4484A

DAVIDSON COUNTY
TENNESSEE DEED
BOOK 7923 PAGE 541

STATE OF GEORGIA

TN 351 FEE

COUNTY OF FULTON

ADDRESS NEW OWNER(S) AS FOLLOWS	SEND TAX BILLS TO	MAP PARCEL NUMBERS
		160-0-187 Field Book 6DU-60666
RTM Winners, L.P.	RTM Winners, L.P.	
(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 ($10.00) 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 5644 Franklin Pike Circle, Brentwood, Tennessee 37027.

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 include 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.

6 - 0 - 187

IDENTIFICATION REFERENCE

AUG 25 [illegible] TN

DAVIDSON COUNTY TN

WINNERS CORPORATION, f/k/a Volunteer Capital Corporation

By: R. Gregory Lewis

R. Gregory Lewis
Vice President Finance and Secretary

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DAVIDSON COUNTY
TENNESSEE DEED

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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

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

Commission expires

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.

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

EXHIBIT 'A'

All that tract or parcel of land in the First Civil District, Davidson County, Tennessee, being Lot No. 4 on the McArthur Subdivision, recorded in Plat Book 5200, page 363.

Beginning at an iron pin in concrete, said point being southwest corner of Lot 4 and being on the east right of way of Franklin Pike Circle; thence with right of way North 27 degrees 05 minutes 00 seconds East 134.00 feet to an iron pin; thence leaving said right of way South 62 degrees 55 minutes East 187.25 feet to an iron pin in the west right of way of Interstate 65, thence with right of way South 41 degrees 42 minutes 29 seconds West 81.47 feet to a concrete monument; thence South 71 degrees 10 minutes 10 seconds West 63.92 feet to a concrete monument; thence leaving Interstate 65 right of way North 67 degrees 16 minutes 17 seconds West 122.58 feet with a fence line to the point of beginning, containing 0.49 acres, more or less.

TOGETHER WITH all rights granted by that certain Cross Easement for Ingress and Egress and for Parking recorded in Book 5796, page 67, Register's Office for Davidson County, Tennessee.

AND, TOGETHER WITH all rights contained in Restrictive Covenant recorded in Book 5796, page 74, aforesaid records.

Being the same property conveyed to Grantor by deed of record in Book 5840, page 979, said Register's Office.

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DAVIDSON COUNTY
TENNESSEE DEED
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EXHIBIT "B"

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

2. Restrictive covenants recorded in Deed Book 5796, page 74, said Register's Office.

3. Fifteen (15) foot minimum building setback line and owners certificate, as disclosed by Plat of record in Book 5200, page 363, said Register's Office.

4. Easement for ingress and egress and for parking, recorded in Book 5796, page 67, said Register's Office, Davidson County, Tennessee.

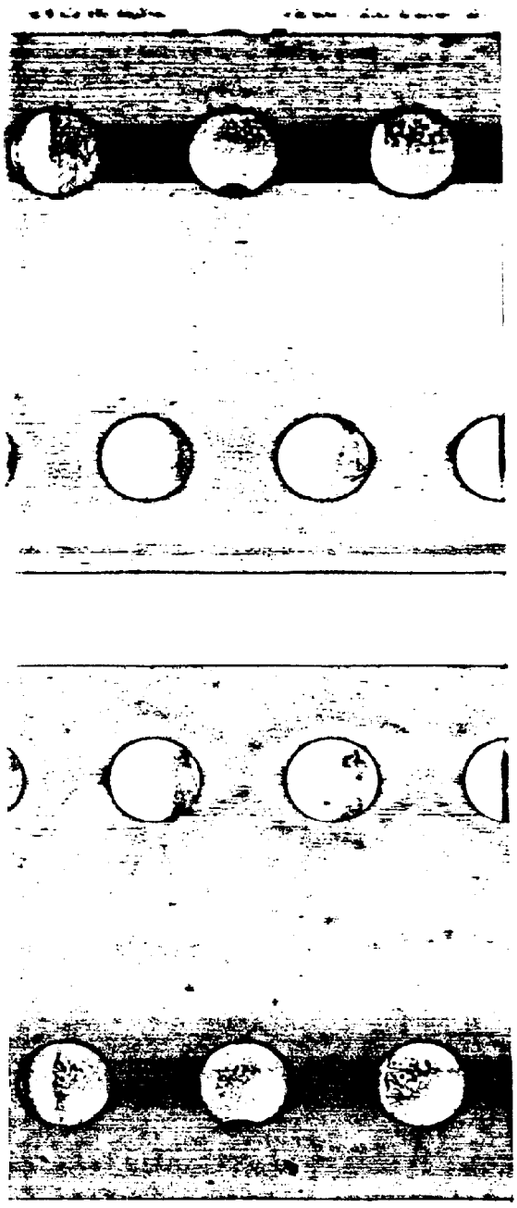
5. Easement from Womco, Inc., to Metropolitan Government of Nashville an Davidson County, Tennessee, dated January 14, 1982 and recorded in Book 5840, page 814, said Register's Office.

6. Assignment from Womco, Inc., to Col. William M. Bailey and wife, Georgia H. Bailey of record in Book 5968, page 964, said Register's Office.

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EXHIBIT "B"
(continued)

7. 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.



OFFICIAL RECEIPT

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

RECEIVED OF _____

FOR _____

BOOK 7923 PAGE 546

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 15:11 0001 9584

61049

IDENTIFI REFERENCE

AUG 25 3 09 PM '89

DAVIDSON COUNTY, TN

No. 242804