SEND TAXES TO and
BUYERS ADDRESS:

Hook-SuperX, Inc.
175 Tri County Parkway
Cincinnati, Ohio 45246

Map 117-15
Par 1 Is

WARRANTY DEED

BOOK 7067 PAGE 886

THIS INDENTURE, made and entered into as of the 9th day of December, 1986, by and between SUPERX DRUGS CORPORATION, a corporation organized and existing under and by virtue of the laws of the State of Michigan, party of the first part, and HOOK-SUPERX, INC., a Delaware corporation, party of the second part,

WITNESSETH: That for and in consideration of Ten Dollars ($10.00), cash in hand paid, and other good and valuable considerations, the receipt of which is hereby acknowledged, the said party of the first part has bargained and sold and does hereby bargain, sell, convey and confirm unto the said party of the second part the following described real estate, situated and being in the County of Davidson, State of Tennessee described in Exhibit A which is attached hereto and incorporated by reference.

Being the same premises conveyed to Superx Drugs Corporation by deed dated January 10, 1986, recorded January 10, 1986, in Deed Book 6759, Page 839, Register's Office for Davidson County, Tennessee.

Subject to the liens, covenants, easements, reservations, and restrictions listed on attached Exhibit B and taxes for the year 1986, not yet due and payable, and all subsequent years.

TO HAVE AND TO HOLD the aforesaid real estate together with all the appurtenances and hereditaments thereunto belonging or in any wise appertaining unto the said party of the second part, its successors and assigns in fee simple forever.

The said party of the first part does hereby covenant with the said party of the second part that it is lawfully seized in fee of the aforedescribed real estate; that it has a good right to sell and convey the same; that the same is

unencumbered, and that the title and quiet possession thereto it will warrant and forever defend against the lawful claims of all persons whomsoever.

Whenever the word "party" is used herein, it shall mean "parties" if there are more than one person referred to and whenever pronouns occur herein, they shall be construed according to their proper gender and number according to the context of this instrument.

IN WITNESS WHEREOF, party of the first part has caused this instrument to be executed by and through its duly authorized officers the day and year first above written.

ATTEST: SUPERX DRUGS CORPORATION

Assistant Secretary BY: Vice President

STATE OF OHIO)
) SS:
COUNTY OF HAMILTON)

Before me, the undersigned Notary Public in the State and County aforesaid, personally appeared George A. Leonard and Norma Skoog, with whom I am personally acquainted and who, upon oath, acknowledged themselves to be the Vice President and Assistant Secretary of Superx Drugs Corporation, 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 2nd day of December, 1986.

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

Deborah J. Kroger
Notary Public

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 $1,787,661.30 which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

Affiant

Subscribed and sworn to before me this 2nd day of December, 1986.

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

Notary Public

This deed prepared by Thomas P. O'Brien, Jr.
Attorney-at-Law
c/o Kroger Company
1014 Vine Street
Cincinnati, Ohio 45201

TOB/dk
1128-10

8921k
TN103

EXHIBIT A

LAND in Davidson County, Tennessee, being part of Lots 1, 2 and 3 of Block "F" and Lot 1 of Block "B" on the Plan of Hillsboro Views Development Company's Subdivision of record in Book 974, pages 64 and 65, Register's Office for said County, being more particularly described as follows:

BEGINNING at an iron rod on the southerly margin of Crestmoor Road, said rod being 313.5 feet more or less west of the center line of Hillsboro Road, said rod also being the common line of subject property and the property belonging to Comdata Network, Inc., as of record in Book 5625, page 416, Register's Office for Davidson County; thence with said margin of Crestmoor Road North 88 degrees 30 minutes 13 seconds East a distance of 235.27 feet to a point; thence with a curve to the right having a radius of 25.00 feet and an arc length of 47.74 feet to a point on the western right of way of Hillsboro Road (U.S. 431); thence the said right of way South 17 degrees 54 minutes 56 seconds West a distance of 139.48 feet to a point on the common line with property belonging to Intereal Company; thence with said common line South 87 degrees 19 minutes 21 seconds West a distance of 211.77 feet to a point on the said common line with Comdata Network, Inc.; thence with said common line North 01 degree 45 minutes 33 seconds West a distance of 169.23 feet to the point of beginning, containing 39,935 square feet, more or less.

ID 8980k
Store #TN-103

Schedule B

Encumbrances

1. The survey of Ellers, Hudson & Associates, Inc., dated November 18, 1986, as revised November 25, 1986, shows that the stone retaining wall for site leaves the property line at southeast corner of site.

BOOK 7067 PAGE 891 72592

IDENTIF REFERENCE

Dec 12 2 40 PM '86

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

Corporation Deed or Mortgage

FROM

SUPERX DRUGS CORPORATION

TO

HOOK-SUPERX, INC.

When Recorded Return To:

Felicia Buebel, Esq.
Fried, Frank, Harris, Shriver
& Jacobson
One New York Plaza
New York, New York 10004

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

RECEIVED OF _____

FOR _____

BOOK 7067 PAGE 892

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
		1,787,661.30 CONV.		

[illegible] .53 [illegible]
18.00 MOR[illegible]
CRT X 5024.06
[illegible]/12/86 CAL .00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

72592

IDENTIFT REFERENCE

Dec 12 2 40 PM '86

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 22465