This Instrument Was Prepared By:
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Trabue, Sturdivant & DeWitt
25th Floor, Nashville City Center
511 Union Street
Nashville, Tennessee 37219

9211
File Box 38

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Address New Owner(s):
Fred Yazdian, et al
213 Vaughn's Gap Road
Nashville, TN 37205

Send Tax Bills to: New Owner

Part of Map 133-6, Parcel 215 Field Book: 6DA-36694

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of Ten and no/100 Dollars ($10.00), cash in hand paid, and other good and valuable considerations, the receipt of which is hereby acknowledged, SHONEY'S, INC. (the "Grantor"), has this day bargained and sold, and does hereby transfer and convey to FRED YAZDIAN and BRUCE YAZDIAN, as tenants in common (the "Grantees"), their heirs and assigns, the following described land in Davidson County, Tennessee, to-wit:

Being Lot No. 2 on the Plan of Captain "D's" Nolensville Road Subdivision, as of record in Plat Book 7900, page 79, Register's Office for Davidson County, to which plan reference is made for a more complete description.

Being part of the same property conveyed to Shoney's, Inc. by deed from Thelma L. Cady, individually and Commerce Union Bank as Trustee under the Will of E. F. Cady, Jr. a/k/a Edwin F. Cady, Jr., a/k/a Edwin Franklin Cady, Jr., deceased of record in Book 7301, page 684, Register's Office for Davidson County, Tennessee.

This conveyance is made subject to: (1) 1990 Taxes, which have been prorated; (2) Restrictions of record in Book 3706, page 271; (3) All matters appearing on the Plan of record in Plat Book 7900, page 79, said Register's Office; and (4) the following restrictions, which shall run with the land and be binding upon the Grantees, their heirs and assigns:

a. For a period of ten (10) years following the date of this instrument, the Property shall not be used directly or indirectly, for the operation of a seafood restaurant; and

b. The Property shall not be used for any illegal purpose or for the operation of a club featuring nudity or exotic dancing or for an adult bookstore or theater, massage parlor, head shop, or any similar or related business.

This is improved property known as 3721 Nolensville Pike, Nashville, Tennessee.

TO HAVE AND TO HOLD said real estate, with the appurtenances, estate, title and interest thereto belonging, to the said Grantees and their heirs and assigns, forever to whom Grantor binds itself, its successors, and assigns to warrant and forever defend the title to said real estate against the lawful claims of all persons claiming by, through or under it but no further or otherwise.

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

IN WITNESS WHEREOF, Grantor has executed this instrument on this 6th day of March, 1990.

SHONEY'S, INC.

By: _____

Its: V.P.

J.M.GROUT
VICE-PRESIDENT OF DEVELOPMENT

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared J.M. GROUT with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged (him)/her)self to be Vice-President of Development of SHONEY'S, INC. the within named bargainor, a corporation, and that he as such Vice President of Development, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as Vice President.

Witness my hand and seal, at office in Nashville, Tennessee, this 6th day of March, 1990.

Susann B. Shearin
Notary Public

My Commission Expires: 3-27-93

STATE OF TENNESSEE)
WILLIAMSON)
COUNTY OF ~~DAVIDSON~~)

The actual consideration or value, whichever is greater, for this transfer is $140,000.00.

Bruce Jozjian
Affiant

Subscribed and sworn to before me, this 27th day of April, 1990.

Notary Public

My Commission Expires: 3/27/93

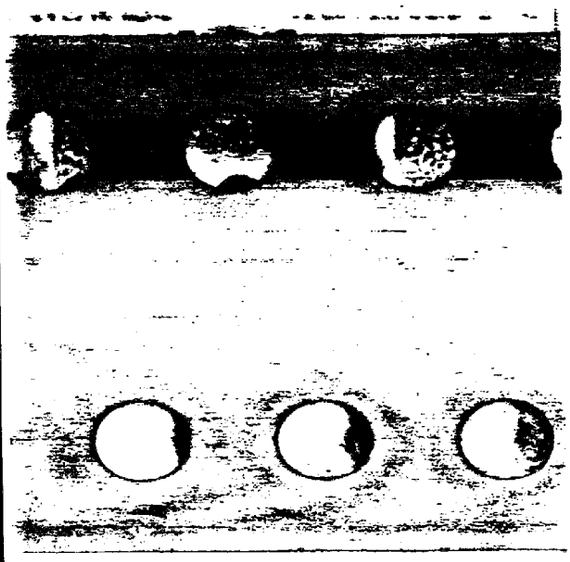
3370 05/03 12:01 03CHECK 469.00

MAY 3 8 16 AM '90
DAVIDSON COUNTY, TN

IDENTIFICATION REFERENCE

2 3 6 0 1

5:MJP0305904.WP



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 TX - STATE TAX CONVEY
WD - WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MO TX - STATE TAX MORT
TD - TRUST DEED		PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID
			CAMT	
				140000.00
			CON TX	462.00
			PRFEE	1.00
			WDEED	6.00
			TOTAL	469.00
			CHECK	469.00
05/03/90	01		08:16 0001	8370

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

23601

IDENTIFICATION REFERENCE

MAY 3 8 16 AM '90

FELIX Z. WILSON, REGISTER
DAVIDSON COUNTY, TN

No. 315860