ATF, 837

BOOK 7123 PAGE 113

Address New Owner:	Map-Parcel Numbers:
Shoney's, Inc. 1800 Elm Hill Pike Nashville, Tennessee 37210	Map 19, Parcel 12
Send Tax Bills To:	**Address of Mortgagee:**
Shoney's, Inc. Attn: Director of Real Estate 1800 Elm Hill Pike Nashville, Tennessee 37210	N/A

This instrument prepared by: Boult, Cummings, Conners & Berry, 222 Third Avenue, North, P.O. Box 198062, Nashville, TN 37219

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of TEN DOLLARS ($10.00) cash in hand paid, and other good and valuable considerations, the receipt and sufficiency of all of which are hereby acknowledged, NORTH CREEK ASSOCIATES, LTD., (the "Grantor") has bargained and sold, and by these presents does transfer and convey unto the said SHONEY'S INC. (the "Grantee"), Grantee's successors and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described in Exhibit A which is attached hereto and incorporated herein by reference (the "Property").

This conveyance of the Property, and all covenants and warranties contained herein, are made expressly subject to the items listed in Exhibit A.

This is unimproved property.

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN
Jan 30 4 17 PM '87
IDENTIFICATION REFERENCE

88935.

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $325,000.00.

W Gerald Egell
By: S Travis Johnson Attorney-in-fact
Affiant

Subscribed and sworn to before me this 30 day of January, 1987.

Allen T. Foster
Notary Public
My Commission Expires: 3-8-89

NOTARY PUBLIC

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, Grantee's successors and assigns, forever.

And Grantor covenants with the Grantee that the Property is free from all encumbrances made or suffered by it, except to the extent otherwise set forth in this Deed.

And Grantor does further covenant and bind itself, to warrant and forever defend the title to the said land to the said Grantee, Grantee's successors and assigns against the lawful claims of all persons claiming by, through, or under it.

IN WITNESS WHEREOF, the Grantor has caused this Deed to be executed this 28 day of January, 1987, the corporate party, if any, having caused its name to be signed hereto by its duly authorized officers on said day and date.

North Creek Associates, Ltd.

By: AFPC Equity Investors, Ltd.,
General Partner

By: W. Gerald Ezell
W. Gerald Ezell,
General Partner

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Before me, ALAN T. FISTER, a Notary Public in and for the County and State aforesaid, personally appeared W. Gerald Ezell, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the general partner of AFPC Equity Investors, Ltd., a limited partnership, which limited partnership is a general partner of North Creek Associates, Ltd., the within named bargainor, a limited partnership, and that he as such general partner, executed the foregoing instrument for the purposes therein contained, by signing the name of AFPC Equity Investors, Ltd., as general partner on behalf of the limited partnership by himself as general partner.

WITNESS my hand and seal, at office in Nashville, Tennessee, this 28 day of January, 1987.

Alan T. Fister
Notary Public
My Commission Expires: 3-8-87

EXHIBIT A

A tract of land in Davidson County, Tennessee, being Lot #2 of Northcreek Commons Subdivision, of record at Plat Book 6900, page 205, Register's Office of Davidson County, Tennessee, and described more particularly as:

A tract of land in the Second Civil District of Metropolitan Nashville, Davidson County, City of Goodlettsville, Tennessee, being more particularly described according to Survey of Ragan-Smith-Murphy & Associates, Inc., dated September 10, 1986, revised September 12, 1986, December 2, 1986 and January 15, 1987 as follows:

Beginning at a point in the southerly right-of-way line of Long Hollow Pike at the northeasterly corner of Lot No. 7, Section 6, Northgate Industrial Park, as of record in Book 5210, page 394, Register's Office for Davidson County, Tennessee, and proceeding;

With the southerly right-of-way line of Long Hollow Pike with a curve to the left (radius 1,474.39 feet), northeasterly a distance of 137.46 feet to a point; thence,

North 34 deg. 53' 04" East 42.50 feet to a iron pin set, the southwesterly end of the southwesterly return curve at the intersection of a proposed road (90' R.O.W.) and Long Hollow Pike; thence,

With a curve (radius 25.00 feet) southeasterly a distance of 39.27 feet to a point; thence,

With the southwesterly line of a proposed road, South 55 deg. 06' 56" East 45.00 feet to a point; thence,

Continuing with said southwesterly line of said proposed road, and with a curve to the right (radius 471.52 feet) southeasterly a distance of 171.25 feet to a point; thence,

Severing the property of which this is a part, South 42 deg. 33' 16" West 212.62 feet to a point, at the southeasterly corner of Lot No. 7, Section 6, Northgate Industrial Park; thence,

With the easterly line of Lot No.7, North 45 deg. 18' 54" West 215.00 feet to the point of beginning.

Being the same property conveyed to North Creek Associates, Ltd., a Tennessee limited partnership by deed from Joy Nichol, Trustee, of record in Book 6654, page 99, Register's Office for Davidson County, Tennessee, and part of the same property conveyed to North Creek Associates, Ltd., a Tennessee limited partnership by deed from Roy C. Flowers, of record in Book 6782, page 335, Register's Office for Davidson County, Tennessee.

ENCUMBRANCES

1. Landscape and sign easements, public utility and drainage easements, parking setback lines and all other matters shown on a certain survey of Ragan-Smith-Murphy & Associates, Inc., dated September 10, 1986, as revised on September 12, 1986, December 2, 1986, and January 15, 1987.

2. Twenty-five foot (25') public utility easement of record in Plat Book 5210, page 394, Register's Office for Davidson County, Tennessee.

3. Declaration of Restrictive Covenants and Owner's Association for North Creek Commercial Park, Goodlettsville, Davidson County, Tennessee, of record in Book 7118, page 938, said Register's Office.

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

RECEIVED OF _____

FOR _____

BOOK 7123 PAGE 116

CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MQ - 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

8200 .0 D- CANT.
$10. 0 COTAX
.50 PRFT
3.00 MOR
CHECK $13.50-
5000A21/30/87 BAL .0

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

88935

IDENTIFICATION REFERENCE

JAN 30 4 17 PM '87

FELIX Z. WILSON, REGISTER
DAVIDSON COUNTY, TN

No. 40558