Box 36

BOOK 7702 PAGE 963

| Address New Owner: | Map-Parcel Numbers: | Send Tax Bills To: |
|---|---|---|
| Ashland Oil, Inc.<br>3499 Dabney Drive<br>Lexington, Kentucky 40509 | 161-234 | same |

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

SPECIAL 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, 222 PARTNERS, LTD., a Tennessee limited partnership (the "Grantor"), has bargained and sold, and by these presents does transfer and convey to ASHLAND OIL, INC., a Kentucky corporation (the "Grantee"), Grantee's successors and assigns, certain land in Davidson County, State of Tennessee, being more particularly described in Exhibit A, 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 those items set forth on Exhibit B, attached hereto and incorporated herein by this reference.

This is unimproved property, known as Reserve Parcel 'A', shown on the Revised Plan of South Plaza Shopping Center, of record in Book 6250, page 556, in the Register's Office of Davidson County, Tennessee.

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $130,000.00.

Affiant

Subscribed and sworn to before me this 30th day of September, 1988.

Mary Ann Selley
Notary Public
My Commission Expires: 3-17-90

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 the Property is free from all encumbrances made or suffered by Grantor, except to the extent otherwise set forth herein.

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 claiming by, through, or under it.

IN WITNESS WHEREOF, the Grantor has executed this Deed this 30th day of September, 1988.

222 Partners, Ltd., a Tennessee limited partnership

By: 222 Partners, Inc., general partner

By: Steven D. Ezell

Title: President

By: W. Gerald Ezell

W. Gerald Ezell, general partner

85283

RECEIVED FOR REFERENCE

Nov 14 3 48 PM '88

FILED & RECORDED IN REGISTER'S OFFICE FAYETTE COUNTY, TN

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Personally appeared before me, Dee Sampson, Notary Public, Steven D. Ezell, with whom I am personally acquainted and who acknowledged that he is the President of 222 Partners, Inc., a corporation, and that said corporation is a general partner of 222 Partners, Ltd., a Tennessee limited partnership, and is authorized by said corporation, said corporation being authorized by 222 Partners, Ltd. to execute this instrument on behalf of 222 Partners, Ltd.

WITNESS my hand, at office, this 30th day of September, 1988.

Dee Sampson
Notary Public

My Commission Expires: Nov. 10, 1991

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Personally appeared before me, Dee Sampson, Notary Public, W. Gerald Ezell, 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 222 Partners, Ltd., a Tennessee limited partnership, and is authorized to execute this instrument on behalf of 222 Partners, Ltd.

WITNESS my hand, at office, this 30th day of September, 1988.

Dee Sampson
Notary Public

My Commission Expires: Nov. 10, 1991

Land in Davidson County, Tennessee, being Reserve Parcel 'A', as shown on the Revised Plan of South Plaza Shopping Center, of record in Book 6250, page 360, Register's Office for Davidson County, Tennessee, as amended in Book 6250, page 556, said Register's Office, to which plan reference is hereby made for a more complete and accurate description.

Being part of the property conveyed to 222 PARTNERS, LTD., a Tennessee Limited Partnership, by Quitclaim deed from W. Gerald Ezell of record in Book 7435, page 462, and by Warranty deed from Barry E. Dotson & Associates, Inc., a Tennessee corporation, of record in Book 7435, page 465, said Register's Office.

**EXHIBIT B**



1. Real estate taxes for the current year.

2. All matters shown on the Revised Plan of South Plaza Shopping Center, of record in Book 6250, page 360, Register's Office for Davidson County, Tennessee, as amended in Book 6250, page 556, said Register's Office.

3. Reciprocal Access and Crossparking Easement and Parking Maintenance Agreement, of record in Book 6490, page 204, said Register's Office, as re-recorded in Book 6538, page 204, said Register's Office.

4. Cross Access and Cross Parking Easement and Property Management Agreement, of record in Book 6538, page 731, said Register's Office.

5. Reciprocal Easement and Restrictive Covenants Agreement by and between South Plaza Joint Venture and the Krystal Company, of record in Book 6644, page 397, said Register's Office.

6. Reciprocal Easement by and between South Plaza Joint Venture and Taco Bell Corporation, of record in Book 6648, page 501, said Register's Office.

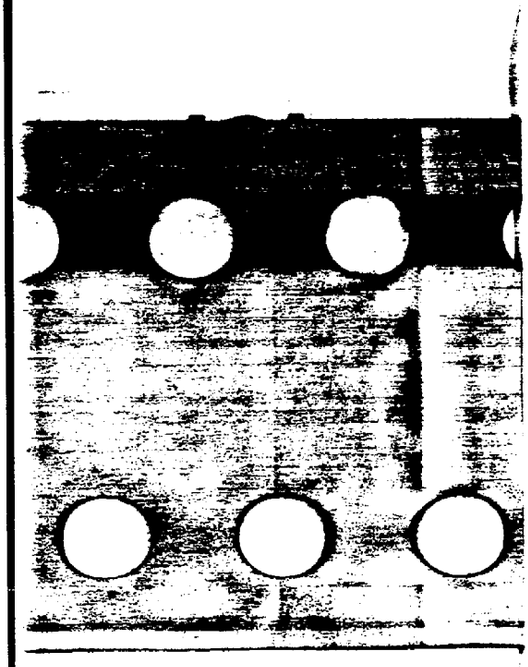
7. Storm Water Detention Agreement, of record in Book 6408, page 878, said Register's Office.

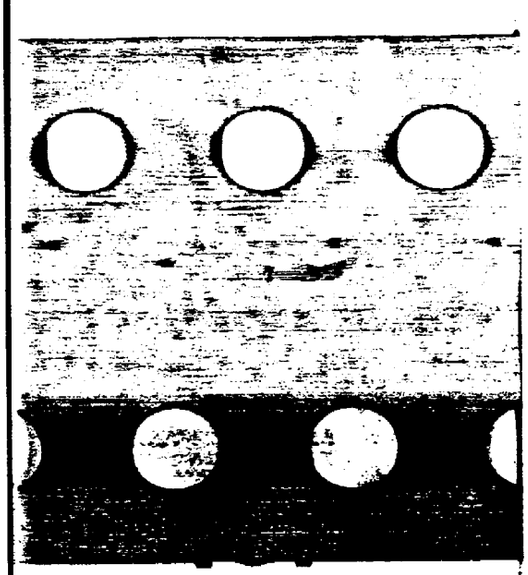
8. Agreement for Dedication of Easement for Water Mains and Appurtenances, of record in Book 6740, page 973, said Register's Office.

9. Deed of Conveyance by and between South Plaza Joint Venture and the Metropolitan Government of Nashville and Davidson County, Department of Water and Sewerage Services, of record in Book 7026, page 885, said Register's Office.

10. All matters shown on a survey made by Barry Greer and Associates, dated December 14, 1987, including but not limited to, an encroachment of a fence from adjacent property along one-half of the easterly boundary line.

7443 11/14 0101 03CHECK 444.50





**OFFICIAL RECEIPT**

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

RECEIVED OF _____

FOR _____

BOOK 7702 PAGE 968

| | | |
|---|---|---|
| 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 |
|---|---|---|---|---|

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

| | |
|---|---|
| CASH | 130000.00 |
| CON TX | 429.00 |
| PRFEE | 0.50 |
| WDEED | 15.00 |
| TOTAL | 444.50 |
| CHECK | 444.50 |

11/14/88 01 15:49 0001 7443

8.52 83

IDENTIFICATION REFERENCE

Nov 14 3 48 PM '88

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

**No.** 154001