Box 24

Address New Owner:	Map-Parcel Numbers:	Send Tax Bills To:
DavCo Restaurants, Inc. 1657 Crofton Crofton, MD 21114	Map-Parcel 106-01-150 Map-Parcel 19-14-11 Map-Parcel 142-169 Map-Parcel 92-2-25	Owner
This instrument prepared by: Boult, Cummings, Conners & Berry (apc) 414 Union Street, Suite 1600, P.O. Box 198062, Nashville, TN 37219		

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of TEN DOLLARS ($10.00) cash in hand paid, and other good and valuable consideration, the receipt and sufficiency of all of which are hereby acknowledged, **Southern Hospitality Corporation**, a Tennessee corporation (the "Grantor") has bargained and sold, and by these presents transfers and conveys to **DavCo Restaurants, Inc.**, a Delaware corporation (the "Grantee"), Grantee's successors and assigns, certain land in Davidson County, State of Tennessee, being more particularly described in Exhibit A, which is attached hereto and incorporated herein by reference (the "Property").

This conveyance of the Property, and all covenants and warranties contained herein, are made expressly subject to the following:

1. Real estate taxes for the current year which have been prorated between the parties. (Applies to Tracts 1, 2, 3 and 4).

2. The Plan of record in Plat Book 6200, page 311, Register's Office for said Davidson County. (Applies to Tract 1).

3. Temporary construction easement of record in Book 3934, page 104, Register's Office for Davidson County, Tennessee. (Applies to Tract 1).

4. Plan of record in Plat Book 6200, page 180, Register's Office for Davidson County, Tennessee. (Applies to Tract 2).

5. Easement for Sanitary Sewers and/or Storm Drainage to Metropolitan Government of Nashville/Davidson County, of record in Book 6382, page 759, Register's Office for Davidson County, Tennessee. (Applies to Tract 2).

This is improved property, known as:

Tract 1: 806 Elm Hill Pike, Nashville, Tennessee 37210
Tract 2: 310 Long Hollow Pike, Goodlettsville, Tennessee 37072
Tract 3: 7642 Highway 70 South, Nashville, Tennessee 37221
Tract 4: 1045 28th Avenue, No., Nashville, Tennessee 37208

94 JUN -2 AM 9:10
FELIX ... REGISTER
DAVIDSON COUNTY, TN.

IDENTIF. & REFERENCE 56373

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $3,180,000.

David S. McDaniel
Affiant

Subscribed and sworn to before me this 31st day of May, 1994.

Ann Poldo Carlyle
Notary Public
My Commission Expires: 1-22-95

NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

155636.1 CWILSON
090150-000 5/30/94

TO HAVE AND TO HOLD the Property, with all appurtenances, estate, title, and interest thereto belonging to the Grantee, Grantee's successors and assigns, but excluding any improvements located on the Property, forever.

Grantor covenants with the Grantee that the Property is free from all encumbrances made or suffered by Grantor, except to the extent otherwise set forth herein.

Grantor further covenants and binds itself, to warrant and forever defend the title to the Property to the Grantee, Grantee's successors and assigns against the lawful claims of all persons whomsoever claiming by, through or under Grantor, except that no warranty is made as to the amount of acreage in the Property.

IN WITNESS WHEREOF, the Grantor has executed this Deed this 31st day of May, 1994.

SOUTHERN HOSPITALITY CORPORATION,
a Tennessee corporation

By: David S McDaniel

Title: Treasurer

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared David McDaniel, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged himself to be Treasurer of Southern Hospitality Corporation, the within named bargainor, a corporation, and that he as such Treasurer being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as Treasurer.

Witness my hand and seal, at office in Nashville, Tennessee, this the 31st day of May, 1994.

Ann Fields Cargile
NOTARY PUBLIC

My Commission Expires:

7-12-96

EXHIBIT A

(Property Descriptions)

TRACT 1: 860 Elm Hill Pike, Nashville, Tennessee 37210
Map - Parcel: 106-01-150

BEING Lot 2 on the Final Plat of the Resubdivision of Lot 1, National Christian Missionary Convention Subdivision, of record in Book 6200, Page 311, Register's Office for Davidson County, Tennessee, to which plan reference is made for a more complete description.

Being the same property conveyed to Southern Hospitality Corporation, a Tennessee corporation, by deed from National Christian Missionary Convention, a Tennessee corporation of record in Book 6717, Page 125, Register's Office for Davidson County, TN.

TRACT 2: 310 Long Hollow Pike, Goodlettsville, Tennessee 37072
Map-Parcel: 19-14-11

BEING Lot No. 2 on the Plat of Northgate Park, Section 14, of record in Book 6200, Page 180, Register's Office for Davidson County, Tennessee, and being more fully described according to the survey of Ragan, Smith, Murphy and Associates, Inc. dated May 6, 1985, as follows:

BEGINNING at an existing iron pin on the westerly right-of-way line of Long Hollow Pike (an 84 foot wide road) that is the south property corner of this tract and the east property corner of Northgate Park, Section 14, Lot No. 3 as of record in Plat Book 6200, Page 180, said Register's Office. Said point being northeast 215.00 feet as measured along the western right-of-way line of said road from the east end of the northeast return curve of the Intersection of Long Hollow Pike and East Cedar Street (a 60 foot wide road), and proceeding as follows:

A. With the common property line of Section 14, Lot No. 3 and this tract and leaving the western right-of-way line of Long Hollow Pike, N46°52'52"W, 253.86 feet to an existing iron pin. Said point is in the eastern line of Northgate Park, Section 11, Lot No. 1, of record in Plat Book 6250, Page 114, said Register's Office. Also being the north property corner of Section 14, Lot No. 3 and the west property corner of this tract; thence,

B. With the common property line of Section 11, Lot No. 1 and this tract, N38°41'35"E, 139.32 feet to an existing iron pin. Said point is in the west property corner of Northgate Park, Section 13, Revised, Lot No. 1 of record in Plat Book 6200, Page 178, said Register's Office, and the north property corner of this tract; thence,

C. With the common property line of section 13, Revised, Lot No. 1 and this tract, S55°12'58"E, 249.39 feet to an existing iron pin on the western right-of-way line of Long Hollow Pike. Said point is the south property corner of Section 13, Revised, Lot No. 1 and the east property corner of this tract; thence,

D. With the western right-of-way line of said road, S34°51'56"W, 31.91 feet to an existing highway monument at the start of a curve; thence,

E. With a 1390.39 foot radius curve to the right a length of 144.05 feet to the point of beginning. Said curve has a chord bearing and distance of S37°50'01"W, 143.987 feet and containing 39,850 square feet or 0.92 acres, more or less.

Being the same property conveyed to Southern Hospitality Corporation, by deed from Roy C. Flowers, unmarried, of record in Book 6552, Page 199, Register's Office for Davidson County, Tennessee.

TRACT 3: 7642 Highway 70 South, Nashville, Tennessee 37221
Map-Parcel: 142-169

LAND in the Second Civil District, Nashville, Davidson County, Tennessee, located on the northerly margin of U.S. Highway 70 South, and being Lot No. 1 on the Plan of American Subdivision, Section Two, by Wendell H. Talley, Sr., Registered Land Surveyor of Barge, Waggoner, Sumner and Cannon, Inc. as recorded in Plat Book 6050, Page 203, Register's Office for Davidson County, Tennessee

SAID Lot No. 1 being more particularly described as beginning at a point in the northerly margin of U.S. Highway 70 South, said point being westerly 2090 feet, more or less, from the centerline of Sawyer Brown Road; thence with the said northerly margin of U.S. Highway 70 South. N74°30'W, 127.14 feet to a point; thence, with an offset of U.S. Highway 70 South N15°30'E, 45.00 feet to a point; thence leaving said margin N15°30'E, 155 feet to a point; thence S74°30'E, 127.14 feet to a point in the westerly line of the property conveyed to Bellevue Associates by Deed of Record in Book 5223, Page 743, Register's Office for Davidson County, Tennessee; thence with said westerly line of Bellevue Associates, S15°30'W, 343.24 feet to the point of beginning containing 25,428 square feet or 0.58 acre, more or less.

Being the same property conveyed to Southern Hospitality Corporation, a Tennessee corporation, by deed from Robert E. Robeson, Trustee, with full power to mortgage, sell and convey without the joinder of any beneficiary, of record in Book 6666, Page 280, Register's Office for Davidson County, Tennessee.

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TRACT 4: 1045 28th Avenue, North, Nashville, Tennessee 37208
Map-Parcel: 92-2-25

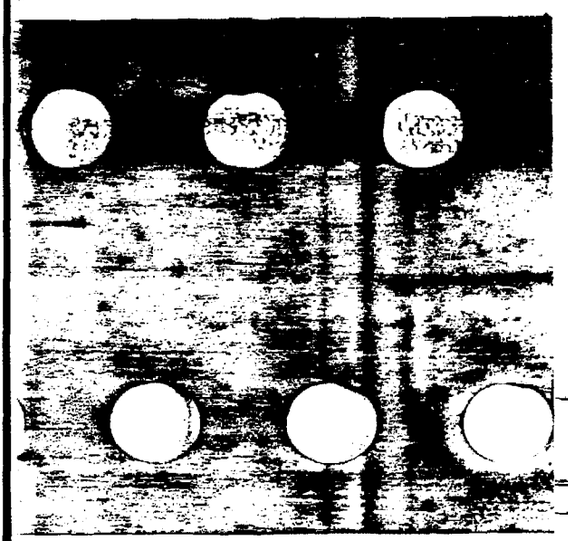
BEGINNING at an iron pin set on the westerly right-of-way line of 28th Avenue North (52 feet as widened); said point is 40.52 feet southerly from the southerly end of the southwesterly return curve for John A. Merritt Boulevard (formerly Centennial Boulevard); said point also being the southeasterly property corner of Circle K Convenience Stores, Inc. of record in Deed Book 7523, Page 968, Register's Office for Davidson County, Tennessee, and proceeding as follows:

From the point of beginning and with the westerly right-of-way line of 28th Avenue North, S13°53'15"E, 149.90 feet to an iron pin set; thence,

Leaving 28th Avenue North and with the common property line of the Temple Baptist Church Incorporation of Nashville, as of record in Deed Book 7059, Page 806, said Register's Office, and this tract, S76°08'49"W, 140.02 feet to an iron pin set; thence,

Leaving the Temple Baptist Church and with the easterly right-of-way line of Alley #1177 (a 20 foot wide alley), N13°38'11"W, 149.90 feet to an existing iron pin; thence,

Leaving the alley and with the common property line of Circle K Convenience Stores, Inc., N76°08'49"E, 139.36 feet to the point of beginning and containing 20,940 square feet or 0.481 on an acre, more or less.



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

RECEIVED OF _____

FOR _____

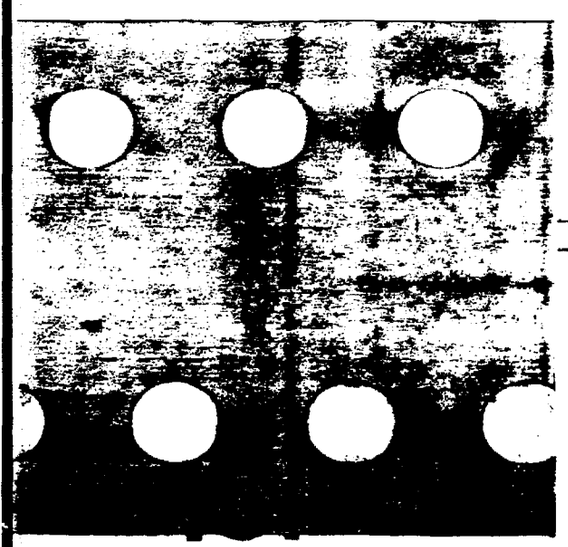
BOOK 9364 PAGE 299

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 3180000.00
CON TX 11766.00
PRFEE 1.00
WDEED 16.00
TOTAL 11783.00
CHECK 11783.00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK 06/02/94 01 07:11 0001 0840



56373
IDENTIF. & REFERENCE

94 JUN -2 AM 9:10
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 797820