272251, Bk 3 35

FROM: Dan W. Maddox and Margaret H. Maddox, Co-Trustees

This instrument prepared by JOE VAULX CROCKETT, III, ESQ. Suite 1050 American Center 3100 West End Avenue Nashville, Tennessee 37203

Return to

TO: Shoney's, Inc.

Address New Owner:	Send Tax Bills To:	Map/Parcel No.
Shoney's, Inc. 1727 Elm Hill Pike Nashville, TN 37210	Same Attn: Property Accounting	Part of 127/108; 141/9

STATE OF TENNESSEE
COUNTY OF DAVIDSON

BOOK 9364 PAGE 976

The actual consideration or value, whichever is greater, for this transfer is $400,000.00.

Shirley A. Fasulla
Affiant

Subscribed and sworn to before me, this the 7 day of June, 1994.

Linda V. James
Notary Public

LINDA V. JAMES NOTARY PUBLIC AT LARGE WILSON CO. TENN.

My Commission Expires: 11-10-97

GENERAL 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 are hereby acknowledged, Dan W. Maddox and Margaret H. Maddox as Co-Trustees pursuant to that Amended and Restated Trust Agreement dated April 11, 1994, hereinafter called "GRANTOR," has bargained and sold, and by these presents does transfer and convey unto Shoney's, Inc., a Tennessee corporation, hereinafter called "GRANTEE," its successors, heirs and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described as follows, to wit:

(SEE EXHIBIT A ATTACHED HERETO AND INCORPORATED HEREIN BY REFERENCE AS FULLY AS THOUGH COPIED HEREIN.)

Said property is transferred subject to the following limitations, restrictions, and encumbrances:

(1) 1994 taxes, a lien which is not yet due and payable. Said taxes will be paid by Grantee.
(2) Easements to United States of America as set forth in instrument recorded in Book 2274, page 96, and Book 3184, page 87, said Register's Office.
(3) Lack of direct access to Interstate 40, such right of access having been condemned and the Judgment therefor being recorded in Book 3346, page 133, said Register's Office.
(4) Terms and provisions of a Declaration of Reciprocal Easements and Restrictive Covenants recorded in Book 9364, page 926, said Register's Office.
(5) All matters shown on a Plat recorded in Plat Book 7900, page 727, said Register's Office.

This is unimproved property located at: Highway 70 and Interstate 40, Nashville, Tennessee.

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said GRANTEE, its successors, heirs, 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, unless otherwise herein set out; and GRANTOR does further covenant and bind itself, its heirs, successors, assigns, and representatives, to warrant and forever defend the title to the said land to the said GRANTEE, its heirs, successors and assigns, against the lawful claims of all persons whomsoever.

Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

WITNESS their hands this 1 day of June, 1994.

Dan W. Maddox, Trustee

Margaret H. Maddox, Trustee

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Personally appeared before me, Linda V. Jones, a Notary Public in and for said County and State, the within-named Dan W. Maddox, Trustee, the bargainor, with whom I am personally acquainted (or proved to be on the basis of satisfactory evidence), and who acknowledged that he executed the within instrument for the purposes therein contained.

WITNESS my hand and seal, at office in Nashville, Tennessee, this the 1 day of June, 1994.

LINDA V. JONES NOTARY PUBLIC AT LARGE WILSON CO. TENN.

Notary Public

My Commission Expires: 11-16-97

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Personally appeared before me, Linda V. Jones, a Notary Public in and for said County and State, the within-named Margaret H. Maddox, Trustee, the bargainor, with whom I am personally acquainted (or proved to be on the basis of satisfactory evidence), and who acknowledged that she executed the within instrument for the purposes therein contained.

WITNESS my hand and seal, at office in Nashville, Tennessee, this the 1 day of June, 1994.

LINDA V. JONES NOTARY PUBLIC AT LARGE WILSON CO. TENN.

Notary Public

My Commission Expires: 11-16-97

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

Exhibit A

Being a parcel of land in Nashville, First Civil District, Twenty-Third Councilmanic District, Davidson County, Tennessee, and being Lot No. 2 as shown on the plan of the Corcoran/Maddox Property as of record in Book 7900, Page 727, Register's Office for Davidson County, Tennessee ("R.O.D.C."), and being located in the northwesterly quadrant of the intersection of Interstate 40 and U.S. Highway 70 South and being more particularly described as follows:

BEGINNING at a point in the southerly right-of-way line of U.S. Highway 70 South. Said point being westerly 921 feet, more or less, from the northerly right-of-way line of Interstate 40 as measured along the southerly right-of-way line of U.S. Highway 70 South;

THENCE, with said southerly right-of-way the following calls:

Along a curve to the right 229.38 feet to a point, said curve having a central angle of 16° 37' 02", a radius of 790.90 feet, a tangent of 115.50 feet and a chord of N 64° 58' 51" E, 228.58 feet;

S 16° 42' 38" E, 2.00 feet to a point;

Along a curve to the right 311.54 feet to a point, said curve having a central angle of 22° 37' 36", a radius of 788.00 feet, a tangent of 157.83 feet and a chord of N 84° 36' 10" E, 309.52 feet;

THENCE, leaving said right-of-way and following the southeasterly line of property conveyed to Soung Eui Shin by deed of record in Book 7720, Page 582, R.O.D.C., and Sadler Partnership by deed of record in Book 7340, Page 853, R.O.D.C;, the following calls:

S 06° 43' 41" W, 35.00 feet to a point;

S 37° 16' 08" E, 57.00 feet to a point;

1001 06/02 0101 03CHECK 1493.00

S 55° 09' 59" E, 340.00 feet to a point;

S 44° 59' 32" E, 4.97 feet to a point in the northerly right-of-way line of Interstate 40;

THENCE, with said right-of-way line S 46° 28' 18" W, 141.58 feet to a point;

THENCE, leaving said right-of-way line, N 43° 18' 24" W, 316.29 feet to a point;

THENCE, S 72° 47' 34" W, 388.67 feet to a point;

THENCE, S 83° 54' 40" W, 97.03 feet to a point;

THENCE, N 15° 48' 44" W, 152.36 feet to the point of beginning;

Containing 130,969 square feet or 3.01 acres, more or less.

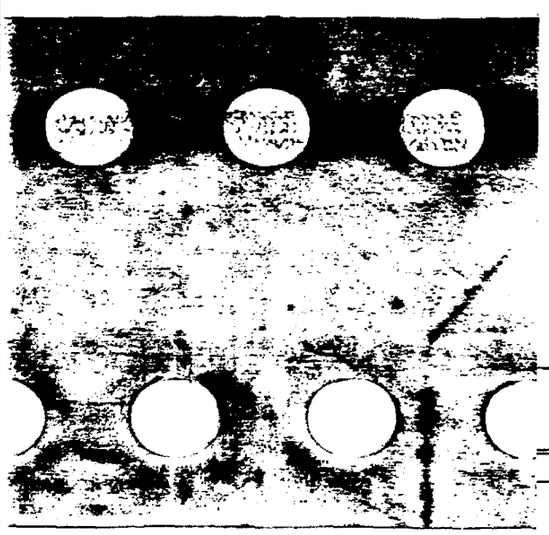
Being part of the same property conveyed to Dan W. Maddox and Margaret H. Maddox, Co-Trustees, by deed from Dan W. Maddox of record in Book _____, Page _____, R.O.D.C.

Margaret H. Maddox

Barge, Waggoner, Sumner and Cannon, Inc.
May 6, 1994
File 13686-02

130910.5 6/1/94

56528
IDENTIF. + REFERENCE
94 JUN -2 AM 10: 55
FELIX Z. WILSON II, REGISTER
DAVIDSON COUNTY, TN.



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

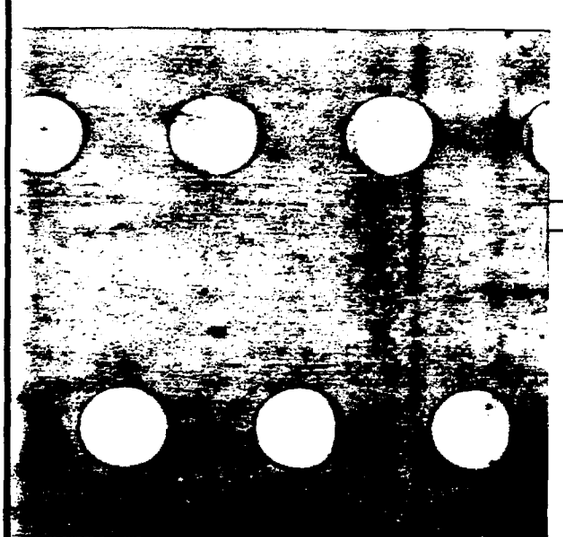
RECEIVED OF _____

FOR _____

BOOK 9364 PAGE 979

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
400000.00
~~TOTAL 0.00~~
~~CASH 0.00~~

06/02/94 01 10:56 0001 1000

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

56528
IDENTIF. & REFERENCE

94 JUN -2 AM 10:55
FELIX Z. WILSON, II REGISTER
DAVIDSON COUNTY, TN.

CON TX 1480.00
PRFEE 1.00
WDEED 12.00
TOTAL 1493.00
CHECK 1493.00

06/02/94 01 10:57 0001 1001

No. 797980