARING AND PENSION TRUST

By: Donald Chatham
Donald Chatham
Chairman and Trustee

By: Betty J. Chatham
Betty J. Chatham
Co-Trustee

STATE OF ~~TENNESSEE~~ Kentucky
COUNTY OF ~~DAVIDSON~~ Shelby

BOOK 5955 PAGE 509

Personally appeared before me, the undersigned, *a Notary Public in and for said County and State,* DONALD CHATHAM

the within named bargainor....., with whom I am personally acquainted, and who acknowledged that he *executed the within instrument for the purposes therein contained.*

Witness my hand and official seal at ~~Nashville~~
this 6th *day of* July, *19* 82.

Jean M. Jesse *Notary Public*

Commission expires Oct. 1984

STATE OF TENNESSEE }
COUNTY OF DAVIDSON }

Before me, ..., *a Notary Public of the State and County aforesaid, personally appeared* ..... *with whom I am personally acquainted, and who, upon oath, acknowledged* ..... *self to be* ..... *of the* ..... *the within named bargainor, a corporation, and that* ..... *he as such* ....., *being authorized so to do, executed the foregoing instrument for the purpose therein contained, by signing the name of the corporation by* ..... *self as* .....

Witness my hand and seal, at office in ....., *this* ..... *day of* ....., *19* .....

..... *Notary Public*

Commission expires .....

STATE OF Kentucky
COUNTY OF Shelby

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, BETTY J. CHATHAM, the within named bargainor, with whom I am personally acquainted, and who acknowledged that she executed the within instrument for the purposes therein contained.

Witness my hand and official seal at Shelbyville, Kentucky, this 6th day of July, 1982.

My commission expires: Oct. 1984

Jean M. Jesse
Notary Public

WARRANTY DEED

FROM
DONALD CHATHAM P.S.C. EMPLOYEES PROFIT SHARING AND PENSION TRUST

TO

TACO BELL, A CALIFORNIA CORPORATION

Compliments of
Madison Title Company
320 Gallatin Road
MADISON, TENNESSEE 37115
Representing
Chicago Title Insurance Company
CHICAGO, ILLINOIS
G-19568

OFFICIAL RECEIPT

BOOK 5985 PAGE 509

EXHIBIT "A"

Being a tract of land in the 4th Civil District of Davidson County, Tennessee, as of record in Book 4960, page 544, Register's Office for said County, and described as follows:

Beginning at an existing iron pin in the North margin of Lebanon Road, said point being the Southeast corner of herein described tract, thence with the North margin of said road S 88° 02' W 146.71' to an iron pin, thence with a curve to the left having a radius of 1597.70' for a distance of 13.52'to an existing iron pin, thence leaving the North margin of said road N 0° 05' E 160.01' to an existing iron pin, thence N 88° 02' E 160.03' to an iron pin, thence S 0°02' W 159.68' to the point of beginning containing 0.59 acre more or less, according to a survey by Caldwell Engineering and Surveying dated April 13, 1982.

RUSH

H 143266

IDENTIF. REFERENCE

Oct 27 8 39 AM '82

FELIX A. ZINNI, JR. REGISTER
DAVIDSON COUNTY, TN

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

RECEIVED OF _____

FOR _____

BOOK 5955 PAGE 510

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
			200000.00-	CO
			520.00	CO TX
			.50	PRFEE
			6.00	WDEED
		VD	6.00-	WDEED
			9.00	WDEED
				CHECK 529.50-
				CHECK .00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

H 143266

IDENTIF. REFERENCE

Oct 27 8 39 AM '82

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 906778