BGRE00020 7-9-85

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

SPECIAL WARRANTY DEED

Address New Owner(S)	Send Tax Bills To	Map-Parcel Number(s)
Taco Bell Corp., a California Corporation 16808 Armstrong Avenue Irvine, California 92714	George McElroy and Associates, Inc. P. O. Box 10048 Dallas, TX 75207	108-1-57 108-1-58 and 96-13-153

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, Miller G. Kimbrough, Jr., Trustee with full power to sell, convey, and mortgage without the consent of any beneficiary ("Grantor"), has bargained and sold, and by these presents does transfer and convey unto Taco Bell, a California Corporation ("Grantee"), its successors, and assigns, that certain real property in Davidson County, State of Tennessee, described as follows:

Land in Davidson County, Tennessee, being Lot 3 of Metro Airport Center, Section 4, Phase 3, of record in Plat Book 6200, page 212, Register's Office for Davidson County, Tennessee, and being more particularly described according to a survey by J. Bruce Rainey, Surveyor No. 823, dated January 29, 1985, as revised February 5, 1985, and known as Job No. 84-200-3, as follows:

Beginning at a concrete monument in the easterly margin of Donelson Pike, 40 feet from the center line, being the southwest corner of this tract and also being the northwest corner of Lot 2 of the Metropolitan Airport Center, Section III, of record in Book 6250, page 247, Register's Office for Davidson County, Tennessee; thence, with the margin of said Donelson Pike, the following calls: N 10° 46' 12" E 17.15 feet to an iron pin, (the point of beginning); thence with a curve to the left, having a radius of 3477.83 feet, and a long chord of 166.92 feet, said chord having a bearing of N 09° 23' 41" E, a distance along the curve of 166.94 feet to a concrete monument; thence, leaving the road S 83° 18' 10" E, 258.94 feet to an iron pin; thence S 10° 39' 00" W, 202.56 feet to an iron pin; thence N 79° 11' 49" W, 254.71 feet to the point of beginning, containing 1.135 acres (49,454 square feet) more or less.

Being part of the same property conveyed to Miller G. Kimbrough, Trustee, with full power to sell, convey and mortgage without joinder or consent of any beneficiary by deed from Banner Equities, Inc., a Florida corporation as of record in Book 6262, page 709, by deed from William Charles Mayo, as of record in Book 6262, page 714, and by deed from Ervin M. Entrekin, Trustee, with full power to transfer, sell, convey, mortgage, pledge or otherwise encumber without the joinder of any

beneficiary as of record in Book 6340, page 368, Register's Office for Davidson County, Tennessee.

Said property is conveyed subject to the following matters arising through or under Grantor:

1. Taxes for the year 1985, a lien but not due and payable.

2. Declaration Agreement of record in Book 6477, page 870, said Register's Office.

3. Matters reflected by Plat of record in Book 6250, page 247, said Register's Office, which shows an owner's certificate and certain notes, easements and setback lines.

4. A joint use ingress-egress easement for the use and benefit of Lot 3 as shown on plat of record in Book 6200, page 212, said Register's Office.

TO HAVE AND TO HOLD the said real property with the appurtenances, hereditaments, estate, title and interest thereto belonging to Grantee, its heirs, successors and assigns, forever. Grantor covenants and binds himself and his successors to warrant specially and forever defend the title to the said real property to Grantee, its successors and assigns against the lawful claims of all persons claiming through and under Grantor, except claims arising out of matters set forth above, but not further or otherwise.

As used herein, the singular number shall include the plural and the masculine gender all other genders.

Witness Grantor's hand this 10th day of July, 1985.

Miller G. Kimbrough, Jr., Trustee

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Personally appeared before, the undersigned, a Notary Public in and for the State and County aforesaid, Miller G. Kimbrough, Jr., the within named bargainor, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that he executed the within instrument for the purposes therein contained.

WITNESS my hand, at office, this 10th day of July, 1985.

Mary Kimbrough Ayers
Notary Public

My Commission Expires:
4-20-86

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

The actual consideration for this transfer or value of property (whichever is greater) is $293,280.00.

Affiant

Sworn to and subscribed before me this 11th day of July, 1985.

Notary Public

My Commission Expires:

7/22/87

J2014.9

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IDENTIF. REFERENCE

JUL 12 8 42 AM '85

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

OFFICIAL RECEIPT

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

RECEIVED OF _____

FOR _____

BOOK 6604 PAGE 557

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

293080.00- CONT.
762.58 CSTAX
.50 PRFEE
9.00 MDEED
CHECK 772.08-
6971A07/12/85 BAL .00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

J20149

IDENTIF. REFERENCE

JUL 12 8 42 AM '85

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 153190