To: Bof 36

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SPECIAL WARRANTY DEED

Name and Address of New Owner:
Taco Bell Corp., a California Corporation

17901 Von Karman
Irvine, CA 92714-6212

Send Tax Bills To:

New Owner

Street Address of Subject Property:	**Map-Parcel No:**
Unimproved	**149-00-0-314.00**

For and in consideration of the sum of Ten Dollars and no/100 ($10.00), the receipt and adequacy of which are hereby acknowledged, **Dover Pointe Partnership, a Tennessee General Partnership composed of Russell Flanagan, William J. Gregg, Sr., and C. LeRoy Norton, Jr.**, hereinafter called the Grantor, has bargained and sold and by these presents does transfer and convey unto **Taco Bell Corp., a California Corporation,** hereinafter called the Grantee, its successors and assigns, a certain tract or parcel of land in Davidson County, Tennessee, described as follows:

> Land in Davidson County, Tennessee, being Lot No. 1 on the Plan of Resubdivision of the Dover Pointe Subdivision Plat, as of record in Book 7900, Page 66, Register's Office for Davidson County, Tennessee.
>
> Being part of the same property conveyed to Dover Pointe Partnership, a Tennessee General Partnership composed of Russell Flanagan, William J. Gregg, Sr., and C. LeRoy Norton, Jr. by deed from R. E. P. P., Inc., et al, as of record in Book 7840, Page 362, Register's Office for Davidson County, Tennessee.

This conveyance is made subject to any and all zoning regulations, building restrictions, setback lines, if any, and easements and rights of way for public utilities applicable to this property and all matters shown on Exhibit "A".

To have and to hold the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging, to the Grantee, its heirs, successors and assigns, forever.

And the Grantor covenants with the Grantee, that it is lawfully seized and possessed of said land in fee simple, possessing a good right to convey it, and that the said land is unencumbered except as shown on Exhibit "A".

The Grantor further covenants and binds itself, its successors and representatives to warrant and defend the title to the said land to the Grantee, its successors and assigns, against the lawful claims of all persons claiming by or through Grantor.

IN WITNESS WHEREOF, the Grantor has caused its name to be signed hereto by its duly authorized officer on this the 20 day of December, 1991.

Dover Pointe Partnership, a Tennessee General Partnership

BY: _____
C. LeRoy Norton, Jr.
Managing General Partner

STATE OF TENNESSEE]
]
COUNTY OF DAVIDSON]

Before me, the undersigned, a Notary Public in and for said State and County aforesaid, personally appeared C. LeRoy Norton, Jr., with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath acknowledged himself to be the general partner of Dover Pointe Partnership, a Tennessee General Partnership, the within named bargainor, and that as such general partner, being authorized so to do, executed the foregoing instrument for the purpose therein contained.

WITNESS my hand and official seal, at Nashville, Tennessee, this 20 day of December, 1991.

_____
NOTARY PUBLIC

My commission expires: 3/26/94

STATE OF TENNESSEE]
COUNTY OF DAVIDSON]

The actual consideration or value, whichever is greater for this transfer is $370,000.00.

_____
Affiant

_____
Notary Public
My Commission Expires: 3/26/94

DEC 20 3 01 PM '91
TENNTITLE REFERENCE
71097

EXHIBIT "A"

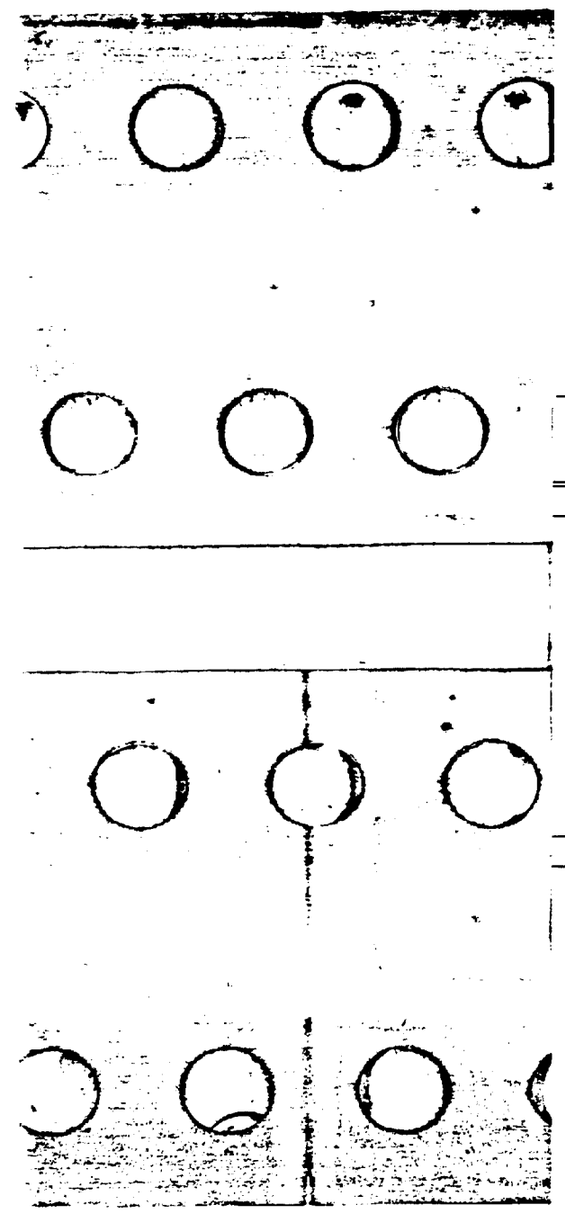
1. Restrictive covenants of record in Book 7881, Page 361, as amended in Book 8216, Page 666, Register's Office for Davidson County, Tennessee.

2. All matters shown on the recorded plan of record in Book 7900, Page 66, Register's Office for Davidson County, Tennessee.

3. Right of way permit to Southern Bell Telephone & Telegraph Company as of record in Book 924, Page 459, Register's Office for Davidson County, Tennessee.

4. Deed of conveyance to the Metropolitan Government of Nashville and Davidson County, Department of Water and Sewerage Services, for sanitary sewer construction as of record in Book 8287, Page 23, Register's Office for Davidson County, Tennessee.

4484 12/20 0101 03CHECK 1379.00



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 370000.00
CON TX 1369.00
PRFEE 1.00
[illegible] 9.00
TOTAL 1379.00
CHECK 1379.00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

12/20/91 01 15:03 0001 4484

7.1097

IDENTIFICATION REFERENCE

DEC 20 3 01 PM '91

No. 486970