MAP 142 PAR 267

BOOK 6945 PAGE 651

WARRANTY DEED

THIS INDENTURE, made and entered into this 6th day of August, 1986, by and between The Kroger Co., an Ohio corporation of 1014 Vine Street, Cincinnati, Ohio 45201, hereinafter called Grantor, and Anthony R. Licata (or any successor trustee) as trustee of Kroger Remainderman Trust No. 86-1, hereinafter called Remainderman:

WITNESSETH

That for and in consideration of the sum of Ten Dollars ($10.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, has granted, bargained, sold, and released, and by these presents does grant, bargain, sell and release unto Remainderman the Real Estate described on attached Exhibit A.

> Being the identical property conveyed to The Kroger Co. by deed from Michael H. Clark, dated June 5, 1985, recorded June 7, 1985, in Book 6577, page 233, Register's Office for Davidson County.
>
> Subject to easements, encumbrances, reservations and restrictions of record, and to taxes and assessments for 1986 and subsequent years.

together with all and singular the rights, members, hereditaments and appurtenances to said premises belonging or in any wise incident or appertaining; to have and to hold all and singular the premises before mentioned unto Remainderman, and its successors and assigns, forever; subject to an estate for years in said Land to and including midnight, May 31, 2011 (the "Estate for Years"), except all buildings, structures and other improvements on the Land, and all machinery, equipment, fixtures and personal property located therein or thereon. It is the intent of Grantor by virtue of this instrument to reserve an Estate for Years in the Land in Grantor and to create a remainder fee interest in the Land in Remainderman. And the said The Kroger Co., Grantor, for itself and for its successors, hereby Covenants

with the said Remainderman and that said Grantor will WARRANT AND DEFEND said Land, subject to the Estate for Years, with the appurtenances thereunto belonging to said Remainderman, its successors and assigns forever, against all lawful claims and demands by, through or under Grantor, but not otherwise.

IN WITNESS whereof the grantor has caused its corporate seal to be affixed hereto and these presents to be subscribed by its duly authorized officers, this 6th day of August, 1986.

SIGNED, sealed and delivered in the presence of:

THE KROGER CO.
A Corporation
By:

Thomas F. O'Brien, Jr.

Linda R. Baker

Vice President

7.31.86

Assistant Secretary

STATE OF OHIO)
) SS.
COUNTY OF HAMILTON)

Before me, the undersigned, a Notary Public in the State and County aforesaid, personally appeared George A. Leonard and Thomas E. Murphy, with whom I am personally acquainted and who, upon oath, acknowledged themselves to be Vice President and Assistant Secretary of The Kroger Co., the within named bargainor, a corporation, and that they as such officers, 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 officers.

WITNESS my hand and Official Seal at office this 6th day of August, 1986.

DEBORAH J. KROGER
Notary Public, State of Ohio
My Commission Expires Dec. 26, 1987

Deborah J. Kroger
Notary Public

SEAL OHIO

I hereby swear or affirm that, to the best of affiant's knowledge, information and belief, the actual consideration for this transfer or value of the property transferred,

whichever is greater, is $84,000.00 , which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

7-31-86 OB

Affiant

Subscribed and sworn to before me this 6th day of August, 1986.

DEBORAH J. KROGER
Notary Public, State of Ohio
My Commission Expires Dec. 26, 1987

Notary Public

The owner of the property conveyed hereby is Anthony R. Licata as Trustee of Kroger Remainderman Trust No. 86-1 whose address is c/o Sidley and Austin, One First National Plaza, Chicago, Illinois 60603.

The mortgagees of the property conveyed hereby are The Equitable Life Assurance Society of the United States, 787 Seventh Avenue, New York, New York 10019 and Integrity Life Insurance Co., 787 Seventh Avenue, New York, New York 10019.

Mail tax bills to Tax Department, The Kroger Co., 1014 Vine Street, Cincinnati, Ohio 45201.

This Deed prepared by: Thomas P. O'Brien, Jr.
Attorney-at-Law
1014 Vine Street
Cincinnati, Ohio 45201

TOB/dk
0729-1

EXHIBIT A

LEGAL DESCRIPTION

U-527 Bellevue, Tennessee

Kroger Site
Bellevue Valley Plaza
Lot 1

Being a parcel of land in the First Civil District, Nashville, Davidson County, Tennessee, lying south of U. S. Highway 70S, and east of Old Hickory Boulevard, and further being Lot 1 of the Bellevue Valley Plaza site, as of record in Book 6250, Page 271, R.O.D.C., Tennessee;

BEGINNING at a concrete monument in the south margin of U. S. Highway 70S, said monument being located 153.19 feet easterly from the centerline of Old Hickory Boulevard;

THENCE, N 64° 47' E, 200.58 feet to the northwest corner of Lot 2;

THENCE, with the westerly line of Lot 2, S 25° 13' E, 413.00 feet;

THENCE, S 64° 47' W, 18.00 feet;

THENCE, S 25° 13' E, 310.32 feet to a point in the north line of Reserve Parcel No. 1;

THENCE, with the north line of Reserve Parcel No. 1, S 64° 47' W, 169.02 feet;

THENCE, S 85° 45' W, 137.00 feet;

THENCE, N 86° 15' W, 201.40 feet to a point in the east margin of Old Hickory Boulevard;

THENCE, with Old Hickory Boulevard, N 02° 40' E, 43.95 feet;

THENCE, leaving Old Hickory Boulevard, S 85° 07' E, 217.24 feet with the south line of Lot 3;

THENCE, N 25° 13' W, 234.00 feet;

THENCE, S 64° 47' W, 124.36 feet to a point in the east line of Old Hickory Boulevard;

THENCE, with the east margin of Old Hickory Boulevard, along a curve to the left having a central angle of 21° 06' 04", a radius of 1,061.66 feet; 390.99 feet to a concrete monument;

THENCE, N 22° 11' W, 12.78 feet to a concrete monument;

THENCE, with a curve to the right, having a central angle of 88° 41' 53", a radius of 25.00 feet, 38.70 feet to a concrete monument in the south margin of U. S. Highway 70S;

THENCE, with said highway, along a curve to the left having a central angle of 01° 43' 47", a radius of 2,940.00 feet, 88.75 feet to the point of beginning.

Containing 5.34 acres, more or less.

Being the same property conveyed to The Kroger Co., an Ohio corporation, by deed from Michael H. Clark, of record in Book 6577, Page 233, Register's Office for Davidson County, Tennessee.

30685

IDENTIFICATION REFERENCE

AUG 12 10 53 AM '86

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

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

RECEIVED OF _____

FOR _____

BOOK 6946 PAGE 656

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
			15.00	
	VE		15.00	
			15.00	
			SOLD 8/12/86	

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

30685

IDENTIFICATION REFERENCE

AUG 12 10 53 AM '86

FELIX Z. WILSON, II REGISTER
DAVIDSON COUNTY, TN

No. 282114