MST 470

INSTRUMENT PREPARED BY: Wal-Mart Properties, Inc.
Hwy. 71
Bentonville, AR 72716

GENERAL WARRANTY DEED

STATE OF TENNESSEE
COUNTY OF DAVIDSON

BOOK 6690 PAGE 491

THIS INDENTURE, Made the 26th day of September, 1985, between WAL-MART PROPERTIES, INC., a Delaware Corporation, hereinafter called Grantor, and BURGER KING LIMITED PARTNERSHIP III, a New York Limited Partnership, hereinafter called Grantee (the words "Grantor" and "Grantee" to include their respective heirs, successors and assigns where the context requires or permits).

WITNESSETH that: Grantor, for and in consideration of the sum of Ten Dollars and other good and valuable considerations in hand paid at and before the sealing and delivery of these presents, the receipt whereof is hereby acknowledged, has granted, bargained, sold, aliened, conveyed and confirmed, and by these presents does grant, bargain, sell, alien, convey and confirm unto the said Grantee, the property described on Exhibit "A" attached hereto and incorporated herein.

TOGETHER with a non-exclusive easement for ingress and egress over the driveways, exits and entrances of the shopping center property described on Exhibit "B" attached hereto and incorporated herein, as they may exist from time to time. Notwithstanding the foregoing, the easement over that portion of the shopping center, as is described on Exhibit "C" attached hereto and made a part hereof, representing the driveways located to the south and west of the property granted herein, shall remain in force for a period of at least sixty (60) years, and shall not be changed or relocated without Grantee's prior written consent.

TO HAVE AND TO HOLD the said tract or parcel of land, with all and singular the rights members and appurtenances thereof, to the same being, belonging, or in anywise appertaining, to the only proper use, benefit and behoof of Grantee forever in FEE SIMPLE.

Grantor warrants and will forever defend the right and title to the above described property unto Grantee against the claims of all persons whomsoever.

EFP:11:wp

BOUNDARY DESCRIPTION

BEGINNING at an iron pip in the East right-of-way line of Dickerson Pike, said iron pipe also being the Northwest corner of the property more particularly described as follows: thence South 85° 58' 44" East, a distance of 250.03' to an iron pin; thence South 04° 54' 00" West, a distance of 183.84' to an iron pin; thence North 85° 06' 00" West, a distance of 235.00' to an iron pin; thence North 15° 39' 20" West, a distance of 42.72' to an iron pin in the East right-of-way line of Dickerson Pike; thence with said right-of-way line North 04° 54' 00" East, a distance of 140.00' to the point of beginning and containing 1.04 acres (45,179 square feet).

EXHIBIT "A" deed from Wal-Mart Properties, Inc to Burger King Ltd., Partnership III

Being more particularly described according to a survey made by Alley, Young & Baumgartner, Inc., Engineers, dated August 23, 1984, and revised on January 4, 1985, as follows: Beginning at a 2-inch iron pipe in the east right-of-way line of Dickerson Pike, said pipe also being on the south side of a block wall and being the northwest corner of subject property and the southwest corner of Monterey Motel property; thence South 85 deg. 58' 44" East, 928.50 feet to a 2-inch iron pipe; thence South 9 deg. 28' 21" West 866.48 feet to a 2-inch iron pipe in the north right-of-way line of Maplewood Lane; thence with said right-of-way North 83 deg. 22' 59" West 859.70 feet to a 2-inch iron pipe in the east right-of-way of Dickerson Pike; thence with said right-of-way North 4 deg. 54' 00" East 823.73 feet to the beginning and containing 17.32 acres, more or less.

Being the same property conveyed to Martin Theatres, Inc., a Delaware Corporation (formerly Martin Theatres of Georgia, Inc., a Georgia Corporation), by deed from Martin Theatres of Nashville, Inc., a Tennessee Corporation, of record in Book 3898, Page 403, Register's Office for Davidson County, Tennessee.

EXHIBIT "B" deed from Wal-Mart Properties, Inc. to Burger King Ltd., Partnership III

DRIVEWAY EASEMENT DESCRIPTION

BEGINNING at an iron pin in the East right-of-way line of Dickerson Pike, said iron pin also being a Southwest property corner of the 1.04 acre tract shown hereon; thence South 15° 39' 20" East, a distance of 42.72' to an iron pin; thence South 85° 06' 00" East, a distance of 235.00' to an iron pin; thence North 04° 54' 00" East, a distance of 183.84' to an iron pin; thence South 85° 53' 44" East, a distance of 34.00' to a point; thence South 04° 54' 00" West, a distance of 237.86' to a point; thence North 85° 06' 00" West, a distance of 284.00' to a point in the East right-of-way line of Dickerson Pike; thence with said right-of-way North 04° 54' 00" East, a distance of 93.50' to the point of beginning and containing 0.50 acres (21,753 square feet).

EXHIBIT "C" deed from Wal-Mart Properties, Inc. to Burger King Ltd., Partnership III

IN WITNESS WHEREOF, Grantor has signed and sealed this deed the day and year above written.

WAL-MART PROPERTIES, INC.

By: _____ Vice Chairman

Attest: _____
Assistant Secretary

STATE OF ~~TENNESSEE~~ ARKANSAS

COUNTY OF BENTON

Before me, Simonya Crozier, a Notary Public, duly appointed, commissioned and qualified in and for the State and County aforesaid, personally appeared Jack Shewmaker and William G. Bothwell with whom I am personally acquainted, and who, upon oath acknowledged themselves to be the Vice Chairmand and Assistant Secretary respectively of WAL-MART PROPERTIES, INC., the within named bargainor, a corporation and that they, as such Vice Chairman and Assistant Secretary, being authorized to do so, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by themselves as such Vice Chairman and Assistant Secretary.

IN WITNESS WHEREOF I have hereunto set my hand and notarial seal. This 26th day of September 1985.

46959

IDENTIFICATION REFERENCE

OCT 24 8 54 AM '85

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

Simonya Crozier
Notary Public
My Commission expires: 2/24/91

Affidavit

I hereby swear or affirm that the actual consideration for this transfer or the value of the property transferred, whichever is greater, is $212,000.00, which amount is equal to or greater than the amount which the property transferred would command at a fair voluntary sale.

Lawrence Turman
Affiant

Sworn to and subscribed before me this 22nd day of October, 1985.

Gwyn Hayes
Notary Public

My Commission Expires: 7-28-87

* * * * * * * * * * *

MAP 60-4-22

PARCEL 12D² 1100

ADDRESS NEW OWNER:

Burger King Corporation
P.O. Box 520783
Miami, FL 33152
Attn: Ellen Fenton Parker

SEND TAX BILLS TO:

Burger King Corporation
P.O. Box 520783
Miami, FL 33152
Attn: Ellen Fenton Parker

OFFICIAL RECEIPT

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

RECEIVED OF _____

FOR _____

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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

212000.00- CNTY,
551.20 CSTAX
.50 PRFEE
15.00 WDEED
CHECK 566.70-
9520A10/24/85 BAL .00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

46959

IDENTIFICATION REFERENCE

OCT 24 8 54 AM '85

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 184916