4514A

TENNESSEE DEED
DAVIDSON COUNTY
TN 371 FEE

STATE OF GEORGIA

BOOK 7923 PAGE 529

COUNTY OF FULTON

ADDRESS NEW OWNER(S) AS FOLLOWS	SEND TAX BILLS TO	MAP PARCEL NUMBERS
		81-2-001
		Field Book No.
RTM Winners, L.P.	RTM Winners, L.P.	8DA-07190
(NAME)	(NAME)	
2130 LaVista Executive Park	2130 LaVista Executive Park	
(STREET ADDRESS OR ROUTE NUMBER)	(STREET ADDRESS)	
Tucker, Georgia 30084	Tucker, Georgia 30084	
(CITY) (STATE) (ZIP CODE)	(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 2715 Clarksville Highway, 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

STATE TAX REFERENCE
AUG 25 2 03 PM
DAVIDSON COUNTY, TN

4514A

TENNESSEE DEED
DAVIDSON COUNTY
TN 371 FEE

BOOK 7923 PAGE 530

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 TWO HUNDRED EIGHTY-ONE THOUSAND THREE HUNDRED EIGHTY-TWO AND NO/100 ($281,382.00) 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.

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

My commission expires _____ 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

IN371FEE
Davidson County, Tennessee

BOOK 7923 PAGE 531

EXHIBIT 'A'

Land in Davidson County, Tennessee, described as follows:

Being Lot No. 1 on the Plan of Melissa Estates of record in Plat Book 5800, page 138, Register's Office for Davidson County, and described as follows:

Beginning at a PK nail in the southerly margin of Clarksville Pike at the common front corner of Lots 1 and 2; thence with the line between said two lots S 33 degrees 30 minutes W 143.00 feet to a PK nail, said point being the common corners of Lots 1 and 2; thence with the line between said Lots N 56 degrees 30 minutes W 189.00 feet to an iron pin in the easterly margin of 28th Avenue North; thence with the margin of the same N 33 degrees 30 minutes E 78.00 feet to a concrete monument at the beginning of a curve to the right having a radius of 65.00 feet; thence around said curve 102.10 feet to a concrete monument in the southerly margin of Clarksville Pike; thence with the margin of the same S 56 degrees 30 minutes E 124.00 feet to the point of beginning.

Being the same property conveyed to Grantor by deed of record in Book 5989, page 386, said Register's Office.

TENNESSEE DEED
DAVIDSON COUNTY
TN 371 FEE

BOOK 7923 PAGE 532

EXHIBIT "B"

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

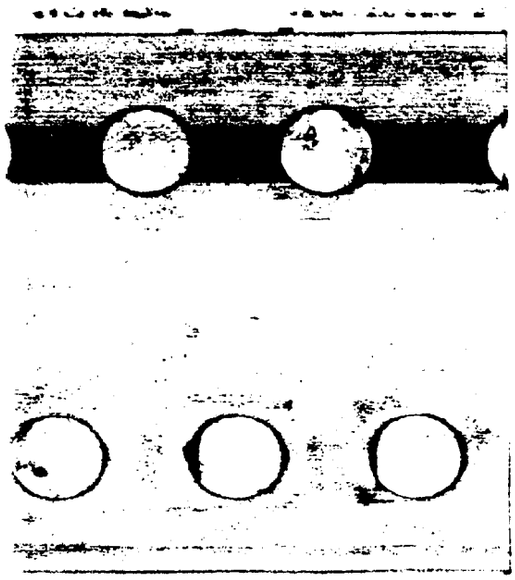
2. The recorded plan of record in Book 8500, pg. 138, Register's Office for Davidson County.

0088t

EXHIBIT "B"
(continued)

3. 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.

9582 08/25 0101 03CHECK 94



OFFICIAL RECEIPT

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

RECEIVED OF _____

FOR _____

BOOK 7923 PAGE 534

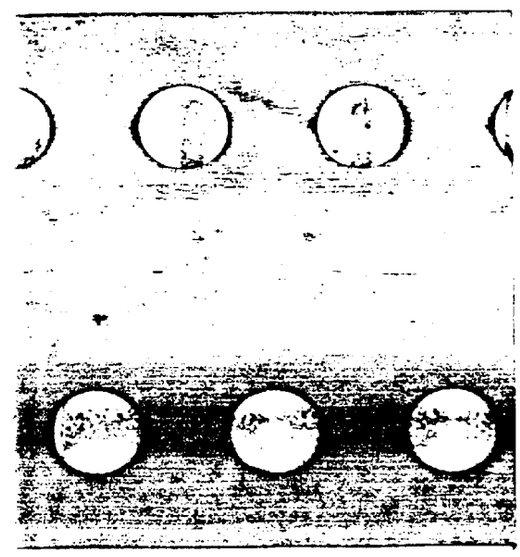
CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO - MORTGAGE	REL - RELEASE	CO TAX - STATE TAX CONVEY
WD - WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MO TAX - STATE TAX MORT
TD - TRUST DEED		PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL

CAMT
281382.00
CON TX 928.62
PRFEE 1.00
WDEED 15.00
TOTAL 944.62
CHECK 944.62

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

08/25/89 01 15:10 0001 9582



6104 7

IDENTIFI REFERENCE

AUG 25 3 03 PM '89

DAVIDSON COUNTY, TN

No. 242802