LL475 5/25/891am

THIS INSTRUMENT PREPARED BY:
BASS, BERRY & SIMS (CDB)
2700 First American Center
Nashville, Tennessee 37238

SPECIAL WARRANTY DEED

Address New Owner(s)	Send Tax Bills To	Map-Parcel Number(s)
KFC National Management Company P.O. Box 32070 Louisville, KY 40232	Same	Map 108-1 Parcel 67

FOR AND IN CONSIDERATION OF THE SUM OF TEN ($10.00) DOLLARS, and other good and valuable consideration, receipt of all of which is hereby acknowledged, WINNERS CORPORATION, a Tennessee corporation ("Grantor"), has this day bargained and sold, and does hereby transfer and convey unto KFC NATIONAL MANAGEMENT COMPANY, a Delaware corporation ("Grantee"), certain real property in Davidson County, Tennessee, described on the attached Exhibit "A".

This is improved property known as: 541 Donelson Pike Nashville, Tennessee.

TO HAVE AND TO HOLD the said real property together with all appurtenances and hereditaments thereunto belonging or in any wise appertaining to Grantee, its successors and assigns, forever.

GRANTOR covenants and binds itself and its successors to warrant specially and forever defend the title to said real property to Grantee, its successors and assigns, against the lawful claims of all persons claiming through and under Grantor (other than claims arising out of the matters set forth in the title insurance policy furnished by Grantor to Grantee), but not further or otherwise.

IN WITNESS WHEREOF, Grantor executed this instrument on this 25th day of May, 1989.

WINNERS CORPORATION

By: _____
Title: President

3727

RECEIVED FOR RECORD
MAY 31 3 21 PM '89
DAVIDSON COUNTY, TENN.

1366 05/31 0101 03CHECK 1427

STATE OF TENNESSEE)

COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public, Lonnie J. Stout II, 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 the president of WINNERS CORPORATION, a Tennessee corporation, and is authorized by the corporation to execute this instrument on behalf of the corporation.

WITNESS my hand, at office, this 25th day of May, 1989.

Laura Lincoln
Notary Public

My Commission Expires:
5-22-93

STATE OF TENNESSEE)

COUNTY OF DAVIDSON)

The actual consideration or value (whichever is greater) for this transfer is $429,818.00.

Dennis Berry
Affiant

Subscribed and sworn to before me, this 26th day of May, 1989.

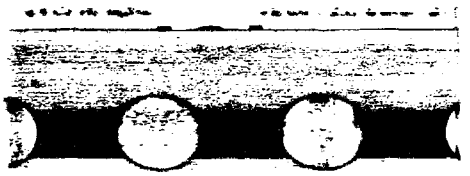
Laura Lincoln
Notary Public

My Commission Expires:
5-22-93

A TRACT OF LAND LOCATED IN METROPOLITAN NASHVILLE AND DAVIDSON COUNTY, TENNESSEE BEING KNOWN AS PARCEL 67 ON MAP 108-1 OF THE TAX ASSESSOR'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, ALSO BEING KNOWN AS LOT 1 ON THE PLAN OF AERO CENTER, SECTION ONE, AS OF RECORD IN PLAT BOOK 5190, PAGE 614, OF THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A P.K. NAIL IN THE NORTHEAST CORNER OF INTERSECTION OF ROYAL PARKWAY AND DONELSON PIKE
THENCE NORTH 08°21'00" EAST 25.00 FEET TO A MONUMENT
THENCE NORTH 08°21'00" EAST 105.00 FEET TO A MONUMENT
THENCE SOUTH 81°39'00" EAST 200.00 FEET TO AN IRON PIN
THENCE SOUTH 08°21'00" WEST 130.00 FEET TO AN IRON PIN
THENCE NORTH 81°39'00" WEST 200.00 FEET TO A P.K. NAIL BEING THE POINT OF BEGINNING CONTAINING 26,000.00 SQUARE FEET OR 0.5969 ACRES

Being the same real property conveyed to Grantor (f/k/a Volunteer Capital Corporation) by deed from Banner Equities, Inc. of record in Book 5863, page 149, said Register's Office.



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

RECEIVED OF _____

FOR _____

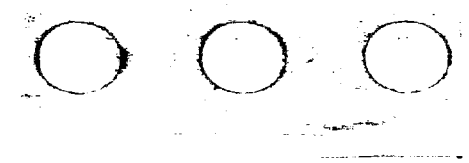
BOOK 7853 PAGE 419

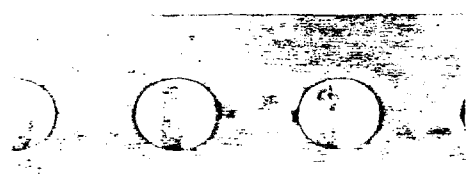
CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO - MORTGAGE	REL - RELEASE	CO TAX - STATE TAX CONVEY
WD - WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MO TAX - STATE TAX MORT
TD - TRUST DEED		PRFEE - PROBATE FEE

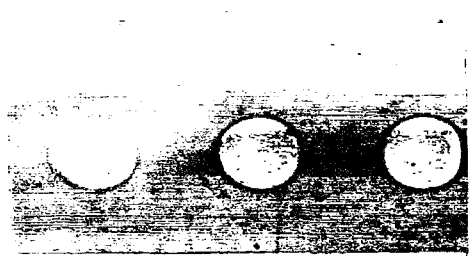
DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL

CAMT 429818.00
CON TX 1418.34
PRFEE 0.50
WDEED 9.00
TOTAL 1427.84
CHECK 1427.84

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK
05/31/89 01 15:23 0001 1366







3727 5

TENNESSEE

MAR 31 3 21 PM '89

DAVIDSON COUNTY

No. 214725