4484A

DAVIDSON COUNTY
TENNESSEE DEED

BOOK 7923 PAGE 571

STATE OF GEORGIA

TN 337 FEE

COUNTY OF FULTON

ADDRESS NEW OWNER(S) AS FOLLOWS	SEND TAX BILLS TO	MAP PARCEL NUMBERS
		61-15-235 Field Book 15DZ-16060
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 3914 Gallatin Road, Nashville, Tennessee 37216.

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 1 U 5 4

IDENTIFICATION REFERENCE

AUG 25 12 11 '89

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

BOOK 7923 PAGE 572

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 SIXTY-THREE THOUSAND THIRTY-ONE AND NO/100 ($263,031.00) 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

TN337FEE
Davidson County, Tennessee

BOOK 7923 PAGE 573

EXHIBIT 'A'

Land in Davidson County, Tennessee, being Lot No. 1, Lot No. 2, and the southerly half of Lot No. 3, on the Map of M.N. Young's Inglewood Annex as of record in Book 547, page 197, R.O.D.C., Tennessee.

Said lots adjoin and front together 137.5 feet on the easterly side of Gallatin Road and runs back 170.1 feet, more or less, on the northerly line and 165 feet, more or less, on the southerly line to a line in the rear on which measures 137.5 feet thereon.

Being the same property conveyed to Grantor by deed of record in Book 5549, page 127, said Register's Office.

4484A

DAVIDSON COUNTY
TENNESSEE DEED

TN 337 FEE

EXHIBIT "B"

BOOK 7923 PAGE 574

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

2. Sanitary sewers and/or storm drainage easement 20 feet wide granted Metropolitan Government of Nashville and Davidson County, of record in Book 4286, page 761, Register's Office, together with a temporary construction easement which will be abandoned upon completion of the permanent easement.

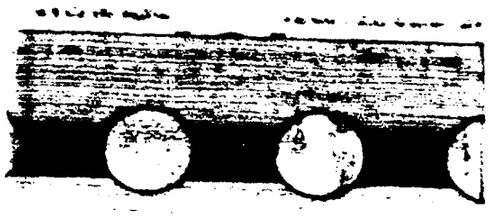
3. Storm Water Detention Agreement by and between Volunteer Capital Corporation and The Metropolitan Government of Nashville and Davidson County, of record in Book 5861, page 394, said Register's Office.

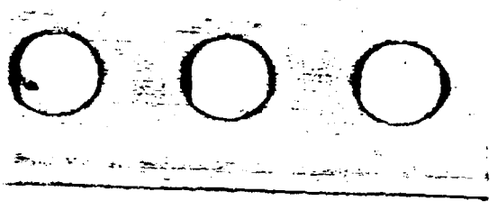
0088t

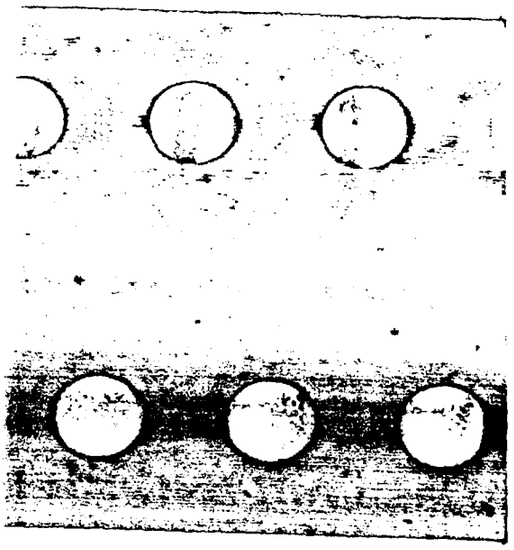
EXHIBIT "B"
(continued)

4. 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.

9589 08/25 0101 03CHECK 883.90







OFFICIAL RECEIPT

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

RECEIVED OF _____

FOR _____

BOOK 7923 PAGE 576

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 263031.00
CON TX 867.90
PRFEE 1.00
WDEED 15.00
TOTAL ~~883.90~~
CHECK ~~883.90~~

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

08/25/89 01 15:13 0001 958

61054

IDENTIFICATION REFERENCE

AUG 25 3 12 PM '89

DAVIDSON COUNTY, TN

No. 242809