Box 49

LIMITED WARRANTY DEED

BOOK 9379 PAGE 258

STATE OF TENNESSEE
COUNTY OF DAVIDSON

THE ACTUAL CONSIDERATION OR VALUE, WHICHEVER IS GREATER, FOR THIS TRANSFER IS $ 475,000.00.

Linda Pritchett
Affiant

SUBSCRIBED AND SWORN TO BEFORE ME, THIS THE 15th DAY OF June, 19 94

NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

Notary Public

MY COMMISSION EXPIRES My Commission Expires Nov. 26, 1994

61375 IDENTIF. ↑ REFERENCE

94 JUN 15 PM 3:14 FELIX Z. REGISTER DAVIDSON COUNTY, TN.

THIS INSTRUMENT WAS PREPARED BY
SCOGGINS, IVY & GOODMAN, P.C.
245 Peachtree Center Avenue, NE, Suite 2800, Atlanta, Georgia 30303-1227

ADDRESS NEW OWNERS AS FOLLOWS:	SEND TAX BILLS TO:	MAP-PARCEL NUMBER
The Kroger Co. (Name)	The Kroger Co. (Name)	69-37;
2620 Elm Hill Pike (Street Address or Route Number)	2620 Elm Hill Pike (Street Address)	69-4-226;
Nashville, TN 37214 (City) (State) (zip)	Nashville, TN 37214 (City) (State) (zip)	69-4-119

FOR AND IN CONSIDERATION OF THE SUM OF TEN DOLLARS, CASH IN HAND PAID BY THE HEREINAFTER NAMED GRANTEE, AND OTHER GOOD AND VALUABLE CONSIDERATION, THE RECEIPT OF WHICH IS HEREBY ACKNOWLEDGED, PNC REALTY HOLDING CORP. OF GEORGIA, A GEORGIA 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, CERTAIN TRACTS OR PARCELS OF LAND IN DAVIDSON COUNTY, STATE OF TENNESSEE, DESCRIBED AS FOLLOWS TO-WIT:

See Exhibit "A" attached hereto and made a part hereof.

This is improved { x } unimproved { } property, known as _____ (Street) (City or Town) (Postal Zip)

TO HAVE AND TO HOLD the said tracts or parcels of land, with the appurtenances, estate, title and interest thereto belonging to the said GRANTOR, its successors and assigns, forever, and GRANTOR does covenant with the said GRANTEE that GRANTOR 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 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 whomsoever claiming by, through or under GRANTOR, but not otherwise; provided, however, this conveyance is made subject to ad valorem taxes for 1994 not yet due and payable. Whenever 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 our hand(s) this 14th day of June, 1994.

PNC REALTY HOLDING CORP. OF GEORGIA, INC.

By: B V [illegible]

Title: Commercial Real Estate Officer

Attest: [illegible]

Title: Vice President

F:\dc\sofran.019\20301\lwd.kc

(CORPORATE SEAL)

BOOK 9379 PAGE 259

STATE OF ~~TENNESSEE~~ Pennsylvania

COUNTY OF ~~DAVIDSON~~ Allegheny

Before me, Sara Lou Hafti, a Notary Public within and for the State and County aforesaid, personally appeared Blaise V. Larkin and Bernard T. Reilly, with whom I am personally acquainted, and who upon oath acknowledged themselves to be the Commercial R.E. Officers and Vice President respectively of PNC REALTY HOLDING CORP. OF GEORGIA, a Georgia corporation, the within named bargainor, and that they, as such officers and _____, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by said _____ as such _____, and attesting the same by the said _____ as such _____.

Witness my hand and official seal at office, on this the 14th day of June, 1994.

Sara Lou Hafti
Notary Public

[NOTARIAL SEAL]

My Commission Expires:

11/7/95

Notarial Seal
Sara Lou Hafti, Notary Public
Pittsburgh, Allegheny County
My Commission Expires Nov. 7, 1995
Member, Pennsylvania Association of Notaries

[illegible] 1770.50

EXHIBIT "A"

BOOK 9379 PAGE 260

PROPERTY DESCRIPTION

BEING A TRACT OF LAND LYING IN NASHVILLE, DAVIDSON COUNTY, TENNESSEE AND BEING BOUNDED ON THE WEST BY CLARKSVILLE HIGHWAY; ON THE NORTH BY JERRY K. ROGERS, E.B. SMITH, JR. AND HAYNES PARK SUBDIVISION-SECTION TWO; ON THE EAST BY HAYNES PARK SUBDIVISION-SECTION TWO AND HAYNES PARK SUBDIVISION-SECTION ONE; ON THE SOUTH BY HAYNES PARK SUBDIVISION-SECTION ONE, WEST HAMILTON AVENUE, RESUBDIVISION OF LOT 1-SECTION ONE-HAMILTON PARK AND HAMILTON PARK-SECTION TWO, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT AN IRON PIN IN THE EAST RIGHT-OF-WAY LINE OF CLARKSVILLE HIGHWAY, A CORNER COMMON WITH HAMILTON PARK-SECTION TWO, AS OF RECORD IN PLAT BOOK 4470, PAGE 195, R.O.D.C., BEING LOCATED APPROXIMATELY 512 FEET NORTHERLY OF THE NORTH RIGHT-OF-WAY RETURN OF WEST HAMILTON AVENUE;

THENCE, WITH THE EAST RIGHT-OF-WAY LINE OF CLARKSVILLE HIGHWAY, NORTH 08 DEG 29 MIN 31 SEC EAST, 1072.14 FEET TO AN IRON PIN IN THE EAST RIGHT-OF-WAY LINE OF CLARKSVILLE HIGHWAY, A CORNER COMMON JANETTE R. ROGERS, OF RECORD IN DEED BK. 8453, PG. 58, R.O.D.C.;

THENCE, WITH JANETTE R. ROGERS, PASSING A CORNER COMMON WITH BANK OF NASHVILLE, SOUTH 81 DEG 38 MIN 58 SEC EAST, 249.58 FEET TO AN IRON PIN, A CORNER COMMON WITH BANK OF NASHVILLE

THENCE, CONTINUING WITH BANK OF NASHVILLE THE FOLLOWING BEARINGS AND DISTANCES:
THENCE, SOUTH 08 DEG 17 MIN 27 SEC WEST, 178.14 FEET TO AN IRON PIN;
THENCE, SOUTH 81 DEG 31 MIN 20 SEC EAST, 148.66 FEET TO A CONC. MON., A CORNER COMMON WITH HAYNES PARK SUBDIVISION-SECTION TWO AS OF RECORD IN PLAT BOOK 4460, PAGE 51, R.O.B.C.;

THENCE, WITH HAYNES PARK SUBDIVISION-SECTION TWO THE FOLLOWING BEARINGS AND DISTANCES:
THENCE, SOUTH 81 DEG 38 MIN 38 SEC EAST, 600.72 FEET TO AN IRON PIN ;
THENCE, SOUTH 08 DEG 18 MIN 11 SEC WEST, 666.43 FEET TO A CONC. MON., A CORNER COMMON WITH HAYNES PARK SUBDIVISION-SECTION ONE AS OF RECORD IN PLAT BOOK 4300, PAGE 115, R.O.D.C;

THENCE, WITH HAYNES PARK SUBDIVISION, SECTION ONE, THE FOLLOWING BEARINGS AND DISTANCES:
THENCE, SOUTH 08 DEG 16 MIN 35 SEC WEST, 227.80 FEET TO AN IRON PIN;
THENCE, NORTH 81 DEG 39 MIN 26 SEC WEST 448.32 FEET TO AN IRON PIN;
THENCE, SOUTH 24 DEG 09 MIN 32 SEC EAST, 512.53 FEET TO A CORNER COMMON WITH HAYNES PARK SUBDIVISION- SECTION ONE IN THE NORTH RIGHT-OF WAY LINE OF WEST HAMILTON AVENUE;
THENCE, WITH THE NORTH RIGHT OF WAY LINE OF WEST HAMILTON AVENUE, SOUTH 81 DEG 39 MIN 57 SEC WEST, 51.72 FEET TO AN IRON PIN IN THE NORTH-RIGHT OF WAY LINE OF WEST HAMILTON AVENUE, A CORNER COMMON WITH THE RESUBDIVISION OF LOT ONE-SECTION ONE-HAMILTON PARK, OF RECORD IN PLAT BOOK 4595, PAGE 12, R.O.D.C.;
THENCE, WITH SUBDIVISION OF LOT ONE-SECTION ONE-HAMILTON PARK, PASSING A CORNER COMMON WITH HAMILTON PARK-SECTION ONE, NORTH 24 DEG 10 MIN 33 SEC WEST, 530.32 FEET TO AN IRON PIN, A CORNER COMMON WITH HAMILTON PARK-SECTION TWO;
THENCE, CONTINUING WITH HAMILTON PARK-SECTION TWO, NORTH 81 DEG 44 MIN 22 SEC WEST, 494.90 FEET TO THE BEGINNING, CONTAINING 965,405 SQUARE FEET OR 22.16 ACRES, MORE OR LESS.

LESS AND EXCEPT:

OUTLOT "D"

Being a portion of the property conveyed to PNC Realty Holding Corporation of Georgia, by deed of record in Deed Book 8942, Page 530, R.O.D.C., located north of West Hamilton Avenue on the east margin of U.S. Highway 41-A in Nashville, Davidson County, Tennessee, and being more particularly described as follows:

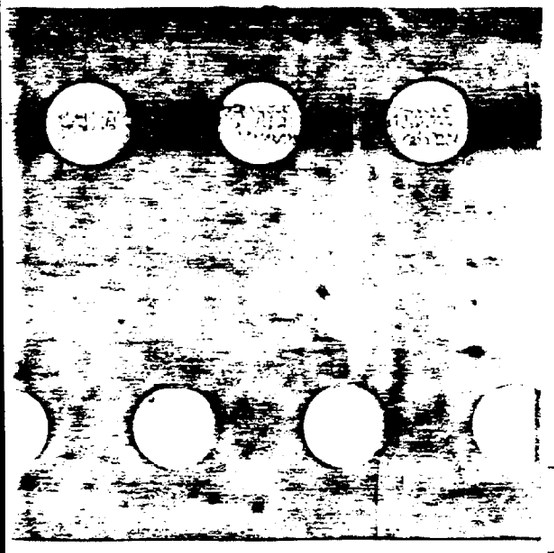
Beginning at an iron pin in the east margin of U.S. Highway 41-A at the northwest corner of Hamilton Park, Section Two, of record in Plat Book 4470, Page 195, R.O.D.C.;

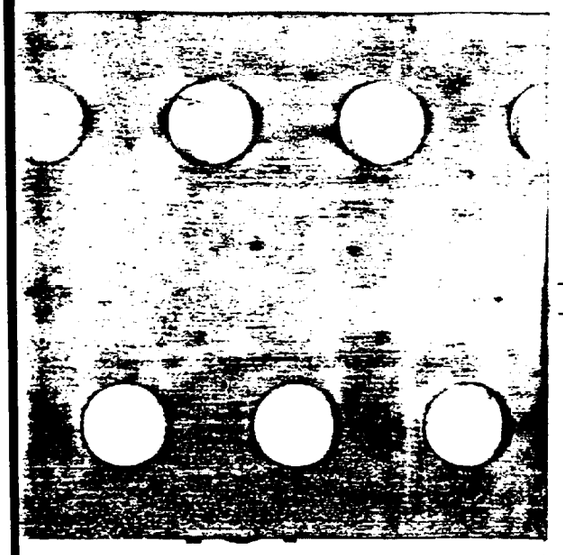
Thence, with said margin, North 08 degrees, 29 minutes, 31 seconds East, 190.00 feet to a point;

Thence, leaving said margin, South 81 degrees, 44 minutes, 22 seconds East, 200.00 feet to a point;

Thence, South 08 degrees, 29 minutes, 31 seconds West, 190.00 feet to a point in the north line of Hamilton Park, Section Two;

Thence, with said north line, North 81 degrees, 44 minutes, 22 seconds West, 200.00 feet to the point of beginning, containing 38,000 square feet or 0.87 acres, more or less.





OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 9379 PAGE 261

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	475000.00
CON TX	1757.50
PRFEE	1.00
WDEED	12.00
TOTAL	1770.50
CHECK	1770.50

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK 001 6443

61375
IDENTIF. ↑ REFERENCE
94 JUN 15 PM 3:14
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 803186