50A (JG)

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This Instrument prepared by:
Stokes & Bartholomew, P.A.
424 Church Street, Suite 2800
Nashville, Tennessee 37219

ADDRESS NEW OWNER:	SEND TAX BILL TO:	MAP-PARCEL
Spartan Food Group, Inc. 1210 Briarville Road Building D Madison, Tennessee 37115	Same	Map 147 Portion of Parcel 45 and Parcel 46

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of TEN AND NO/100 ($10.00) DOLLARS cash in hand paid, and other good and valuable consideration, the receipt and sufficiency of all of which are hereby acknowledged, VIRGINIA H. BROOKS and HARDING PLACE PARTNERSHIP (the "Grantors"), have bargained and sold, and by these presents do transfer and convey unto the said SPARTAN FOOD GROUP, INC., a Tennessee corporation, (the "Grantees"), Grantees' successors and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described as follows:

> Land in Davidson County, Tennessee, being Lot No. 4 on the Plan of Resubdivision of Lots Nos. 3 and 4, Harding Mall Village, of record in Book 7900, page 791, Register's Office for Davidson County, Tennessee, to which plan reference is hereby made for a more complete description.
>
> Being a portion of the same property conveyed to Harding Place Partnership, by deed from Joseph F. Buffler, Trustee, of record in Book 8332, page 891, Register's Office for Davidson County Tennessee; and being a portion of the same property conveyed to Virginia H. Brooks, by deed from Gainsborough Corporation, of record in Book 9189, page 377, said Register's Office.

This conveyance of the Property, and all covenants and warranties contained herein, are made expressly subject to those matters set forth in Exhibit "A" which is attached hereto and incorporated herein by reference.

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

And Grantor does covenant and bind itself, and its heirs and assigns, to warrant specially and forever defend the title to the Property to the said Grantees, Grantees' successors and assigns, against the lawful claims arising by, through or under the Grantor, but not further or otherwise.

The undersigned, Charles Brooks, spouse of Virginia H. Brooks, joins in this conveyance to convey any interest he may have in the subject property.

IN WITNESS WHEREOF, the Grantor has caused this Special Warranty Deed to be executed this 19th day of September, 1994.

Virginia H. Brooks
VIRGINIA H. BROOKS

Charles Brooks
CHARLES BROOKS

HARDING PLACE PARTNERSHIP

By: DAVID E. MILLER DEVELOPMENT CO., Partner

By: D E Miller
David E. Miller, President

By: Virginia H. Brooks
Virginia H. Brooks, Partner

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Before me, M. JOAN GRACHAN, a Notary Public in and for said County and State, personally appeared Virginia H. Brooks, the bargainor, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that she executed the within instrument for the purposes therein contained.

WITNESS my hand and official seal at Nashville, Davidson County, Tennessee, this 19TH day of SEPTEMBER, 1994.

M Joan Grachan
Notary Public

My Commission Expires: 7-27-96

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Before me, M. JOAN GRACHAN, a Notary Public in and for said County and State, personally appeared Charles Brooks, the bargainor, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that he executed the within instrument for the purposes therein contained.

WITNESS my hand and official seal at Nashville, Davidson County, Tennessee, this 19TH day of SEPTEMBER, 1994.

M Joan Grachan
Notary Public

My Commission Expires: 7-27-96

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Before me, M. JOAN GRACHAN, a Notary Public of said county and state, personally appeared David E. Miller, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the President of David E. Miller Development Co., a Tennessee corporation, partner of Harding Place Partnership and is authorized by David E. Miller Development Co., as partner of Harding Place Partnership, to execute this instrument on behalf of the partnership.

Witness my hand, at office, this 19TH day of SEPTEMBER, 1994.

M. Joan Grachan
Notary Public

My Commission Expires: 7-27-96

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Before me, M. JOAN GRACHAN, a Notary Public of said county and state, personally appeared Virginia H. Brooks, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged that she is a partner of Harding Place Partnership, the within named bargainor, a partnership, and that she as such partner executed the foregoing instrument for the purposes therein contained, by signing the name of the partnership by herself as partner.

Witness my hand, at office, this 19TH day of SEPTEMBER, 1994.

M. Joan Grachan
Notary Public

My Commission Expires: 7-27-96

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $306,880.00

Ray Maddox
Affiant

Subscribed and sworn to before me this 19TH day of SEPTEMBER, 1994.

M. Joan Grachan
Notary Public

My Commission Expires:
7-27-96

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

2. All matters shown on the plan of record in Book 7900, page 791, Registers' Office for Davidson County, Tennessee.

3. Deed of Declaration, of record in Book 4761, page 42, Register's Office for Davidson County, Tennessee.

4. Agreement for Dedication of Easements for Sanitary Sewers and/or Storm drainage, of record in Book 8917, page 587, said Register's Office;

5. Cross Access Easement Agreement dated September 21, 1993, by and between Gainsborough Corporation and Harding Place Partnership, of record in Book 9087, page 101, as re-recorded in Book 9100, page 929, said Register's Office.

6. Cross-Access Easements, Slope Easement and Release Agreement by and between Harding Place Partnership and Dorris D. Barnes and Nell A. Barnes of record in Book 9148, page 965, said Register's Office.

7. Restrictions contained in the Tenth Amendment to Lease by and between Gainsborough Corporation and the Castner-Knott Dry Goods Co., of record in Book 9140, page 523, said Register's Office.

8. Declaration of Covenants, Conditions and Restrictions (Castner-Knott), of record in Book 9189, page 351, said Register's Office.

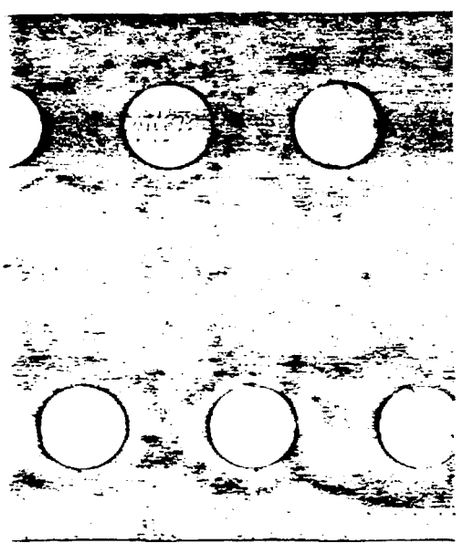
9. Declaration of Covenants, Conditions and Restrictions (Marshalls), of record in Book 9189, page 359, said Register's Office.

10. Declaration of Covenants, Conditions and Restrictions (Walgreens), of record in Book 9189, page 368, said Register's Office.

92240
IDENTIF. ↑ REFERENCE

94 SEP 19 PM 3:52
FELIX [illegible] REGISTER
DAVIDSON COUNTY, TN.

9897 09/19 0101 03CHECK 1152.46



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

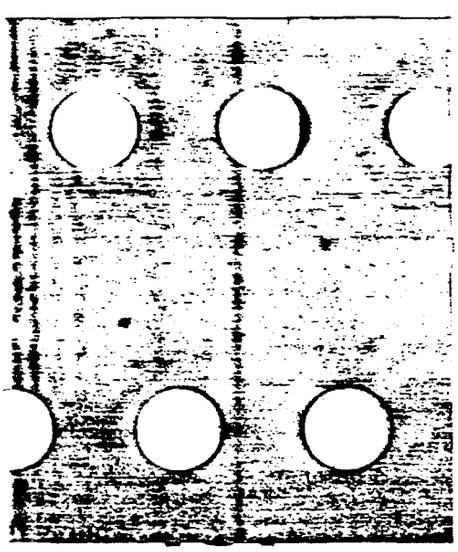
RECEIVED OF _____

FOR _____

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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	
				306880.00
			CON TX	1135.46
			PRFEE	1.00
			WDEED	16.00
			TOTAL	1152.46
			CHECK	1152.46
09/19/94	01	15:50	0001	9897



RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

92240
IDENTIF. # REFERENCE

94 SEP 19 PM 3:52
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 836208