ADDRESS OF NEW OWNER:
THE KROGER CO.
1014 Vine Street
Cincinnati, OH 54201
Attn: _____

SEND TAX BILLS TO:

SAME

MAP PARCEL NUMBER

161-163

BOOK 6141 PAGE 299

SPECIAL WARRANTY DEED

IN CONSIDERATION of One Dollar ($1.00) cash in hand paid, and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, HOLNASH CORPORATION B.V., a corporation organized under the law of The Netherlands, by and through its duly authorized officers, does hereby sell, transfer and convey unto THE KROGER CO., a corporation organized under the law of Ohio, the property located in Davidson County, Tennessee, more particularly described on Exhibit A attached hereto and made a part hereof;

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

TO HAVE AND TO HOLD said property unto THE KROGER CO., its successors and assigns, forever in fee simple, together with all appurtenances, hereditaments and rights thereunto appertaining.

Grantor covenants that it has not made, done, executed or suffered any act or thing whereby said property or any part therof now or at any time hereafter shall or may be imperiled, charged or encumbered in any manner whatsoever, except as herein set forth; Grantor further covenants that it is seized of said property in fee simple and that it has the right to convey title thereto subject as aforesaid; and Grantor will

THIS INSTRUMENT PREPARED BY:

Douglas A. Raelson, Esq.
Battle Fowler Jaffin & Kheel
280 Park Avenue
New York, New York 10017

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forever warrant and defend title to said property against all persons lawfully claiming the same from, through or under it, but not otherwise.

IN WITNESS WHEREOF, Grantor has executed this deed this 1st day of September, 1983.

HOLNASH CORPORATION B.V.

By: _____
Hendrik deKroes
Managing Director

THE NETHERLANDS)
) ss.:
CITY OF ROTTERDAM)

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On the 1st day of September 1983, before me, the undersigned Notary Public in and for the jurisdiction aforesaid, personally appeared Hendrik deKroes with whom I am personally acquainted, and who, upon oath, acknowledged himself to be the Managing Director of Holnash Corporation B.V., the within named grantor, a corporation, and that he as such Managing Director, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as such Managing Director.

Mr W. A. KOUDIJS NOTARIS TE ROTTERDAM

Notary Public

My commission expires: 2nd March 2008.

APOSTILLE
(Convention de La Haye du 5 octobre 1961)

1. Country: THE NETHERLANDS
This public document
2. has been signed by mr W.A. Koudijs
3. acting in the capacity of notary
4. bears the ~~seal~~/stamp of
mr W.A. Koudijs

Certified

5. at ROTTERDAM 6. the 1-9-1983
7. by the registrar of the court (arrondissements-rechtbank)
8. n° 10711
9. Seal/stamp: Griffie der Arrondissementsrechtbank ROTTERDAM
10. Signature:

STATE OF TENNESSEE)
) ss.:
DAVIDSON COUNTY)

BOOK 6141 PAGE 302

I hereby swear or affirm that the actual consideration for this transfer or value of the property transferred, whichever is greater, is $2,160,000, which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

Frederick W. Kinsel
The Kroger Co.

Subscribed and sworn to
before me this 21st day
of September 1983.

Notary Public

My commission expires:

OCTOBER 1, 1985

NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

EXHIBIT A

LEGAL DESCRIPTION

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.

Together with the Easement dated October 31, 1978, recorded in Book 5361, page 888, in said Register's Office.

Together with any reciprocal rights of the Grantor in and to the Cross Easements of record in Book 4773, page 103, and Book 4818, page 745, in said Register's Office.

Reference for prior title is made to Book 5363, page 896 in said Register's Office.

EXHIBIT B

TITLE 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 Super X 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 892 in said Register's Office.

11. Taxes for the year 1983 not yet due and payable.

RUSH
H 7.4 9 3 4
IDENTIF. REFERENCE
SEP 21 11 29 AM '83
FELIX Z. WILSON REGISTER
DAVIDSON COUNTY, TN

OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY

NASHVILLE, TENNESSEE

RECEIVED OF_____

FOR_____

BOOK 6141 PAGE 306

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
	CO.	2.160.000.00		
			5616.00 CO TX	
			.50 PRFEE	
			21.00 WDEED	
			CHECK 5637.50-	
9048A09/21/83			BAL .00	

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

H 7.4934

IDENTIF. REFERENCE

Sep 21 11 29 AM '83

FELIX Z. WILSON, II REGISTER
DAVIDSON COUNTY, TN

No. 980297