4484A

DAVIDSON COUNTY
TENNESSEE DEED
BOOK 7923 PAGE 547

STATE OF GEORGIA

TN 346 FEE

COUNTY OF FULTON

ADDRESS NEW OWNER(S) AS FOLLOWS	SEND TAX BILLS TO	MAP PARCEL NUMBERS
		149-0-250 Field Book 2D-20720
RTM Winners, L.P. (NAME)	RTM Winners, L.P. (NAME)	
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 ($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 515 Bell Road, Nashville, Tennessee 37013.

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.

6105

IDENTIFICATION REFERENCE

AUG 25 2 00 PM '89

DAVIDSON COUNTY

WINNERS CORPORATION, f/k/a Volunteer Capital Corporation

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

4484A

DAVIDSON COUNTY
TENNESSEE DEED

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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

EXHIBIT 'A'

Land in Davidson County, Tennessee, described as follows:

Being Lot 1 on the Plan of the Resubdivision of Lot 4 on plat entitled Resubdivision of Lot 2 Phase 1 and Phase 2 on the Revised Site Plan for Priest Lake Plaza Shopping Center of record in Plan Book 5200, page 344, Register's Office for Davidson County, Tennessee, and more particularly described as follows:

Beginning at the northeasterly corner of property conveyed to J.C. Sanders etux, of record in Book 1759, page 224 and designated as Parcel 134, Map 149; said point being located in the westerly margin of Bell Road and proceeding as follows: South 88 degrees 05 minutes 02 seconds West a distance of 145.0 feet to a point; thence North 1 degree 54 minutes 58 seconds west a distance of 190.43 feet to a point; thence North 89 degrees 44 minutes 02 seconds east a distance of 81.09 feet to a point; thence South 17 degrees 35 minutes 26 seconds East a distance of 15.35 feet to a point; thence North 88 degrees 29 minutes 26 seconds East a distance of 104.29 feet to a point located in the westerly margin of Bell Road; thence with said margin, South 12 degrees 32 minutes 32 seconds West a distance of 178.22 feet to the point of beginning. Being the same property conveyed to Winners Corporation, a Tennessee Corporation (formerly Volunteer Capital Corporation) by deed from Larry Butler, a single person of record in Book 5769, page 824, Register's Office for Davidson County, Tennessee.

TOGETHER WITH all rights granted by that certain Cross Easement recorded in Book 4990, page 806, Register's Office for Davidson County, Tennessee, as amended by Modification of Easement recorded in Book 5073, page 350, aforesaid records

Being the same property conveyed to Grantor by deed of record in Book 5769, page 824, said Register's Office.

RECORDER'S MEMO
Legibility of Writing, Typing or Printing Unsatisfactory in this Document When Received.

4484A

DAVIDSON COUNTY
TENNESSEE DEED

TN 346 FEE

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EXHIBIT "B"

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

2. Cross easement, as of record in Book 4990, page 806, and modified in Book 5073, page 350, Register's Office for Davidson County, Tennessee.

3. Agreement of record in Book 5637, page 694, Register's Office for Davidson County, Tennessee.

4. Areas shown prohibiting access to parking and proposed screening and landscaping as shown on plat prepared by Ragan, Smith, Murphy and Associates, Inc., dated February 19, 1980.

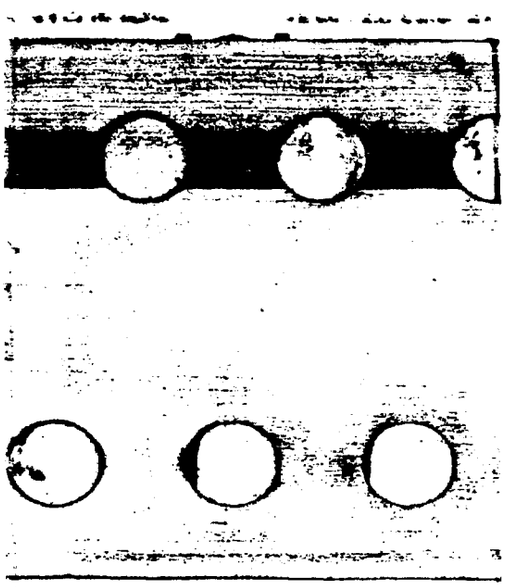
5. Easement to maintain access easements as of record in Book 5256, page 465, Register's Office for said County.

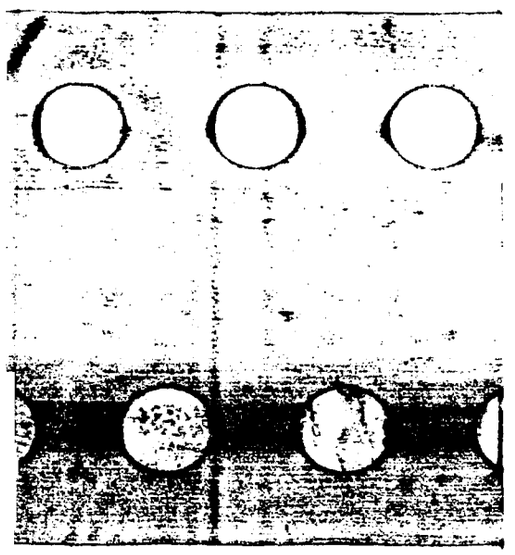
6. The plan of record in Book 5200, page 344, shows an owners certificate, a 15 foot minimum building setback line from Bell Road, a 60 foot minimum building setback line from the southerly line and a 26 foot common access easement, decreasing to 13 feet, across the northerly line and various notes.

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.

9585 08/25 0101 03CHECK 1126.12





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 15:11 0001 9585

61105

IDENTIFI REFERENCE

AUG 25 3 09 PM '89

DAVIDSON COUNTY, TN

No. 242805