This Instrument Was Prepared By:
Jack F. King, Jr., Esq.
Trabue, Sturdivant & DeWitt
27th Floor, Life & Casualty Tower
Nashville, Tennessee 37219

BOOK 7587 PAGE 661

Address New Owner(s):
Mike Rose Foods, Inc.
c/o Shoney's, Inc.
P. O. Box 1260
Nashville, Tennessee 37202

Send Tax Bills to:
New Owner

Map: 94
Parcel: Part of 124

WARRANTY DEED

1558 06/30 0101 03CHECK 18.50

FOR AND IN CONSIDERATION of the sum of Ten and no/100 Dollars ($10.00), cash in hand paid, and other good and valuable considerations, the receipt of which is hereby acknowledged, SHONEY'S, INC. (formerly Shoney's Big Boy Enterprises, Inc.), (the "Grantor"), has this day bargained and sold, and does hereby transfer and convey to MIKE ROSE FOODS, INC., (the "Grantee"), its successors and assigns, the following described land in Davidson County, Tennessee, to-wit:

All those tracts or parcels of land described in Exhibit "A" attached hereto.

This is unimproved property located on Spence Lane, Nashville, Tennessee.

TO HAVE AND TO HOLD said real estate, with the appurtenances, estate, title and interest thereto belonging, to the said Grantee and its successors and assigns, forever.

AND Grantor covenants that it is lawfully seized and possessed of said real estate in fee simple, has a good right to convey it, and that the same is unencumbered, except as herein set out. Grantor further covenants and binds itself, its successors and assigns to warrant and forever defend the title to said real estate to said Grantee, its successors and assigns against the lawful claims of all persons.

Whenever used, the singular shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

IN WITNESS WHEREOF, Grantor has executed this instrument on this 6th day of June, 1988.

SHONEY'S, INC.

By: Daryl Hess Jr
Its: Vice Pres - Finance

45248

IDENTIFICATION REFERENCE

JUN 30 11 30 AM '88

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

Return to:

BETSY R. HAWKINS
Corporate Legal Assistant
Trabue, Sturdivant & DeWitt

2700 L & C TOWER
NASHVILLE, TN 37219
(615) 244-9270

13 PUBLIC SQUARE
COLUMBIA, TN 38401
(615) 388-7032

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared Dayton Henry Jr. with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged (him/her)self to be Vice President-Finance, of Shoney's, Inc., the within named bargainor, a corporation, and that he as such Vice President-Finance, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as Vice President-Finance.

Witness my hand and seal, at office in Nashville, Tennessee, this 6 day of June, 1988.

Mary L Hale
Notary Public

My Commission Expires: Jan 9, 1991

MARY L. HALE NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $64,306.54.

Dayton H. Henry Jr.
Affiant

Subscribed and sworn to before me, this
6 day of June, 1988.

Mary L. Hale
Notary Public

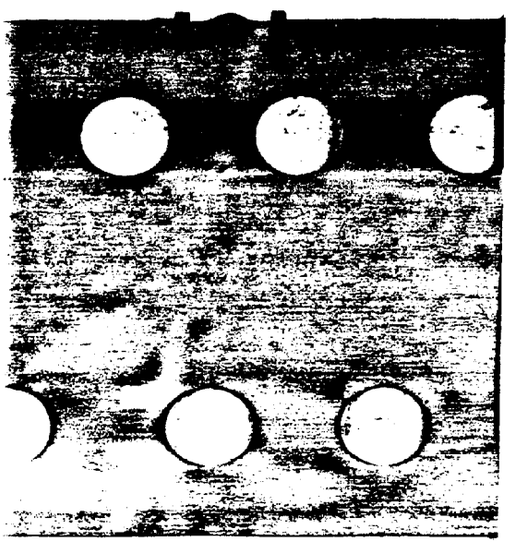
My Commission Expires: Jan 9, 1991

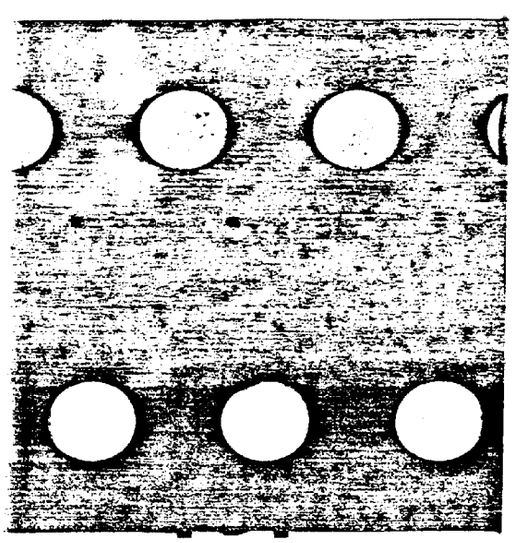
MARY L. HALE NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

A tract or parcel of land located in the first civil district of Metropolitan Nashville, Davidson County, Tennessee, being Lot 3-A on the Revision of the Resubdivision of Lots 3 and 3-A, Section Six, River Hills Industrial Park of record in Book 5800, page 37, now a part of Lot 3 on the 2nd Revision of the Resubdivision of Lots 3 and 3A, Section Six, River Hills Industrial Park of record in plat Book 6200, page 252, Register's Office for Davidson County, Tennessee and being more particularly described as follows:

Beginning at a point in the westerly right-of-way line on Spence Lane (a 60-foot right-of-way) said point being 1,404.45 feet along the westerly right-of-way line of Spence Lane from the right-of-way intersection of Lebanon Road and being the common corner of Lots 3 and 3-A on said plan of record in Book 5800, page 37; thence leaving said westerly right-of-way line of Spence Lane South 62° 05' 00" West 504.15 feet along the existing common line between Lots 3 and 3-A on said Plan to a point; thence South 24° 54' 00" East 209.58 feet to an iron pin; thence continuing along said line South 24° 34' 00" East 101.67 feet to an iron pin; thence continuing along a curve to the right having a radius of 2,914.80 feet, South 24° 21' 48" East 20.69 feet to a concrete monument at the center line of a TVA Transmission Line Easement having a right-of-way width of 150 feet; thence along the center line of the TVA Transmission Line Easement North 59° 10' 00" East 463.92 feet to a concrete monument in the westerly right-of-way line of Spence Lane; thence along the westerly right-of-way line of Spence Lane along a curve to the left having a radius of 495.72 feet, North 12° 29' 30" West 162.51 feet to an iron pin; thence continuing along the westerly right-of-way of Spence Lane North 21° 53' 00" West 152.72 feet to the point of beginning, containing 3.600 acres, more or less.

Being part of the same property conveyed to Shoney's Big Boy Enterprises, Inc. (now Shoney's, Inc.) by deed of record in Book 4738, page 217, Register's Office for Davidson County, Tennessee.





OFFICIAL RECEIPT

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

RECEIVED OF _____

FOR _____

BOOK 7587 PAGE 664

CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO - MORTGAGE	REL - RELEASE	CO TAX - STATE TAX CONVEY
WD - WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MO TAX - STATE TAX MORT
TD - TRUST DEED		PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL
				CAMT 64306.54
				CON TX 180.04
				PRFEE 0.50
				WDEED 9.00
				TOTAL 189.54
				CHECK 189.54
06/30/88	01			11:31 0001 1558

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

45248

IDENTIFICATION REFERENCE

JUN 30 11 30 AM '88

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 108311