DKHLL111 12/29/87 cr
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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):
101 Associates, Ltd. P. O. Box 60464 Nashville, TN 37206	Same	Map 12, Parcel 30.04 Williamson County Map 159, Parcel 209-10.84 Davidson County

Send Tax Bills to Owner X
Mortgagee_____

FOR AND IN CONSIDERATION OF THE SUM OF TEN ($10.00) DOLLARS, and other good and valuable consideration, receipt of all of which is hereby acknowledged (including the assumption of the deed of trust and other security documents listed on Exhibit B and the indebtedness secured thereby), WINNERS CORPORATION ("Grantor"), a Tennessee corporation, has this day bargained and sold, and does hereby transfer and convey unto 101 ASSOCIATES, LTD. ("Grantee"), a Tennessee limited partnership, certain real property in Williamson County and Davidson County, Tennessee, described on attached Exhibit A.

TO HAVE AND TO HOLD the said real property together with all appurtenances and hereditaments thereunto belonging or in any wise appertaining to Grantee, its successors and assigns, forever.

GRANTOR covenants and binds itself and its successors to warrant specially and forever defend the title to said real estate to Grantee, its successors and assigns, against the lawful claims of all persons claiming through and under Grantor (other than claims arising out of the matters set forth on Exhibit B), but not further or otherwise.

IN WITNESS WHEREOF, Grantor has caused this instrument to be executed on this 30th day of December, 1987.

WINNERS CORPORATION

By: R Gregory Lewis
Title: Vice President - Finance

9 4 8 5 7

IDENTIFICATION REFERENCE

DEC 31 3 29 PM '87

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

STATE OF TENNESSEE)

COUNTY OF DAVIDSON)

Personally appeared before me, Debra K. Hornbuckle, a Notary Public, R. Gregory Lewis, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the Vice President - Finance of Winners Corporation, a Tennessee corporation, and is authorized by the corporation to execute this instrument on behalf of the corporation.

WITNESS my hand, at office, this 30th day of December, 1987.

Debra K. Hornbuckle
Notary Public

My Commission Expires:

5-13-89

STATE OF TENNESSEE)

COUNTY OF _____)

The actual consideration or value (whichever is greater) for this transfer is $4,462,704.29.

R. G. Lewis
Affiant

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

Debra K. Hornbuckle
Notary Public

My Commission Expires:

5-13-89

EXHIBIT A

A certain tract or parcel of land situated partially in the Second Civil District of Metropolitan Nashville, Davidson County, Tennessee, and partially in the Fifteenth Civil District of Williamson County, Tennessee, being Lot 13, Section 7 of Maryland Farms as recorded in Plat Book 8, page 39, Register's Office for Williamson County, and Book 5800, page 90, Register's Office for Davidson County.

Together with an exclusive easement for ingress and egress along the western line of Tract 1 as shown on survey of Ragan, Smith, Murphy & Associates, dated June 14, 1982, and described as follows:

Beginning at an iron pin located at the southeast corner of the above described tract; thence, South 86°17'0" East 25 feet to a point; thence, North 14°5'47" East 557.51 feet; thence, North 88°08'32" West 25 feet to a point in the eastern boundary of Tract 2; thence, along said boundary South 14°05'47" West 557.51 feet to the point of beginning, all forming a generally rectangular parcel 25 feet wide and 557.5 feet long.

Being the same property conveyed to Winners Corporation by deed from Massey & Ward Investments, Inc., of record in Book 5923, page 348, Register's Office for Davidson County, Tennessee, and in Deed Book 420, page 931, Register's Office for Williamson County, Tennessee.

EXHIBIT B

BOOK 7441 PAGE 240

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1. 1987 Taxes for the City of Brentwood, Williamson County, and Davidson County, a lien due and payable.

2. Deed of Trust executed by Winners Corporation to W. Neill Fox, Trustee, dated November 24, 1982 and recorded in Book 428, page 262, Register's Office of Williamson County, Tennessee, and in Book 5969, page 196, Register's Office for Davidson County, Tennessee, in favor of The Industrial Development Board of the City of Brentwood, which states that it secures a debt in the principal sum of $5,000,000.00, payable as therein specified, together with any terms, conditions, restrictions, or limitations recited therein. The present amount due should be determined by contacting the owner of the debt.

   Said Deed of Trust was assigned to First American National Bank of Nashville, N.A., of record in Book 428, page 296, Register's Office for Williamson County, Tennessee, and in Book 5969, page 230, Register's Office for Davidson County, Tennessee.

3. The Plan of record in Book 8, page 39, Register's Office for Williamson County, Tennessee, and in Book 5800, page 90, Register's Office for Davidson County, Tennessee, shows an owner's certificate and a 10-foot easement for public utility and drainage purposes along all lines of said lot.

   Said plat also contains certain "Notes" regarding location of improvements and access. See also Surveyor's Certificate of Correction in Book 421, page 120, Register's Office for Williamson County, Tennessee,

4. Limitations contained in Warranty Deed of record in Book 6455, page 468, Register's Office for Davidson County, Tennessee, and in Book 508, page 402, Register's Office for Williamson County, Tennessee.

5. Assignment of Rents and Leases as of record in Book 428, page 290, Register's Office for Williamson County, Tennessee, and in Book 5969, page 224, Register's Office for Davidson County, Tennessee.

6. UCC-1 Financing Statement of record in Book 428, page 309, Register's Office for Williamson County, Tennessee, and in Book 5969, page 243, Register's Office for Davidson County, Tennessee, as continued in Book 7340, page 326, Register's Office for Davidson County, Tennessee.

7. All matters shown on the survey of Dale and Associates dated December 23, 1987, and bearing job number 87317.

8. Encroachment for light standards onto adjoining property.

Note Book 43 Page 93
Record Book 710 Page 476
State Tax 2195.50 Fee 50 Rec. 16.00
Rec. No. 60311 Total Pd. 12512.00

5001 12/31 0101 03CHECK 12.00

SAMUEL H. ANDREWS
REGISTER OF DEEDS
WILLIAMSON COUNTY, TN.
1987 DEC 31 PM 2:29