THIS INSTRUMENT PREPARED BY: AMERICA'S FAVORITE CHICKEN COMPANY, SIX CONCOURSE PKWY, SUITE 1700, ATLANTA, GA 30328-5352

SN 935 CORPORATE FORM BOOK 9023 PAGE 146

THIS INDENTURE, made and entered into this 22ND day of July, 1993, by and between **AMERICA'S FAVORITE CHICKEN COMPANY**, successor by merger to Al Copeland Enterprises, Inc., f/k/a Church's Fried Chicken, Inc., a corporation organized and existing under and by virtue of the laws of the State of Minnesota, party of the first part, and **CHOONG BONG KIM and wife, MHANIM KIM**, of the second part.

WITNESSETH: That for the consideration hereinafter expressed the said party of the first part has bargained and sold and does hereby bargain, sell, convey and confirm unto the said party of the second part the following described real estate, situated and being in Nashville, County of Davidson, State of Tennessee:

All that tract or parcel of land lying and being in the City of Nashville, Davidson County, Tennessee, more particularly described in Exhibit "A" attached hereto and made a part hereof , together with all improvements thereon and appurtenances thereto (collectively, the "Premises").

Grantee agrees to accept said Premises that are included in this sale "as is". Grantee further acknowledges and agrees that the Premises are to be sold and conveyed to, and accepted by Grantee, in an "as is" condition with all faults. Grantee has investigated and has knowledge of operative or proposed governmental laws and regulations (including, but not limited to, zoning, environmental, and land use laws and regulations) to which said Premises are or may be subject and accepts the Premises upon the basis of its review and determination of the applicability and effect of such laws and regulations. Grantee acknowledges accepting this deed on the basis of Grantee's own investigation of the physical and environmental conditions of said Premises, including its subsurface conditions. Grantee assumes the risk that adverse physical and environmental conditions may not have been revealed by its own investigation. Grantee further acknowledges that Grantor, its agents and employees and other persons acting on behalf of Grantor have made no representation or warranty of any kind in connection with any matter relating to the condition, value, fitness, use or zoning of said Premises upon which Grantee has relied directly or indirectly for any purpose. Grantee hereby waives and releases Grantor, of and from any claims, actions, causes of action, demands, rights, damages, costs, expenses or compensation whatsoever, direct or indirect, known or unknown, foreseen or unforeseen, which Grantee now has or which may arise in the future on account of or in any way growing out of or connected with the physical or environmental condition of the Premises or any law or regulation applicable to it, including but not limited to the Comprehensive Environmental Response, Compensation and Liability Act, 42 U.S.C. Section 9601, et seq.

The Premises are conveyed subject to a restrictive covenant restricting the Premises for six (6) years from and after the date the deed is recorded from use for a fast food restaurant at which total annual sales of fried bone-in chicken exceed thirty percent (30%) of the gross annual sales, and all restrictions, encumbrances, easements, covenants and conditions and matters of record, if any, relating to the hereinabove described Premises as the same are filed for record in the official records of Davidson County, Tennessee.

TO HAVE AND TO HOLD the aforesaid Premises, together with all the appurtenances and hereditaments thereunto belonging or in any wise appertaining unto said party of the second part, their heirs, and assigns in fee simple forever.

And the said party of the first part does hereby covenant with the said party of the second part that is lawfully seized in fee of the Premises; that it has a good right to sell and convey the same; that the same are unencumbered, except as otherwise provided herein, and that the title and quiet possession thereto, it will warrant and forever defend against the lawful claims of all persons.

THE CONSIDERATION for this conveyance is as follows: TEN DOLLARS ($10.00) cash in hand paid, and other good and valuable considerations, receipt of all of which is hereby acknowledged.

IN WITNESS WHEREOF, party of the first part has caused this instrument to be executed by and through its duly authorized officers the day and year first above written.

ATTEST: **AMERICA'S FAVORITE CHICKEN COMPANY**

BY: Marjorie L. Cartwright BY: _____

MARJORIE L. CARTWRIGHT **JOHN W. DRINEN**
ASSISTANT SECRETARY **VICE PRESIDENT - CONTROLLER**

Address of Property: 1505 12th Avenue South
Nashville, Tennessee

Address New Owner and Mailing Address for Tax Notices: CHOONG BONG KIM
803 Patricia Drive
Nashville, Tennessee

Map/Parcel Nos. Map 105-9 Parcel 47

STATE OF TEXAS
COUNTY OF BEXAR

Before me, the undersigned Notary Public in and for the County and State aforesaid, personally appeared John W. Drinen and Marjorie L. Cartwright, respectively of America's Favorite Chicken Company, the within named bargainor, a Minnesota corporation, and they as such Vice President - Controller and Assistant Secretary, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by the said Vice President- Controller, and attesting the same by the Assistant Secretary.

Witness my hand and official seal at office this 22nd day of July, 1993.

BRENDA J. COMER
Notary Public, State of Texas
My Commission expires
JUNE 1, 1994

Brenda J Comer
Notary Public

STATE OF TENNESSEE

COUNTY OF DAVIDSON

The actual monetary consideration for this transfer is $120,000.00.

Affiant

Subscribed and sworn to before me,

this 23rd day of July, 1993.

Notary Public

My Commission Expires: 1-23-94

NOTARY
PUBLIC
AT
LARGE
STATE OF TENNESSEE

SN 935

AMERICA'S FAVORITE CHICKEN COMPANY
EXHIBIT "A"

Land in Davidson County, Tennessee, being Lot No. 1, Section 89, Edgehill Estates, of record in Book 5210, page 121, said Register's Office.

Beginning at a point in the northerly margin of Wedgewood Avenue and the easterly margin of Pedestrian Walk, formerly 13th Avenue South; thence with the margin of the same, North 9 degrees 41' East, 239.06 feet to a point in the southerly margin of Wade Avenue; thence with the margin of the same South 82 degrees 03' East, 70.00 feet to a point; thence leaving said margin South 9 degrees 41' West, 66.50 feet; thence 82 degrees 03' East, 80.00 feet; thence South 9 degrees 39' West, 33.50 feet; thence South 81 degrees 25' 45" East, 158.16 feet to a point in the westerly margin of 12th Avenue South; thence with the margin of the same South 18 degrees 02' West, 65.33 feet to a point at the beginning of a curve to the right having a radius of 25.00 feet a distance of 33.07 feet to a point in the northerly margin of Wedgewood Avenue and the beginning of another curve to the left having a radius of 1240.00 feet a distance of 283.54 feet to the point of beginning.

Being parts of the property conveyed to The Nashville Housing Authority, now Metropolitan Development and Housing Agency, by deed from Tennie Smith Overton and Houston Smith, devisees under the will of Osha D. Smith, deceased of record in Book 4251, page 410, by deed from Corrinne G. Shurren of record in Book 4320, page 181; by deed from Ida B. Claybrooks of record in Book 4409, page 914; by deed from Henry Shute and wife, Louise S. Shute of record in Book 4412, page 257 and by deed from George L. Rooker, Clerk of the Circuit Court of record in Book 4541, page 605, Register's Office for Davidson County, Tennessee.

LESS AND EXCEPT:

Land in Davidson County, Tennessee, being Lot No. 2 on the Plan of Resubdivision of Lot No. 1, Section 89, Edgehill Estates, as of record in Book 5800, page 21, Register's Office for said County, described as follows:

Commencing at the northerly radius return point of the northwest corner of the intersection of Wedgewood Avenue and 12th Avenue South, said point being a one inch piece of angle iron set flush in concrete walk; thence with a curve to the southwest, said curve having a radius of 25.00 feet and a curve length of 33.07 feet to the westerly return point in the north right-of-way of Wedgewood Avenue, said point being chiseled mark in concrete walk; thence with another curve to the southwest along the north right-of-way of said Wedgewood Avenue having a radius of 1240.00 feet a distance of 159.96 feet to the point of beginning; thence continue along said curve 123.50 feet to a P.K. nail set in concrete walk; thence north 9 degrees 41' 00" east a distance of 239.88 feet along the east

right-of-way of 13th Avenue South to an iron pin in the south right-of-way of Wade Avenue; thence south 81 degrees 48' 24" east a distance of 69.92 feet along the south right-of-way of Wade Avenue to an iron pin; thence south 9 degrees 55' 51" west a distance of 66.30 feet to an iron pin; thence south 81 degrees 50' 04" east a distance of 49.32 feet to an iron pin; thence south 9 degrees 49' 56" west a distance of 142.24 feet to the point of beginning.

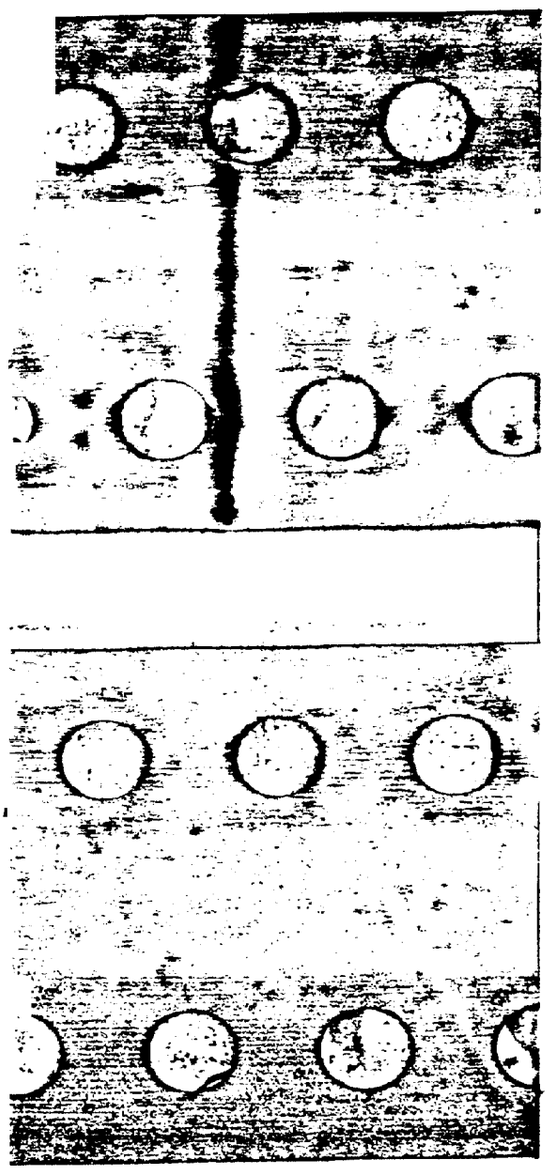
Said property conveyed to Clarence Simpson by Deed of Trust dated April 6, 1982, recorded in Book 5899, Page 582, of the Register's Office for Davidson County, Tennessee.

Being a portion of the same property conveyed to Church's Fried Chicken, Inc. by deed of record in Book 5410, page 195, Register's Office for Davidson County, Tennessee.

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7110 07/23 1101 03CHECK 465.00



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

RECEIVED OF _____

FOR _____

BOOK 9023 PAGE 151

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
			DAMT	
				120000.00
			CON TX	444.00
			PRFEE	1.00
			WDEED	20.00
			TOTAL	465.00
			CHECK	465.00
		07/23/93	01	13:22 0001 7310

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

44139
IDENTIFICATION REFERENCE

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No. 677676