Box 49 (9)

BOOK 9237 PAGE 378

This Instrument Prepared By:

Douglas S. Hale
Hale and Hale Attorneys
312 First Tennessee Bank Building
Franklin, Tennessee 37064

94 FEB -1 PM 3:22
FELIX Z. HILLSMAN, REGISTER
DAVIDSON COUNTY, TN.

IDENTIF. & REFERENCE 13588

NEW OWNER:	SEND TAX BILL TO:	MAP & PARCEL
The Kroger Co. 1014 Vine Street Cincinnati, Ohio, 45202-1100 ATTN: Tax Dept.	Same	Map 118 Group 6 Parcel 159 (PORTION)

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $290,000.00.

Edward D Hale
AFFIANT

Sworn to and subscribed before me
this 31st day of January, 1994.

D. Thomas Kirk
NOTARY PUBLIC

THOMAS KIRK JR. NOTARY AT LARGE STATE OF TENNESSEE

My Commission Expires: 11-26-94

My Commission Expires Nov. 26, 1994

WARRANTY DEED

For and in consideration of the sum of Ten Dollars, cash in hand paid by the hereinafter named **GRANTEE**, and other good and valuable considerations, the receipt and sufficiency of which is hereby acknowledged, **LAND TRUST CORP.**, a Tennessee corporation, hereinafter called the **"GRANTOR"**, has bargained and sold and by these presents does transfer and convey unto **THE KROGER CO.**, an Ohio corporation, hereinafter called the **"GRANTEE"**, its successors and assigns, a certain tract or parcel of land in Davidson County, Tennessee, described as follows, to-wit:

SEE EXHIBIT A FOR COMPLETE LEGAL DESCRIPTION

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to said GRANTEE, its successors and assigns, forever;

AND GRANTOR does covenant with the said GRANTEE that it is lawfully seized and possessed of said land in fee simple, has a good right to convey it and the same is unencumbered, except as follows:

1. Taxes for the year 1994, a lien not yet due and payable.

2. All matters appearing on the Plan of Melrose Shopping Center, of record in Plat Book 7809 page 657, Register's Office for Davidson County, Tennessee.

3. Terms and Provisions of Lease given to the Krystal

Company, Inc. as recorded in Book 2784, page 394, as amended in Book 5081, page 499. (As to Appurtenant Easements).

4. Easements for drainage and for Ingress and Egress as referenced in Book 4057, page 236 and Book 5081, page 499.

5. Sewer Easement(s) to City of Nashville, as set forth in instrument recorded in Book 3401, page 167.

6. Terms and Provisions of Lease given to Trion Melrose, L.P., Memorandum of which is recorded in Book 8124, page 361, as amended by Book _____, page _____. (As to Appurtenant Easements area).

AND GRANTOR DOES FURTHER covenant and bind itself, its successors and representatives, to warrant and forever defend the title to the said land to the said GRANTEE, its successors and assigns, against the lawful claims of all persons whosoever.

This improved property is known as _____, Nashville, Tennessee _____.

WITNESS, our hands this 31st day of January, 1994, in Nashville, Tennessee.

LAND TRUST CORP.

BY: Douglas S. Hale, Pres.
Douglas S. Hale, President

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Before me the undersigned authority, a Notary Public in and for the State and County aforesaid, personally appeared Douglas S. Hale, with whom I am personally acquainted, and who, under oath, acknowledged himself to be the President of Land Trust Corp., the within named bargainor, a corporation, and he as such President being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by himself as President.

WITNESS my hand and official seal at Nashville, Tennessee, this 31st day of January, 1994.

Notary Public

My commission expires:

THOMAS KIRK JR. NOTARY AT LARGE STATE OF TENNESSEE

My Commission Expires Nov. 26, 1994

c:\wp92\landtrst\warranty.ded

RECORDERS MEMO
LEGIBILITY OF WRITING, TYPING OR PRINTING IN THIS DOCUMENT UNSATISFACTORY WHEN RECEIVED

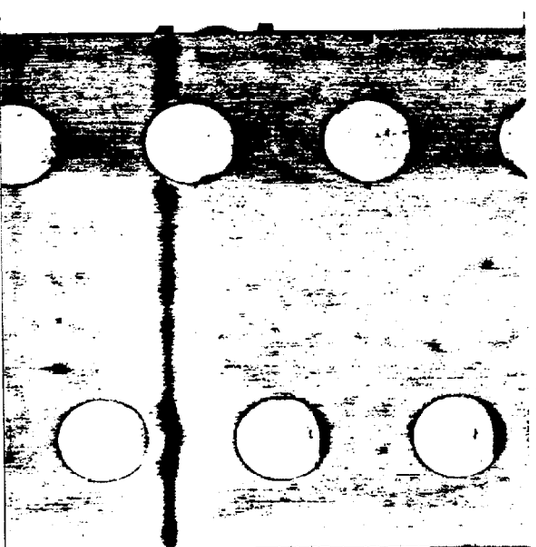
EXHIBIT A

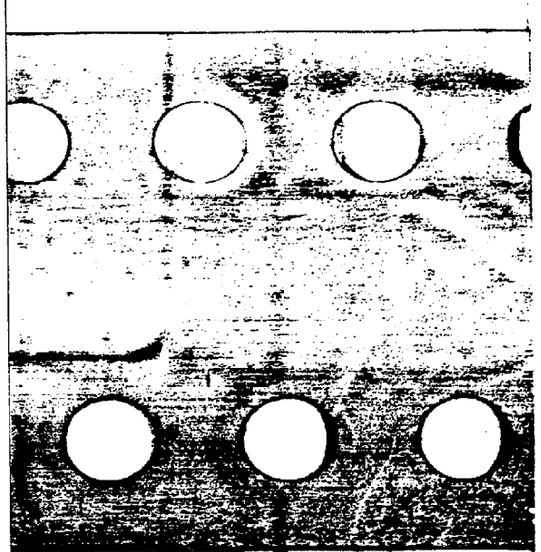
Legal Description

Being Lot 7 on that certain Boundary and Subdivision Plat of the Melrose Shopping Center at Franklin Pike and Kirkwood Avenue, First Civil District, Nashville, Davidson County, Tennessee, recorded in Book 7900, page 657 of the Register's Office of Davidson County, Tennessee.

Being part of the same property conveyed to Land Trust Corporation by Trustee's Deed of record in Book 8417, page 1, Register's Office for Davidson County, Tennessee, by Quitclaim Deed from Douglas Hale, Trustee of record in Book 9237, page 358, said Register's Office and by Quitclaim Deed from M. Carl Talley, et al of record in Book 9237, page 365, said Register's Office.

1078 02/01 0101 CKCHECK 1086-00





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

RECEIVED OF _____

FOR _____

BOOK 9237 PAGE 381

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	
				290000.00
			CON TX	1073.00
			PRFEE	1.00
			WDEED	12.00
			TOTAL	1086.00
			CHECK	1086.00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

02/01/94 01 15:21 0001 1078

13588
IDENTIF. ↑ REFERENCE

94 FEB -1 PM 3:22
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 752072