This instrument prepared by:
Ervin M. Entrekin
21st Floor, First American Center
Nashville, Tennessee 37238-0091

BC241

BOOK 7843 PAGE 194

WARRANTY DEED

Address New Owners As Follows:	*Send Tax Bills To:*	*Map Parcel No.*
BURGER KING CORPORATION 17777 Old Cutler Road P. O. Box 520783 Miami, Florida 33152	SAME	Map 106-1 Parcels 160

FOR AND IN CONSIDERATION of the sum of Ten Dollars ($10.00), cash in hand paid by the hereinafter named Grantee, and other good and valuable consideration, the receipt of which is hereby acknowledged, NOEL INVESTMENTS, L.P. (formerly NOEL INVESTMENTS, LTD.), A Tennessee Limited Partnership, does hereby bargain, sell, transfer and convey unto BURGER KING CORPORATION, a Florida Corporation, its successors and assigns, all its right, title and interest in and to the following described tract of land:

A parcel of land in the First Civil District of Metropolitan Nashville - Davidson County, Tennessee, and being all of Lot 1 shown on the plat entitled "Re-subdivision of Lots 1 and 2 NOEL INVESTMENTS, L.P. SUBDIVISION" of record in Book 6900, page 844, Register's Office for Davidson County, Tennessee and being more fully described as follows:

BEGINNING at a lead in drilled hole on the northerly right of way line of Murfreesboro Pike, U.S. 41-70S, said point being at the westerly end of the northwesterly return curve at Murfreesboro Pike and Fesslers Lane; thence,

1. with the northerly right of way line of Murfreesboro Pike, U.S. 41-70S, N 70 degrees 00 minutes 01 seconds W, 233.37 feet to an iron pin set at the southwesterly corner of Lot No. 1 of Noel Investments, Ltd. Subdivision and also being the southeasterly corner of Shomabhai B. Patel, et al as of record in Book 6560, page 203, Register's Office for Davidson County, Tennessee; thence,

2. with the common line of said Lot No. 1 and Patel, N 5 degrees 48 minutes 38 seconds E, 159.77 feet to an iron pin set; thence,

3. with a line being the north boundary of Lot No. 1 and the south boundary of Lot No. 2, S 81 degrees 55 minutes 51 seconds E, 190.85 feet to a PK nail set in asphalt; thence,

4. S 8 degrees 04 minutes 09 seconds W, 10.00 feet to a PK nail set in asphalt; thence,

5. S 81 degrees 55 minutes 51 seconds E, 86.00 feet to an iron pin set on the westerly right of way line of Fesslers Lane; thence,

6. with the westerly right of way line of Fesslers Lane, S 8 degrees 04 minutes 09 seconds W, 163.64 feet to a lead in drilled hole at the beginning of a curve; thence,

7. with said curve to the right (radius 35.00 feet) southwesterly a distance of 62.25 feet to the point of beginning and having a chord bearing and distance of S 59 degrees 01 minutes 42 seconds W, 54.37 feet.

Being a part of the property vested in Noel Investments, Ltd. by Quitclaim Deed from John H. Noel of record in Book 5933, page 590 and be deed from Lee F. Noel, Lee F. Noel Trust, John H. Noel, III, John H. Noel, III Trust, Arthur B. Noel and Arthur B. Noel Trust of record in Book 5933, page 592, Register's Office for Davidson County, Tennessee.

Grantor reserves unto itself, its successors and assigns, a non-exclusive perpetual easement on, over and across a portion of said Lot No. 1 for purposes of ingress and egress to and from Lot No. 2 of Noel Investments, Ltd. Subdivision and Murfreesboro Pike. The portion of the land subject to said non-exclusive perpetual easement of ingress and egress is more particularly defined in the Cross Easement and Restrictive Covenant

Agreement) hereinafter called the "Cross Easement Agreement") executed simultaneously with this Deed, and described as follows:

A parcel of land in the First Civil District of Metropolitan Nashville and Davidson County, Tennessee and being part of Lot No. 1 shown on the plat entitled "Resubdivision of Lots 1 and 2, Noel Investments, Ltd. Subdivision" of record in Book 6900, page 844, Register's Office for Davidson County, Tennessee and being more fully described as follows:

BEGINNING at an iron pin set in the northerly right of way line of Murfreesboro Pike, U.S. 41-70S at the southwesterly corner of Lot No. 1 on the above noted plan of Noel Investments, Ltd. Subdivision, said pin also being the southeasterly corner of Shomabhai B. Patel, et al as of record in Book 6560, page 203, Register's Office for Davidson County, Tennessee; thence,

1. with the common line of said Lot No. 1 and Patel, N 5 degrees 48 minutes 38 seconds E, 159.77 feet to an iron pin set; thence,

2. with a line being the north boundary of Lot No. 1 andthe south boundary of Lot No. 2, S 81 degrees 55 minutes 51 seconds E, 40.85 feet to an iron pin; thence,

3. S 3 degrees 07 minutes 14 seconds, 170.69 feet to a lead in drilled hole on the northerly right of way line of Murfreesboro Pike; thence,

4. with the northerly right of way line of Murfreesboro Pike, N 70 degrees 00 minutes 01 second W, 50.37 feet to the point of beginning.

Being property vested in Noel Investements, Ltd. by Quitclaim Deed from John H. Noel of record in Book 5933, page 590 and by deed from Lee F. Noel, Lee F. Noel Trust, John H. Noel, III, John H. Noel, III Trust, Arthur B. Noel and Arthur B. Noel Trust of record in Book 5933, page 592, Register's Office for Davidson County, Tennessee.

AND FURTHER, Noel Investments, L.P. (formerly Noel Investments, Ltd.) does hereby grant unto Burger King Corporation a non-exclusive perpetual easement running with the land in favor of the within described Lot No. 1 for ingress and egress to and from the said Lot No. 1 and Elm Hill Pike on, over and across that portion of Lot No. 2 as shown on the Resubdivision of Lots 1 and 2 Noel Investments, Ltd. Subdivision more particularly defined in the Cross Easement Agreement and described as follows:

A parcel of land in the First Civil District of Metropolitan Nashville and Davidson County, Tennessee and being part of Lot No. 2 shown on the plat entitled "Resubdivision of Lots 1 and 2, Noel Investments, Ltd. Subdivision" of record in Book 6900, page 844, Register's Office for Davidson County, Tennessee and being more fully described as follows:

BEGINNING at an iron pin at the common westerly corner of Lots 1 and 2 on the above noted plat. Said pin being, north 5 degrees 48 minutes 38 seconds east 159.77 feet from the northerly right of way line of Murfreesboro Pike as measured along the westerly line of Lot No. 1; thence,

1. N 5 degrees 48 minutes 38 seconds East 363.85 feet to an iron pin on the southerly right of way line of Elm Hill Pike; thence,

2. with the southerly right of way line of Elm Hill Pike, S 85 degrees 35 minutes 04 seconds E 45.00 fee to a point; thence,

3. severing Lot No. 2, S 16 degrees 40 minutes 25 seconds W 79.52 feet to a point; thence,

4. S 5 degrees 48 minutes 38 seconds W, 258.85 feet to a point; thence,

5. S 14 degrees 15 minutes 35 seconds E, 31.52 feet to a point in the common line between Lots 1 and 2; thence,

6. with the common line of Lots 1 and 2, N 81 degrees 55 minutes 51 seconds W 40.85 feet to the point of beginning and containing 11,685 square feet or 0.268 of an acre.

TO HAVE AND TO HOLD said tract or parcel of land with the appurtenances, estate, title and interest thereto belonging to the said Burger King Corporation, its successors and assigns, forever.

AND Noel Investments, L.P. (formerly Noel Investments, Ltd.), does covenant with the said Burger King Corporation, that it is lawfully seized and possessed of said land in fee simple, has a good right to convey it and that the same is unencumbered, except for easements, set back lines and other limitations and conditions shown on the plat of record in Book 6900 page 844 Register's Office for Davidson County, Tennessee and current taxes.

AND Noel Investments, L.P. (formerly Noel Investments, Ltd.), further covenants and bind itself, its successors and assigns to warrant and forever defend the title to said land to the said Burger King Corporation, its successors and assigns against the lawful claims of all persons whomsoever.

IN WITNESS WHEREOF, this Warranty Deed has been executed this 17th day of May, 1989.

NOEL INVESTMENTS, L.P.
(formerly NOEL INVESTMENTS, LTD.)

BY: Lee F. Noel
LEE F. NOEL, General Partner

BY:
JOHN H. NOEL, III, General Partner

3663.

17 1 06 PM '89

BY: Joe P. Binkley Jr.
JOE P. BINKLEY, JR., General Partner

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Before me, the undersigned, a Notary Public in and for said State and County, personally appeared JOHN H. NOEL, III and LEE F. NOEL, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged themselves to be General Partners of NOEL INVESTMENTS, L.P., the within named bargainor, a partnership, and that they as such partners executed the foregoing instrument for the purposes therein contained.

WITNESS my hand and official seal at Nashville, Tennessee, this 17th day of May, 1989.

Louise M. Laumeyer
NOTARY PUBLIC

NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

MY COMMISSION EXPIRES: 3-27-93.

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named JOE P. BINKLEY, JR., the bargainor, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged himself to be General Partner of NOEL INVESTMENTS, L.P., the within named bargainor and that he executed the within instrument for the purposes therein contained.

WITNESS my hand and official seal at Nashville, Tennessee, this 17th day of May, 1989.

Denise M. Laumeyer
NOTARY PUBLIC

DENISE M. LAUMEYER NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

My Commission Expires: 3/8/89.

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value whichever is greater for this transfer is $ 500,000.

This 17th day of May, 1989.

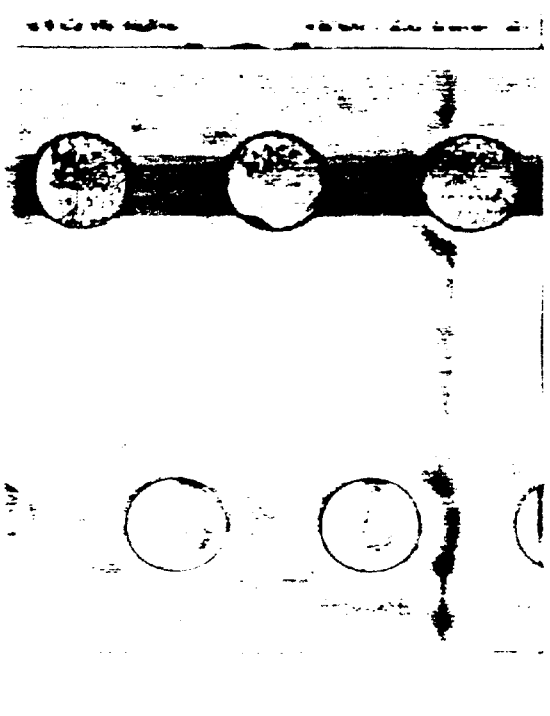
Jeffrey R. King
AFFIANT

Denise M. Laumeyer
NOTARY PUBLIC

My Commission Expires: 3/8/89

DENISE M. LAUMEYER NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

7018 05/17 0101 03CHECK 1662.50



OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY

NASHVILLE, TENNESSEE

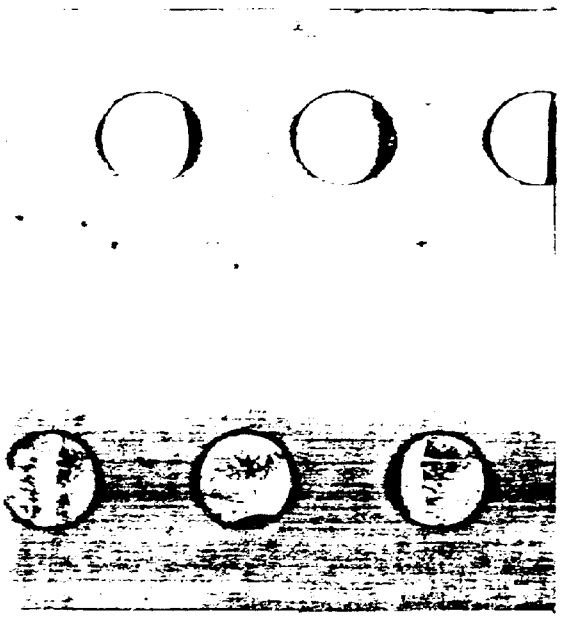
RECEIVED OF _____

FOR _____

BOOK 7843 PAGE 198

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 500000.00
CDN TX 1650.00
PRFEE 0.50
WDEED 12.00
TOTAL 1662.50
CHECK 1662.50

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

05/17/89 01 13:08 0001 7018

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IDENTIFICATION REFERENCE

MAY 17 1 06 PM '89

FELIX Z WILSON II REGISTER
DAVIDSON COUNTY TN

No. 210427