4514A

TENNESSEE DEED
TN 377 FEE
DAVIDSON COUNTY

COUNTY OF FULTON

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ADDRESS NEW OWNER(S) AS FOLLOWS	SEND TAX BILLS TO	MAP PARCEL NUMBERS
		82-13-18 Field Book No.
RTM Winners, L.P. (NAME)	RTM Winners, L.P. (NAME)	01W-00140
2130 LaVista Executive Park (STREET ADDRESS OR ROUTE NUMBER)	2130 LaVista Executive Park (STREET ADDRESS)	
Tucker, Georgia 30084 (CITY) (STATE) (ZIP CODE)	Tucker, Georgia 30084 (CITY) (STATE) (ZIP CODE)	
	Attn: Mr. J. Russell Welch	

WARRANTY DEED

For and in consideration of the sum of TEN AND NO/100 DOLLARS and other good and valuable consideration.

WINNERS CORPORATION, A TENNESSEE CORPORATION,
f/k/a VOLUNTEER CAPITAL CORPORATION

have bargained and sold, and by these presents do transfer and convey unto the said

RTM WINNERS, L.P., A GEORGIA LIMITED PARTNERSHIP

the GRANTEES herein, their heirs and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, as more particularly described on Exhibit "A" attached hereto and made an essential part hereof.

Said property is conveyed, and the covenants set forth below are made, subject to the matters listed on Exhibit "B", attached hereto and made an essential part hereof.

This is improved property, known as 810 Jefferson, Nashville, Tennessee 37208.

To have and to hold the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said GRANTEES, their heirs and assigns, forever. And we do covenant with the said GRANTEES that we are lawfully seized and possessed of said land in fee simple, have a good right to convey it, and the same is unencumbered, unless otherwise herein set out. And we do further covenant and bind ourselves, our heirs and representatives to warrant and forever defend the title to the said land to the said GRANTEES, their heirs and assigns against the lawful claims of all persons, whomsoever.

Whenever used, the singular number shall included the plural, the plural the singular and the use of any gender shall be applicable to all genders.

Witness our hands this 23 day of August, 1989.

WINNERS CORPORATION, f/k/a Volunteer Capital Corporation

By: R. Gregory Lewis
R. Gregory Lewis
Vice President Finance and Secretary

4514A

IDENTIFICATION REFERENCE

AUG 25 3 01 PM '89

DAVIDSON COUNTY, TN

4514A

TENNESSEE DEED
TN 377 FEE
~~RUTHERFORD~~ Davidson COUNTY

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STATE OF GEORGIA

COUNTY OF FULTON

Before me, R. Gregory Lewis, a Notary Public for Georgia State-at-Large, personally appeared R. Gregory Lewis with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence, and who, upon oath, acknowledged that he is the Vice President of Finance and Secretary of Winners Corporation, a Tennessee corporation f/k/a Volunteer Capital Corporation, the within named bargainor, a corporation and that as such he executed the foregoing instrument for the purpose therein contained by signing the name of the corporation thereto.

Witness my hand and seal, at office in Atlanta, Georgia, this 23 day of August, 1989.

(Affix Notary Seal)

Cathy Clary Notary Public

Commission expires Notary Public, DeKalb County, Georgia My Commission Expires Nov. 2, 1991

STATE OF GEORGIA

COUNTY OF FULTON

The actual consideration for this transfer or value of property (whichever is greater) is THREE HUNDRED THIRTY-SIX THOUSAND FOUR HUNDRED THIRTY-FIVE AND NO/100 ($336,435.00) DOLLARS. This is equal to or greater than the property would bring at a fair and voluntary sale.

J. Russell Welch

Sworn to and subscribed before me
this 23 day of August, 1989.

My commission expires Notary Public, DeKalb County, Georgia My Commission Expires Nov. 2, 1991 Notary Public Cathy Clary

This instrument was prepared by:

Philip G. Skinner, Esq.
Arnall Golden & Gregory
1040 Crown Pointe Parkway
Suite 800
Atlanta, Georgia 30338

TN377FEE
Davidson County, Tennessee

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EXHIBIT 'A'

Land in Davidson County, Tennessee, described as follows:

Land in Davidson County, Tennessee, being Lots Nos. 1, 2,3 and 4 on the plan of Addition of D.T. McGavock's Estate, entered in Plat Book 1, at page 33 in the Clerk and Master's Office for said County, described together according to a survey made by Michael V. Holmes, Registered Land Surveyor, Tennessee No. 213, dated September 3, 1982, as follows:

Beginning at an iron pin (old) at the southeast corner of the intersection of Ninth Avenue North, having a 50 foot right of way, formerly McLemore Street, and Madison Street, having a 40 foot right of way; thence with the southerly margin of Madison Street North 70 degrees 48 minutes 20 seconds East 141.30 feet; thence leaving Madison Street with the westerly margin of an alley, South 30 degrees 05 minutes 06 seconds East 168.24 feet to the northerly margin of Jefferson Street, having a 50 foot right of way; thence with the northerly margin of Jefferson Street South 71 degrees 30 minutes 00 seconds West 134.05 feet to the northeast corner of the intersection of Jefferson Street and Ninth Avenue North; thence with the easterly margin of Ninth Avenue North, North 32 degrees 37 minutes 09 seconds West 168.18 feet to the point of beginning.

Being the same property conveyed to Grantor by deed of record in Book 6019, page 918, said Register's Office.

4514A

TENNESSEE DEED
TN 377 FEE
~~RUTHERFORD~~ COUNTY
Davidson

EXHIBIT "B"

1. Taxes for 1989, a lien but not yet due and payable.

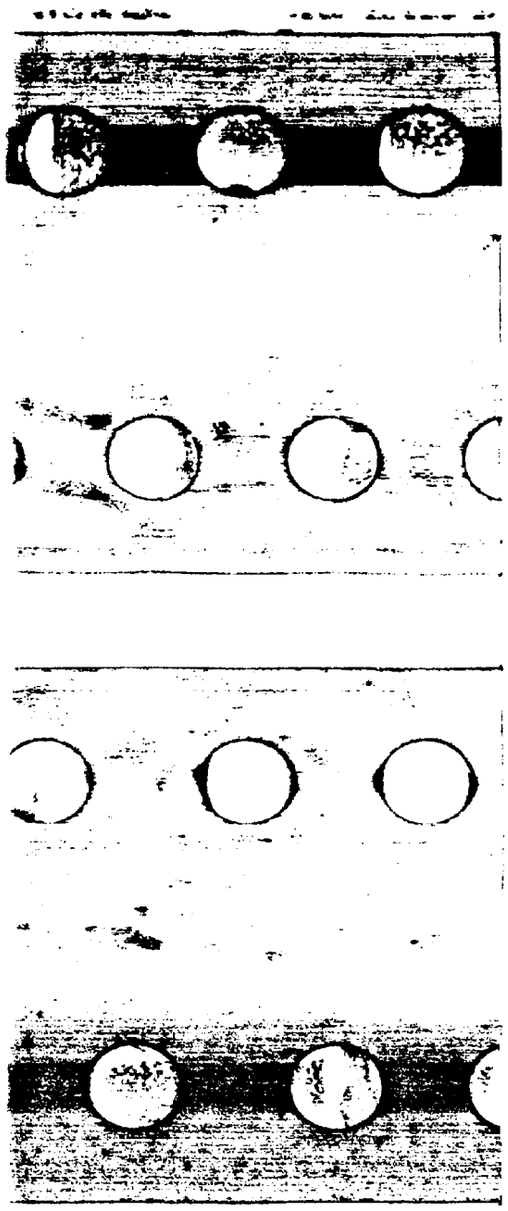
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EXHIBIT "B"
(continued)

2. Other easements, encroachments, and restrictions, if any, that are minor in nature that do not significantly affect the existing use of the real property; and zoning ordinances and violations thereof which are permitted as non-conforming uses, if any, which do not materially adversely affect the existing use of the restaurant on the real property.

9581 08/25 0101 03CHECK 1126



OFFICIAL RECEIPT

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

RECEIVED OF _____

FOR _____

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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 336435.00
CON TX 1110.12
PRFEE 1.00
WDEED 15.00
TOTAL 1126.12
CHECK 1126.12

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

08/25/89 01 15:09 0001 9581

6104a

IDENTIFICATION REFERENCE

AUG 25 3 07 PM '89

FELIX Z. WILSON
DAVIDSON COUNTY, TN

No. 242801