Box 41

SPECIAL WARRANTY DEED

BOOK 9480 PG 326

FROM: Third National Bank, in Nashville, Grantor

TO: Carmike Cinemas, Inc., Grantee

This instrument was prepared by:
Cynthia N. Sellers
Farris, Warfield & Kanaday
Seventeenth Floor
Third National Bank Building
Nashville, Tennessee 37219

Address New Owner(s) as Follows:	Name and Address of the Person or Entity Responsible for the Payment of Real Property Taxes	Map-Parcel Number
Carmike Cinemas, Inc. P.O. Box 371 Columbus, Georgia 31902	Same	34-6-9
		Field Book Number 10-D-42120

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is Seven Hundred Thousand and No/100 Dollars ($700,000.00).

94 SEP 30 PM 2:53
FELIX [illegible] REGISTER
DAVIDSON COUNTY, TN.

95738
IDENTIF. & REFERENCE

Affiant

SUBSCRIBED AND SWORN TO before me, this the 30th day of September, 1994.

Notary Public

My Commission Expires: November 29, 1994

FOR AND IN CONSIDERATION OF the sum of Ten and No/100 Dollars ($10.00), the receipt and sufficiency of which are hereby acknowledged, Third National Bank in Nashville (the "Grantor") has bargained and sold, and by these presents does transfer and convey unto Carmike Cinemas, Inc. (the "Grantee"), its successors and assigns a certain tract or parcel of land in Davidson County, State of Tennessee, being described as follows (the "Property"):

> Land in Davidson County, Tennessee being Lot No. 5 on the Revision to the Resubdivision of Lot 5 on the Revised Master Plat of Rivergate Place, as of record in Book 6200, page 793, Register's Office for Davidson County, Tennessee, to which plan reference is made for more complete descriptions.

Being the same property conveyed to Third National Bank in Nashville by Successor Trustee's Deed from W. Fred Williams, Successor Trustee of record in Book 7851, page 12, said Register's Office.

The Property is unimproved property known as Lot No. 5 on the Revision to the Resubdivision of Lot 5 on the Revised Master Plat of Rivergate Place, Davidson County, Tennessee.

This conveyance is expressly made subject to those matters more specifically set forth on Exhibit A attached hereto and incorporated herein by this reference.

TO HAVE AND TO HOLD the Property with the appurtenances, estate, title and interest thereto belonging to the Grantee, its successors and assigns forever.

And Grantor does covenant with the Grantee that Grantor is lawfully seized and possessed of the Property in fee simple and Grantor has a good right to convey the Property.

And Grantor does further covenant and bind Grantor, its successors and assigns to warrant and forever defend the title to the Property to the Grantee, its successors and assigns against the lawful claims of all persons whomsoever claiming by, through or under Grantor, but not further or otherwise, except as to those matters set forth on Exhibit A, to which this conveyance is expressly made subject.

Witness our hand this 30 day of September, 1994.

THIRD NATIONAL BANK IN NASHVILLE

By: _____

Title: SVP

By: _____

Title: VP

BOOK 9480 PG 328

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, M. Helene Walden, a Notary Public of said County and State, personally appeared Glen Barton, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be Senior Vice President (or other officer authorized to execute the instrument) of THIRD NATIONAL BANK IN NASHVILLE, the within named bargainor, a national banking association, and that he as such Senior Vice-President executed the foregoing instrument for the purposes therein contained, by signing the name of the national banking association by himself as Senior Vice-President.

Witness my hand and seal, at Office in Nashville, this 30 day of September, 1994.

M Helene Walden
Notary Public

My Commission Expires: May 23, 1998

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, JAMES D. MATHIS, a Notary Public of said County and State, personally appeared LYNN H. VANDERGRIFF, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged HIMself to be VICE PRESIDENT (or other officer authorized to execute the instrument) of THIRD NATIONAL BANK IN NASHVILLE, the within named bargainor, a national banking association, and that HE as such VICE PRESIDENT executed the foregoing instrument for the purposes therein contained, by signing the name of the national banking association by HIMself as VICE PRESIDENT.

Witness my hand and seal, at Office in Nashville, this 30 day of September, 1994.

James D. Mathis
Notary Public

My Commission Expires: November 29, 1994

EXHIBIT A

Encumbrances

1. 1994 State and local taxes which are being prorated and will be paid by Grantee.

2. All matters shown on the Plan of record in Book 6200, page 793, said Register's Office.

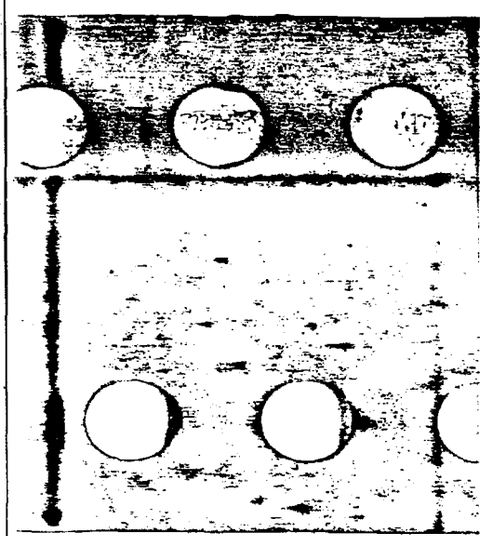
3. Reciprocal Easement Agreement of record in Book 7246, page 187, said Register's Office, as amended in Book 7485, page 492, Book 7763, page 383, and Book 7763, page 385, and Book 7836, page 844, all in said Register's Office.

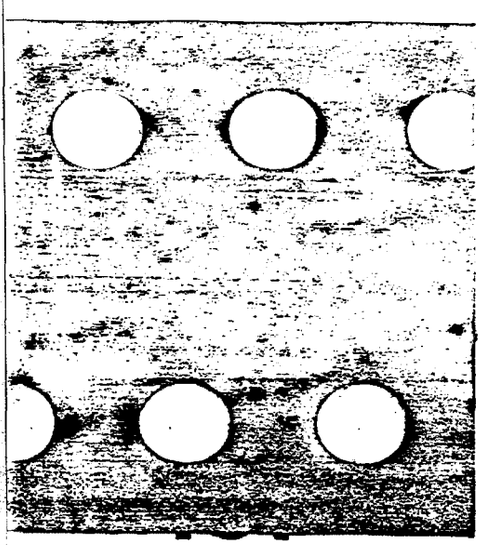
4. An easement for sanitary sewers and/or storm drainage of record in Book 4231, page 783, Book 4231, page 786, Book 4224, page 218, and Book 5613, page 233, said Register's Office.

5. Easements, or claims of easements, not shown by the public records.

6. Any discrepancies, conflicts, encroachments, servitudes, shortages in area or other facts which a survey would show.

36:43 09/30 0101 03CHECK 2607.00





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

RECEIVED OF _____

FOR _____

BOOK 9480 PG 330

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 100000.00
				CON TX 2590.00
				PRFEE 1.00
				WDEED 16.00
				TOTAL 2607.00
				CHECK 2607.00
09/30/94	01			14:52 0001 3643

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

95738
IDENTIF. & REFERENCE

94 SEP 30 PM 2:53
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 839898