BOOK 9516PG556

This Instrument Prepared By:
R. W. Hardison, Attorney at Law
219 W. Seventh Street
P. O. Box 1967
Columbia, TN 38402-1967

Store # 37
Address 2791 Murfreesboro Road
City/State/Zip Antioch, TN
County Davidson

NAME OF OWNER:	SEND TAX BILLS TO:	TAX PARCEL NO.
Emro Marketing Company **P. O. Box 1500** **Springfield, OH 45501-1500** **513.864.3000**	**Tax Department** **Emro Marketing Company** **P. O. Box 1500** **Springfield, OH 45501-1500**	**149-312**

OATH: The undersigned affiant does hereby swear of affirm that the actual consideration for transfer of value or value of the property being transferred, whichever is greater, is $685,000.00.

AFFIANT

Sworn to and subscribed before me the undersigned authority this 9 day of November, 1994.

NOTARY PUBLIC
Commission Expires: 4-21-96

SEAL

SPECIAL WARRANTY DEED

This Indenture is made and entered into this 9 day of November, 1994 by and between **KWIK SAK, INCORPORATED,** a corporation organized and existing under and by virtue of the laws of the State of Tennessee ("Grantor") and **EMRO MARKETING COMPANY,** a corporation organized and existing under and by virtue of the laws of the State of Delaware ("Grantee").

For and in consideration of Ten and 00/100 Dollars ($10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, cash in hand paid, Grantor has bargained and sold and does by these presents bargain, sell, convey and confirm unto Grantee the following described property:

[See Exhibit A attached hereto and incorporated herein by reference.]

To have and to hold the above-described property, together with all rights, titles, interests, easements, appurtenances and hereditaments thereto appertaining, to Grantee, its heirs and assigns forever in fee simple.

Grantor covenants with Grantee that Grantor is lawfully seized and possessed in fee simple of the above-described property, that Grantor has the full, good and lawful right and authority to bargain, sell, convey and confirm the same, that the Grantor will warrant and defend against the lawful claims of all persons claiming the same by, through or under Grantor, and that the above-described property is unencumbered, except for:

[See Exhibit B attached hereto and incorporated herein by reference.]

07650
IDENTIF. & REFERENCE

94 NOV -9 PM 3:40
FELIX A. ... COUNTY REGISTER
DAVIDSON COUNTY TN

PICK-UP

PICK-UP

In Witness Whereof, Grantor has caused this instrument to be executed by and through its duly authorized officers the date first above-written.

KWIK SAK, INCORPORATED

BY: _____
Terry Mays, President

[Corporate Seal]
none required

ATTEST: _____
Robert L. Holloway, Jr., Secretary

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STATE OF TENNESSEE

COUNTY OF Maury

Before me, the undersigned authority, personally appeared Terry Mays and Robert L. Holloway, Jr., to me known to be the persons described therein (or who proved to me to be the same persons on a satisfactory basis), and who acknowledged themselves to be the President and Secretary of Kwik Sak, Incorporated being authorized to execute the foregoing instrument for the purposes therein contained by signing the name of the corporation as such officers.

Witness my hand and seal at office in the aforesaid state and county this 9 day of November, 1994.

Janice Miller
NOTARY PUBLIC
Commission Expires: 4-21-96

NOTARY PUBLIC STATE OF TENNESSEE AT LARGE

FOR REGISTER'S USE ONLY:

Return Document to:
Lawyers Title of Columbia, Inc.
Attn: Title Department
P. O. Box 1505
Columbia, TN 38402-1505
615.381.4053

EXHIBIT A

BOOK 9516PG558

SITUATE in the Twenty-Ninth (29th) Councilmanic district of Davidson County, Tennessee, and being Lot No. 1 on the Plan of Priest Lake Business Center, Section 1 of record in Book 6900, page 755, RODC and being more particularly described as follows:

Beginning at an existing iron pin on the southerly margin of Murfreesboro Road (U.S. Highway 41) said point of beginning being the Northernmost corner of the herein described tract and also being the Westernmost corner of the property owned by Priest Lake Investments of record in Book 7276, page 201, RODC, TN.; thence with the southwesterly margin of Murfreesboro Road 50 feet from the centerline South 46 degrees 06 minutes 22 seconds East 149.42 feet to an existing concrete monument; thence with a turnout curve to the right having a radius of 30.00 feet and a long chord of 42.18 feet, said chord having a bearing of South 01 degrees 26 minutes 36 seconds East a distance along the curve of 46.77 feet to an iron pin set this survey; thence with a curve to the left having a radius of 344.77 feet and a long chord of 98.97 feet, said chord having a bearing of South 34 degrees 58 minutes 04 seconds West a distance along the curve of 99.31 feet to an iron pin set this survey; thence with a curve to the right having a radius of 644.88 feet and a long chord of 60.69, said chord having a bearing of South 29 degrees 28 minutes 40 seconds West, a distance along the curve of 60.71 feet to an iron pin set this survey; thence North 46 degrees 06 minutes 22 seconds West 48.15 feet to an iron pin set this survey; thence North 68 degrees 26 minutes 27 seconds West 21.98 feet to an iron pin set this survey; thence North 46 degrees 06 minutes 22 seconds West 62.50 feet to an iron pin set this survey; thence North 01 degrees 06 minutes 22 seconds West 112.50 feet to an existing iron pin; thence North 44 degrees 13 minutes 04 seconds east 115.00 feet to the point of beginning, containing 33,295 square feet more or less (0.76 acres, more or less); according to survey dated September 2, 1994 by Bruce Rainey & Associates.

BEING the same property conveyed to Kwik Sak, Inc. by instrument dated September 1, 1988 of record in Book 7647 at page 926 in the Davidson County, Tennessee Register of Deeds office.

(Tax Parcel # 149-312)

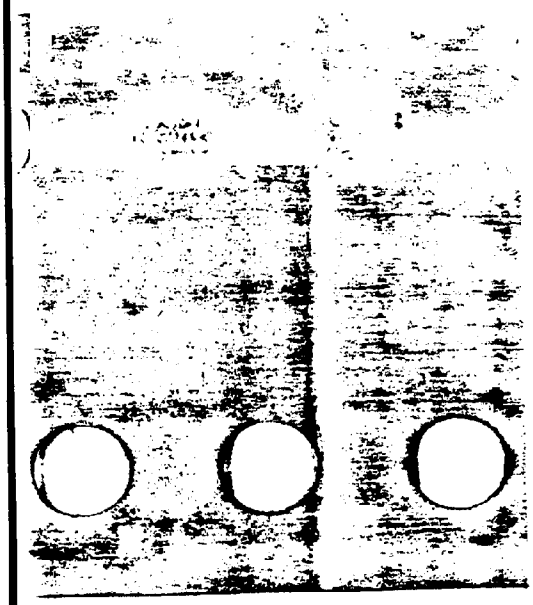
EXHIBIT B

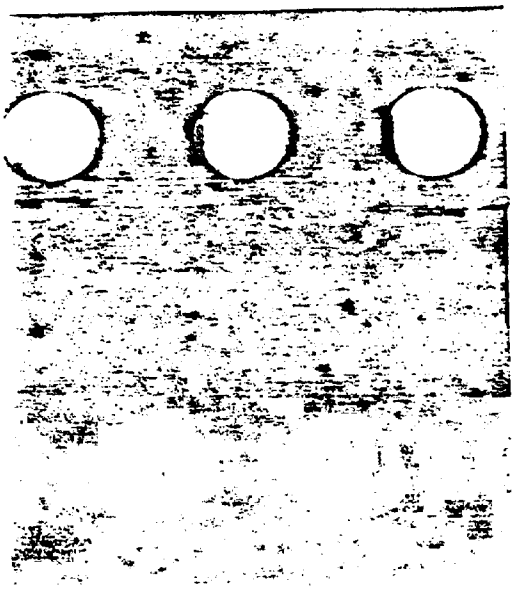
1. Deed of Trust dated May 22, 1992, executed by Kwik Sak, Inc., securing an indebtedness in favor of Trans Financial Bank of Tennessee, in the original amount of $2,100,000.00, of record in Book 8643 at page 394 in the Davidson County, Tennessee Register of Deeds Office.

   The note secured by the above-referenced deed of trust was assumed by Emro Marketing Company, by assumption instrument of record in Book 9516 at Page 651 in the Davidson County, Tennessee Register of Deeds Office.

2. Subject to the following matters as shown by "as built" survey dated September 2, 1994 by Bruce Rainey & Associates: sewer easement (book 7593 page 472), utility and drainage easement (Plat Book 6900 page 755), utility anchor easement (Plat Book 6900 page 755), fence line encroachment onto adjoining property and minimum building setback.

2608 11/09 0101 03CHECK 2547.50





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

RECEIVED OF _____

FOR _____

BOOK 9516 PG 559

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
685000.00
CON TX 2534.50
PRFEE 1.00
WDEED 12.00
TOTAL 2547.50
CHECK 2547.50
11/09/94 01 16:39 0001 2608

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

07650
IDENTIF. ↑ REFERENCE

94 NOV -9 PM 3:40
FELIX Z. WILSON, II REGISTER
DAVIDSON COUNTY, TN.

No. 852710