Tax Bills:
New Owner
Topvalco, Inc.
% The Kroger Co.
1014 Vine Street
Cincinatti, Ohio 45202-1100

This Instrument Prepared by:
Boult, Cummings, Conners & Berry
222 Third Avenue North, P.O. Box 198062
Nashville, Tennessee 37219

49 24.00 1.00 1.00 1.00

BOOK 8906 PAGE 99

QUITCLAIM DEED and BILL OF SALE

WHEREAS, Green Hills Associates, a Texas joint venture, is the owner and/or ground lessee of certain real property in Davidson County, Tennessee, located on the south side of Abbott Martin Road, consisting of Lots 8 through 14 as shown on the Plan of the Subdivision of the George Waters' Land of record in Book 1130, page 32, Register's Office for said county, together with Lots 20, 21 and 22 and parts of Lots 17, 18 and 19, as shown on the Map of Part II of the George Waters' Subdivision, of record in Book 1130, page 68, said Register's Office (collectively, the "Property"); and

WHEREAS, Green Hills Associates has, simultaneously with the execution and delivery of this Bill of Sale, assigned its ground lease interests in said property and conveyed by deed that portion of the same which it owns in fee, all to TopValco, Inc., an Ohio corporation; and

WHEREAS, the Property is improved with a Kroger retail food store, parking area, and other improvements which Green Hills Associates also desires to convey to TopValco, Inc.

NOW, THEREFORE, in consideration of the premises, and in consideration of the sum of One Dollar ($1.00) the receipt and sufficiency of all of which is hereby acknowledged, Green Hills Associates, a Texas joint venture composed of American General Realty Investment Corporation, a Texas corporation, and TCC/West Associates, a Minnesota general partnership, does hereby sell, assign, transfer and forever quitclaim unto TopValco, Inc., its successors and assigns, all right, title and interest of Green Hills Associates in and to the Kroger retail food store building, parking area and other improvements situated upon the Property.

IN WITNESS WHEREOF, Green Hills Associates has caused this quitclaim deed and bill of sale to be executed this 15th day of March, 1993.

GREEN HILL ASSOCIATES,
a Texas joint venture

By: American General Realty Investment Corporation, a Texas corporation

By: Sonia W. Hamstra
Name: Sonia W. Hamstra
Title: Vice President

By: TCC West Associates, a Minnesota general partnership

By: Minn-Tenn, Inc., a Minnesota corporation

By: Michael F. Kelly
President

By: Nashville Land Associates Limited Partnership, a Delaware limited partnership

By: Green Hills Land Company, a Delaware corporation, its sole general partner

By: Michael R. Chase
President

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideraton or value, whichever is greater, for this transfer is $10.00.

Edward L. Fuller
Affiant

Subscribed and sworn to before me this 2nd day of April, 1993.

Notary Public
My Commission Expires: My Commission Expires Nov. 26, 1994

1695 04/02 0101 03CHECK 8.00

0 6 2 4 5

IDENTIFICATION REFERENCE

APR 2 3 58 PM '93

JULIA L. WILSON II REGISTER
DAVIDSON COUNTY, TN

WP/JIVBKROQD

92-17869 GTK Box 49

STATE OF Texas
COUNTY OF Harris

Personally appeared before me Laura G. Ortiz, Notary Public, S. W. Hamstra, with whom I am personally acquainted and who acknowledged that he executed the within instrument for the purposes therein contained and who further acknowledged that he is Vice President of American General Realty Investment Corporation, a Texas corporation, which corporation is a joint venturer of Green Hills Associates, a Texas joint venture, and is authorized to execute this instrument on behalf of American General Realty Investment Corporation.

WITNESS my hand, at office, this 17th day of March, 1993.

LAURA G. ORTIZ
Notary Public, State of Texas
My Commission Expires Aug. 11, 1993

Laura G. Ortiz
Notary Public

My Commission Expires: 8-11-93

STATE OF _____
COUNTY OF _____

Personally appeared before me, _____, Notary Public, _____, with whom I am personally acquainted and who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is _____ of Minn-Tenn, Inc., a Minnesota corporation, which corporation is general partner of TCC West Associates, a Minnesota general partnerhip, a joint venturer of Green Hills Associates, a Texas joint venture, said corporation being authorized by TCC West Associates to execute this instrument on behalf of TCC West Associates.

WITNESS my hand, at office this _____ day of _____, 1993.

_____
Notary Public

My Commission Expires: _____

STATE OF _____
COUNTY OF _____

Personally appeared before me, _____, Notary Public, _____, with whom I am personally acquainted and who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is _____ of Green Hills Land Company, a Delaware corporation, the sole general partner of Nashville Land Associates Limited Partnership, a Delaware limited partnership, and that said limited partnership is a general partner of TCC West Associates, a Minnesota general partnership, and is authorized by said corporation, said corporation being authorized by said limited partnership and said limited partnership being authorized by TCC West Associates to execute this instrument on behalf of TCC West Associates.

WITNESS my hand, at office this _____ day of _____, 1993.

_____
Notary Public

My Commission Expires: _____