THIS INSTRUMENT PREPARED BY:
BASS, BERRY & SIMS (KBS)
2700 First American Center
Nashville, TN 37238

GENERAL WARRANTY DEED

BOOK 6285 PAGE 70

Address New Owner(s):	Send Tax Bills To:	Map-Parcel Nos.
The Kroger Co. Tax Department 1014 Vine Street Cincinnati, Ohio 45202	Same	148-11 - P/o Par 1 148 - P/o PAR 201 148 P/o Par 87 148 P/o Par 85.1

For and in consideration of the sum of TEN AND NO/100 ($10.00) DOLLARS cash in hand paid and other good and valuable consideration, receipt of which is hereby acknowledged, I, Michael H. Clark ("Grantor") have bargained and sold, and by these presents do transfer and convey unto The Kroger Co., an Ohio corporation, ("Grantee"), its successors and assigns, forever, a certain tract or parcel of land in Davidson County, State of Tennessee, described as follows:

Land in Davidson County, Tennessee, being Parcel 1 on the Plan of Antioch Plaza of record in Plat Book 5200, page 771, Register's Office for said County, more particularly described as follows:

Beginning at a point in the southerly margin of Richards Road, being the northeast corner of Parcel 86.1 on Tax Map 148 and as recorded in Book 4771, Page 876, said Register's Office; thence, with the southern margin of Richards Road, S 85° 44' 05" E, 140.93 feet; thence, with a curve to the left having a central angle of 0° 20' 42", a radius of 7143.60 feet, a chord bearing N 89° 55' 43" E, 43.01 feet and a curve length of 43.01 feet; thence, S 88° 44' 03" E, 159.11 feet to a monument in the southerly margin of Richards Road; thence, S 88° 26' 29" E, 137.29 feet to a monument in the southerly margin of Richards Road; thence, leaving Richards Road, S 04° 30' 30" W, 156.59 feet; thence, with Lori Heights Subdivision, S 37° 49' 26" E, 119.57 feet; thence, S 03° 26' 07" E, 220.85 feet to the northeast corner of Antioch Church of Christ property; thence, with the church property S 75° 59' 01" W, 434.86 feet to a point in the easterly margin of Antioch Pike; thence, N 41° 12' 36" W, 526.59 feet to a point in the easterly margin of Antioch Pike; thence, N 83° 33' 12" E, 111.60 feet to a monument being the southwest corner of Parcel 198, Tax Map 148, of record in Book 5331, page 565, said Register's Office; thence, N 85° 08' 52" E, 92.85 feet; thence, N 87° 41' 38" E, 31.47 feet; thence, N 06° 31' 18" W, 177.35 feet to the point of beginning.

Containing 6.855 acres, more or less.

BEING all of the property conveyed to Grantor by deed from the Trustees of the Antioch Church of Christ, of record in Book 6285, page 58, Register's Office for Davidson County, Tennessee, by deed from Arthur Jones, Jr. and wife, Jean H. Jones, of record in Book 6285, page 66, said Register's Office, by deed from John David Peyton, Sr. and wife, Juanita A. Peyton, of record in Book 6285, page 54, said Register's Office and by deed from Morton Rieves Tyree and wife, Eva O. Tyree of record in Book 6285, page 62, said Register's Office.

3746

Said property is unencumbered, except as follows:

1. Taxes for the current year, which have been prorated and assumed by the Grantee.

2. Matters shown on the plan of record in Book 5200, page 771, said Register's Office.

3. Easement for use and maintenance of a drive-way reserved in and more fully described in deed from John David Peyton, Sr. and wife, Juanita A. Peyton to Grantor of record in Book 6285, page 54, said Register's Office.

4. Perpetual non-exclusive easement for ingress and egress across northwest corner of Lot No. 2 on the Plan of Elmer L. Marshall Subdivision, of record in Book 4675, page 13, Register's Office for Davidson County, Tennessee, as revised by Revision of Lot No. 2, Elmer L. Marshall Subdivision, of record in Book 4675, page 159, said Register's Office, voided, vacated, and superceded by plan of record in Book 5200, page 771, said Register's Office, upon the area designated as "Joint Access Easement" on the plan, as superceded, as set forth in deed from Elmer L. Marshall and wife, Christine Cole Marshall to City Ice Delivery Company, of record in Book 4732, page 145, Register's Office for Davidson County, Tennessee.

5. Restrictive covenants of record in Book 3407, page 195, Register's Office for Davidson County, Tennessee.

6. This conveyance is made subject to the following restriction:

> The property herein conveyed will not be used for the sale or consumption of alcoholic beverages, other than beer and wine, or for the operation of an enterprise the principal business of which is the sale of pornographic material or exhibition of pornographic movies.

Said restriction shall be a restriction running with the land for the benefit of the real property designated as Parcel 201, Tax Map 148, and described in Deed of record in Book 5399, page 559, said Register's Office, adjacent to the property herein conveyed, currently owned by the Trustees of the Antioch Church of Christ, and is set forth herein pursuant to deed from the Trustees of the Antioch Church of Christ to Grantor of record in Book 6285, page 54, said Register's Office.

Teresa F. Clark, wife of Michael H. Clark, executes this instrument for the purpose of acknowledging and consenting to this conveyance, including the transfer of any property interest that may have accrued to her by virtue of her marriage to Michael H. Clark.

To have and to hold the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said Grantee, its successors and assigns, forever. Grantor does covenant with the said Grantee that he is lawfully seized and possessed of said land in fee simple, has a good right to convey it, and the same is unencumbered, except as hereinabove set forth. Grantor does further covenant and bind himself, his heirs and representatives to warrant and forever defend the title to the said land to the said Grantee, its successors and assigns against the lawful claims of all persons, whomsoever.

WITNESS our hands this 3d day of May, 1984.

Michael H. Clark
Michael H. Clark

Teresa F. Clark
Teresa F. Clark

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named Michael H. Clark and wife, Teresa F. Clark the bargainors, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that they executed the within instrument for the purposes therein contained.

Witness my hand and official seal at Nashville, Tennessee, this 3 day of May, 1984.

Anne M. Dale
Notary Public

My Commission Expires:
7-27-86

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration for this transfer or value of property (whichever is greater) is $931,000.

Michael H. Clark
Affiant

Sworn to and subscribed before me this 3 day of May, 1984.

Anne M. Dale
Notary Public

My Commission Expires:
7-27-86

I 19848

IDENTIF. REFERENCE

MAY 3 3 21 PM '84

FELIX A. WILSON II REGISTER
DAVIDSON COUNTY, TN

RUSH

OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____ BOOK 6285 PAGE 73

FOR _____

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
			931030.00-	CAMT.
			2420.60	CSTAX
			.50	PRFEE
			9.00	WDEED
				CHECK 2430.10-
			3746A05/03/84	BAL .00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

T 1 9 8 4 8

IDENTIF. REFERENCE

MAY 3 3 21 PM '84

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 33351