THIS INSTRUMENT PREPARED BY:
J. C. DALE, JR., ATTORNEY
Suite 205, Ambrose Building
162 Fourth Avenue, North
P. O. Box 2868
Nashville, Tennessee 37219
Telephone: 615/255-7443

RUSH

FILED & RECORDED
DAVIDSON COUNTY, TN
Dec 29 8 22 AM '88
FELIX Z. WILSON II REGISTER

IDENTIFICATION REFERENCE

9 7 3 3 5

DEED

ADDRESS NEW OWNERS:	SEND TAX BILLS TO:	MAP/PARCEL #:
Green Hills Market a partnership composed of Roy T. Primm, Jr. and Dorothy Primm Joyner	Green Hills Market 3909 Hillsboro Road Nashville, TN 37215	Map 117-14 Parcels 137, 136 and 138.1

FOR AND IN CONSIDERATION of the surrender by Roy T. Primm, Jr. of 420 shares of the capital stock of Green Hills Market, Inc. and the surrender by Dorothy Primm Joyner of 240 shares of the capital stock of said corporation to said Green Hills Market, Inc., a Tennessee corporation, for redemption and cancellation of said stock, receipt of all of which is acknowledged, and for the purpose of accomplishing the dissolution and liquidation of said corporation as directed by unanimous action of its stockholders as evidenced by Resolutions adopted by written consent on December 1, 1988, said Green Hills Market, Inc. by its duly authorized officers does hereby transfer to Roy T. Primm, Jr. an undivided seven-elevenths (7/11ths) share and to Dorothy Primm Joyner an undivided four-elevenths (4/11ths) share, as partners d/b/a Green Hills Market, of the following described real properties of Green Hills Market, Inc., including all improvements, fixtures and appurtenances used in the operation of the grocery business and the pharmacy known as Green Hills Market and Green Hills Pharmacy located at city number 3909 Hillsboro Road, Nashville, Tennessee. The said real estate on which said improvements are located and said businesses are conducted is described as follows:

Certain tracts of land in Davidson County, State of Tennessee, described as follows, to-wit:

Tract 1: Land in the Seventh Civil District, and being part of Lot No. 2 on the Plan of the division of the lands of Andrew Castleman, deceased, as of record in Minute Book "J", page 30, in the County Court for Davidson County, Tennessee.

Beginning at a point in the westerly margin of Hillsboro Pike 365.8 feet with a curve southwest of the southwest corner of Abbott Martin Road and Hillsboro Pike, said point being 100 feet more or less southeast of the Foster tract and also being the southwest corner of a tract of land leased to the Lion Oil Refining Company, recorded in Book 1037, page 185, said Register's Office, thence with the easterly margin of Hillsboro Pike on a curve south 31 degrees 51 minutes, west 100 feet to a stake in the westerly margin of said pike, then leaving said pike north 69 degrees 57 minutes, west, 175 feet to a stake; thence north 31 degrees 51 minutes, east 100 feet to a stake; thence south 69 degrees 57 minutes east 175 feet to the point of beginning, and being the same property conveyed to Green Hills Market, Inc. by deed of R. D. Fulcher, Trustee, of record in Book 1371, page 452, Register's Office of Davidson County, Tennessee, on March 7, 1946.

Tract 2: A tract of land in the Seventh, formerly Eleventh, Civil District of Davidson County, Tennessee, being part of

Lot No. 9 on the map of the division of the lands of Andrew Castleman, deceased, as of record in Minute Book "J", page 30, of the County Court for said County, and described as follows:

Beginning at a point in the westerly margin of Hillsboro Pike 465.8 feet, more or less, as measured around a curve in Hillsboro Pike, southwest of the southwest corner of said pike and Abbott Martin Road, said point being the southeast corner of a part of said Lot No. 9 conveyed to A. Roy Greene, and R. T. Primm by deed from Henry Goodpasture and wife, of record in Book 1115, page 391, Register's Office for said county, said point also being 100 feet from the southeast corner of the property leased to Lion Oil Refining Company, by lease from said Henry Goodpasture and wife, of record in Book 1037, page 185, said Register's Office; thence with the south line of said Greene and Primm lot, north 69 degrees 57 minutes west 175 feet to a point, the southwest corner of said Greene and Primm lot; thence north 31 degrees 51 minutes east, passing the northwest corner of said Greene and Primm lot at 100 feet and continuing on in the same direction to the south line of the Foster lot, which said point in the south line of the Foster lot is hereby declared to be the new northwest corner of the lot hereinafter designated as the filling station lot; thence along the north line of the property in question and along Foster's south line, north 86 degrees 25 minutes west to an iron stake and a post in the northwest corner of the property herein described; thence along a fence south 15 degrees 50 minutes west 565 feet to a point at a mark cut on a rock; thence south 85 degrees 50 minutes east 259.2 feet to an iron stake in the westerly margin of Hillsboro Pike; thence with the margin of the same north 36 degrees 45 minutes east 243.4 feet to a right-of-way monument in said Hillsboro Pike, and continuing with said pike northeasterly 203.8 feet to the beginning.

And being part of the property conveyed to Virginia P. Goodpasture by Deed from B. L. Calhoun of record in Book 1082, page 533, said Register's Office. There is specifically reserved to the said Virginia P. Goodpasture, the grantor herein, however, a right-of-way 25 feet wide running along the most northerly line of the land herein conveyed and along the south line of the Foster lands, from the northwest corner of the filling station lot herein above designated, to the northwest corner of the land herein described, which said right-of-way shall be reserved for exclusive use and benefit of said Virginia P. Goodpasture, her heirs and assigns, and for the use of the now present owners of the filling station lot and for such other persons as may hereafter own said filling station lot, and likewise for the use and benefit of the grantees herein.

And being the same property conveyed to Green Hills Market, Inc., by Deed of Virginia P. Goodpasture and husband, Henry Goodpasture, recorded April 18, 1947, in Book 1391, page 42, Register's Office of Davidson County, Tennessee.

Tract 3: Said tract being a part of Lot No. 9 on the map of the division of the lands of Andrew Castleman, deceased, as of record in Minute Book "J", page 30, County Court for Davidson County, Tennessee, and described therein as follows:

Beginning at the southeast corner of the parcel of land formerly owned by Mrs. Elizabeth N. Foster, which parcel of land is located on the southwest corner of the intersection of Abbott Martin Road and Hillsboro Road and is a part of Lot No. 9 of the division of the lands of Andrew Castleman in accordance with the plan of said division which is of

record in Minute Book "J", page 30, County Court for said County; thence runs west along the south boundary line of the Elizabeth N. Foster tract above referred to a distance of 188 feet, more or less, to the lands owned by Green Hills Market, Inc.; running thence 31 degrees 51 minutes west 48.5 feet, more or less, to the lands of said Green Hills Market, Inc.; running thence south 70 degrees 28 minutes from the line of Green Hills Market, Inc., east 175 feet, more or less, to the westerly margin of Hillsboro Road; thence in a northerly direction along the west boundary line of Hillsboro Road 100 feet to the point of beginning.

Grantor hereby conveys all of its right, title and interest in and to a right-of-way 25 feet wide running along the northerly line of the land conveyed to Green Hills Market, Inc. by Deed of Virginia P. Goodpasture and husband of record in Book 1391, page 42, Register's Office of said County, said easement of right-of-way runs along the south line of the Foster lands from the northwest corner of the property herein conveyed to the northwest corner of the land described in said Deed of record in Book 1391, page 42, which said right-of-way was reserved for the exclusive benefit of Virginia P. Goodpasture and husband, their heirs and assigns and likewise for the use and benefit of said Green Hills Market, Inc.

And being the same property conveyed to Green Hills Market, Inc. by Deed of J. M. Medlin & Company, a Tennessee corporation dated May 15, 1959 and recorded in Book 2906, page 494, Register's Office of Davidson County, Tennessee.

Trace 4: Land in Davidson County, Tennessee, being part of Lot No. 9 on the plan of the division of lands of Andrew Castleman, deceased, of record in Minute Book "J", page 30, of the County Court for said County, described according to a survey made by Barge, Waggoner & Sumner, Inc., Engineers, May 1, 1964, as follows:

Beginning on the easterly margin of Bandywood Road, at an iron pin located 25 feet, more or less, south of the southwest corner of the property conveyed to Peoples Service Stations, Inc., by Deed from Ross Dowden and wife, of record in Book 3225, page 197, Register's Office for said county; thence south 87 degrees 55 minutes east 253.37 feet to a cross on wall on the "Green Hills Market" property; thence with the westerly line of said property, south 30 degrees 44 minutes west 139 feet to a cross on sidewalk; thence north 87 degrees 55 minutes west 213.03 feet to an iron pin on the easterly margin of Bandywood Road; thence with said road north 14 degrees 15 minutes east 124.79 feet to the beginning.

Being the same property conveyed to Green Hills Market, Inc. by Deed of Martin Theatres of Nashville, Inc. dated May 24, 1964 and recorded in Book 3767, page 453, Register's Office of Davidson County, Tennessee.

This is improved property known as 3909 Hillsboro Road, Nashville, Tennessee 37215.

TO HAVE AND TO HOLD said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said partnership of Roy T. Primm, Jr. and Dorothy Primm Joyner, d/b/a Green Hills Market, in the proportions herein before stated, and to their respective successors, heirs and assigns forever.

IN WITNESS WHEREOF, said Green Hills Market, Inc. has caused this Deed to be executed by its duly authorized officers on this 28th day of December, 1988 at Nashville, Tennessee.

GREEN HILLS MARKET, INC.

By: _____
ROY T. PRIMM, JR.
President

ATTEST:

By: _____
Secretary

2028 12/29 0101 03CHECK 11562.50

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public of the State and County aforesaid, personally appeared ROY T. PRIMM, JR., with whom I am personally acquainted, and who, upon oath, acknowledged himself to be President of Green Hills Market, Inc., the within named bargainor, a corporation, and that he, as such President, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as President.

Witness my hand and seal, at office in Nashville, Tennessee this 28th day of December, ~~1989~~ 1988.

_____
NOTARY PUBLIC
My Commission Expires: _____

My Commission Expires May 13, 1989

AFFIDAVIT OF VALUE

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value for this transfer, whichever is greater, is $ 3,500,000.00.

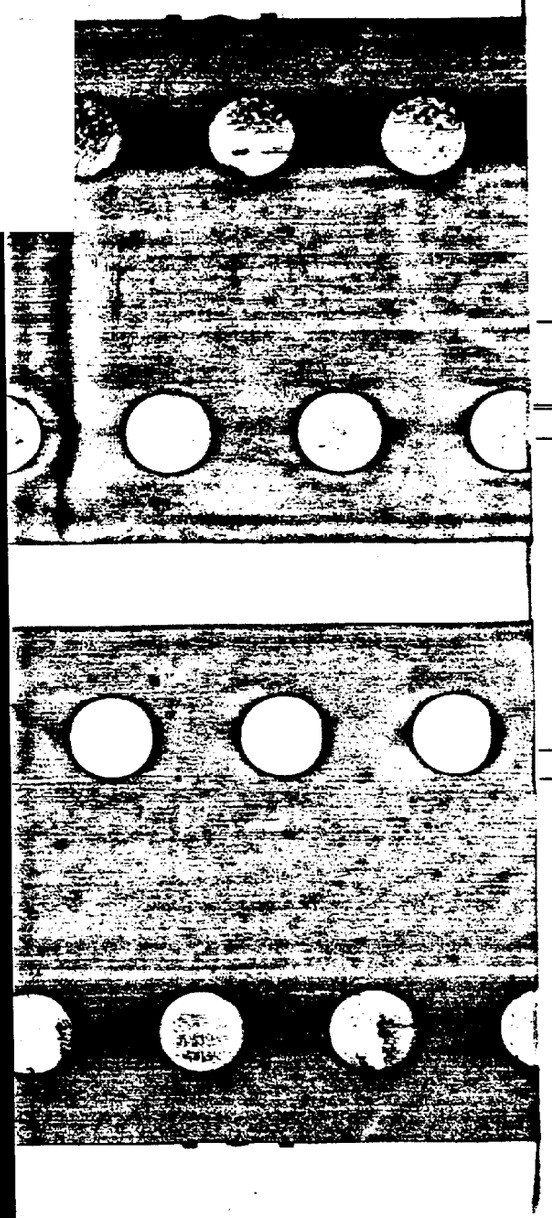
_____
Affiant

Sworn to and subscribed before me this 28th day of December, 1988 (~~1989~~).

_____
NOTARY PUBLIC
My Commission Expires: _____

My Commission Expires May 13, 1989

RECORDERS MEMO
LEGIBILITY OF WRITING, TYPING OR PRINTING ... THIS DOCUMENT ... SATISFACTORY WHEN RECEIVED



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

RECEIVED OF _____

FOR _____

BOOK 7738 PAGE 376

CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO - 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
				CAMT 3500000.00
				CON TX 11550.00
				PRFEE 0.50
				MDEED 12.00
				TOTAL 11562.50
				CHECK 11562.50
12/29/88		01		09:24 0001 2028

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

97335

IDENTIFICATION REFERENCE

Dec 29 9 22 AM '88

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 168151