BOX 37
PLA

Address New Owner:	Map-Parcel Numbers:	Send Tax Bills To:
Cooker Restaurant Corporation 2609 West End Avenue Nashville, Tennessee 37203	034-02-4	same

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

WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of TEN and NO/100 DOLLARS ($10.00) cash in hand paid, and other good and valuable consideration, the receipt and sufficiency of all of which are hereby acknowledged, TEMPOGATE, a Tennessee general partnership composed of R. Wayne Oldham and Henry R. Hillenmeyer (the "Grantor"), has bargained and sold, and by these presents does transfer and convey to COOKER RESTAURANT CORPORATION, an Ohio corporation (the "Grantee"), Grantee's successors and assigns, certain land in Davidson County, State of Tennessee, being more

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $1,169,682.74.

COOKER RESTAURANT CORPORATION

By: _____
Title: Assistant Secretary

Subscribed and sworn to before me this 28th day of July, 1988.

_____
Notary Public
My Commission Expires: 5/13/89

NOTARY PUBLIC AT LARGE STATE OF TENN.

particularly described in Exhibit A, which is attached hereto and incorporated herein by this reference (the "Property").

This conveyance of the Property, and all covenants and warranties contained herein, are made expressly subject to the following:

1. Real estate taxes for the current year which shall be prorated and which shall be paid by Grantee.

2. Such matters as are shown on the Plan of record in Book 5800, page 59, Register's Office for Davidson County, Tennessee.

3. Easements for sanitary sewer granted to The City of Goodlettsville, Tennessee by instruments of record in Book 4388, pages 597, 599 and 623, Register's Office for Davidson County, Tennessee, as located on the plat of record in Book 5800, page 59, Register's Office for Davidson County, Tennessee.

This is improved property, known as 317 Bluebird Drive, Goodlettsville, Tennessee.

TO HAVE AND TO HOLD the Property with all appurtenances, estate, title, and interest thereto belonging to the Grantee, Grantee's successors and assigns, forever.

Grantor covenants with the Grantee that Grantor is lawfully seized and possessed of the Property in fee simple; that Grantor has a good right to convey the Property, and that the Property is unencumbered except as set forth hereinabove.

Grantor further covenants and binds itself to warrant and forever defend the title to the Property to the said Grantee, Grantee's successors and assigns, against the lawful claims of all persons whomsoever.

IN WITNESS WHEREOF, the Grantor has executed this Warranty Deed this 26th day of July, 1988.

TEMPOGATE, a Tennessee general partnership

By: _____
R. Wayne Oldham, General Partner

By: _____
Henry R. Hillenmeyer, General Partner

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Personally appeared before me, Linda B. DeVault, Notary Public, R. Wayne Oldham, 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 a general partner of TEMPOGATE, a Tennessee general partnership, and is authorized to execute this instrument on behalf of TEMPOGATE.

WITNESS my hand, at office, this 26th day of July, 1988.

Linda B. DeVault
Notary Public

LINDA B. DEVAULT NOTARY PUBLIC AT LARGE

My Commission Expires: 3-29-92

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Personally appeared before me, Linda B. DeVault, Notary Public, Henry R. Hillenmeyer, 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 a general partner of TEMPOGATE, a Tennessee general partnership, and is authorized to execute this instrument on behalf of TEMPOGATE.

WITNESS my hand, at office, this 26th day of July, 1988.

Linda B. DeVault
Notary Public

My Commission Expires: 3-29-92

EXHIBIT "A"

Land in Davidson County, Tennessee, being Lot No. 8 on the Final Plat of Section Five, Echo Meadows Re-Development, of record in Book 5800, page 59, Register's Office for said County, to which Plat reference is made for a more complete description.

Being the same property conveyed to Tempogate, a Tennessee general partnership composed of R. Wayne Oldham and Henry R. Hillenmeyer, by deed from CTI Restaurants, Inc., a Tennessee corporation, of record in Book 6880, page 120, Register's Office for Davidson County, Tennessee.

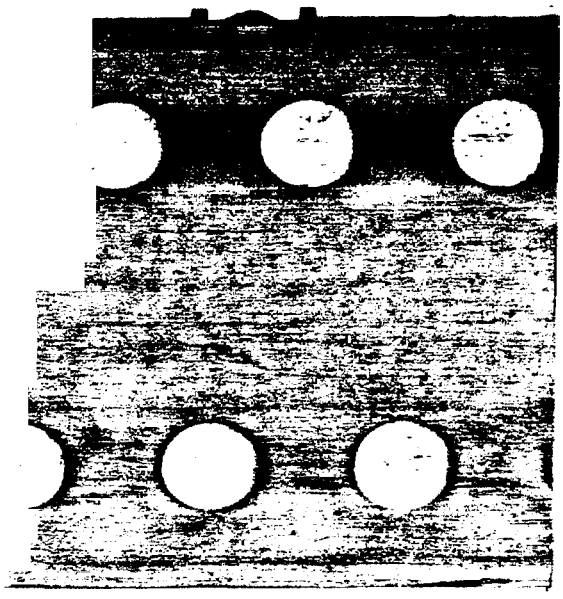
5 3 7 2 9

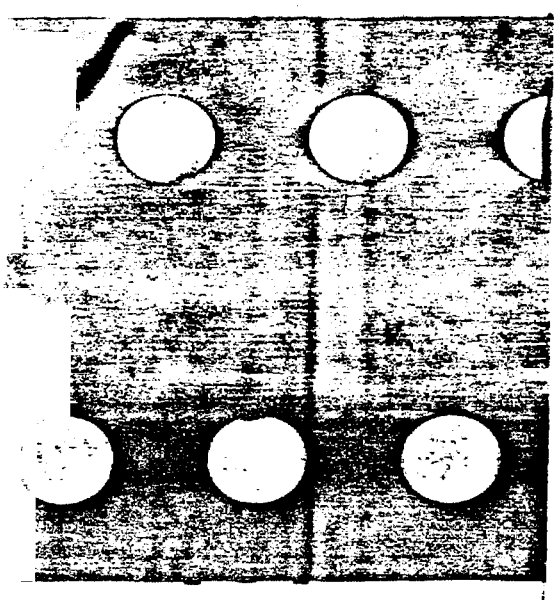
IDENTIFICATION REFERENCE

JUL 28 4 32 PM '88

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

2249 07/28 0101 03CHECK 3875.51





OFFICIAL RECEIPT

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

RECEIVED OF _____

FOR _____

BOOK 7612 PAGE 449

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 1169682.74
CON TX 3860.01
PRFEE 0.50
WDEED 15.00
TOTAL 3875.51
3875.51

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

07/28/88 01 16:35 0001 2249

5372 9

IDENTIFICATION REFERENCE

JUL 28 4 32 PM '88

FELIX Z WILSON II REGISTER
DAVIDSON COUNTY TN

No. 117994