BOOK 9676PG 76

State of ~~Tennessee~~ Florida
County of Broward

The actual consideration or value, whichever is greater, for this transaction is $ 0 .

Affiant

Subscribed and sworn to before me, this the 1st day of May 1995.

Notary Public

My commission expires: August 19, 1998

SUZANNE FETTIG
MY COMMISSION EXPIRES
AUGUST 19, 1998
#CC 380060
Notary Bonded thru
Notary Public Underwriters
NOTARY PUBLIC, STATE OF FLORIDA

QUITCLAIM DEED

Return to:
RC/ARBY'S CORPORATION
1000 Corporate Drive
Fort Lauderdale, FL 33334

QUITCLAIM DEED
CORPORATE FORM

95 MAY 18 PM 4:03
FELIX [illegible] REGISTER
DAVIDSON COUNTY, TN.

IDENTIF. & REFERENCE
0062203

Name:
Christine C. Marshall, Esq.

This instrument prepared by:

Christine C. Marshall, Esq.
Arby's, Inc.
1000 Corporate Drive
Fort Lauderdale, FL 33334

ADDRESS NEW OWNER(S) AS FOLLOWS:	SEND TAX BILLS TO:	MAP-PARCEL NUMBER:
Arby's Restaurant Development Corp. 1000 Corporate Drive Fort Lauderdale, FL 33334 Attention: John B. Siversten, Senior Vice President & General Counsel	Arby's Restaurant Development Corp. 1000 Corporate Drive Fort Lauderdale, FL 33334 Attention: Accounting Department	120-1-151

ARBY'S, INC., a Delaware corporation whose mailing address is 1000 Corporate Drive, Fort Lauderdale, Florida 33334 ("Grantor"), for and in consideration of the sum of TEN AND 00/100 DOLLARS ($10.00), and other good and valuable consideration paid by RC/ARBY'S CORPORATION, a Delaware corporation, whose mailing address is 1000 Corporate Drive, Fort Lauderdale, FL 33334 ("Grantee"), the receipt and sufficiency of which are hereby acknowledged and confessed, has GRANTED, BARGAINED, and SOLD, and by these presents does hereby GRANT, BARGAIN and SELL,*unto Grantee that certain lot, tract or parcel of land situated in Nashville, Davidson County, Tennessee, and being more particularly described in Exhibit A attached hereto and incorporated herein by reference for all purposes, and all buildings, structures, fixtures and other improvements located thereon, together with, all and

*all their right title and interest 1

AZ-95-4909
95-27831

singular, the rights, benefits, privileges, easements, rights of ways, tenants, hereditaments, appurtenances and interests in anywise appertaining thereto (the "Property"), subject only to those certain exceptions and encumbrances described on the attached Exhibit B (the "Permitted Exceptions").

TO HAVE AND TO HOLD the Property, subject only to the Permitted Exceptions, unto Grantee, and Grantee's successors and assigns, forever, and Grantor does hereby bind Grantor, and Grantor's successors and assigns, to fully WARRANT the title to the Property and FOREVER DEFEND the same, subject only to the Permitted Exceptions, unto Grantee, and Grantee's successors and assigns, against the lawful claims of all persons claiming by, through or under Grantor.

IN WITNESS WHEREOF, Grantor has caused these presents to be executed by its proper officer, thereunto duly authorized and its seal to be hereunto affixed this 1st day of May, 1995.

ARBY'S, INC., a Delaware corporation

ATTEST:

By: _____
Christine C. Marshall

By: _____
John B. Sivertsen
Senior Vice President and General Counsel

[CORPORATE SEAL]

Signed and delivered in
the presence of:

_____
Signature

MARJORIE FIGUEROA
Printed Name

_____
Signature

Julie Weichart-Goetz
Printed Name

STATE OF FLORIDA
COUNTY OF BROWARD

Before me, Judith K. TATE, a Notary Public within and for the State and County aforesaid, personally appeared John B. Sivertsen, with whom I am personally acquainted or proved to me on the basis of satisfactory evidence and upon oath acknowledged to be the Senior Vice President and General Counsel of Arby's, Inc., a corporation, and that as such Senior Vice President, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of the said corporation.

Witness my hand and official seal at office at 1000 Corporate Drive, Fort Lauderdale, Florida on this the 1st day of May, 1995.

Commission Expires: NOTARY PUBLIC STATE OF FLORIDA OFFICIAL NOTARY SEAL JUDITH K TATE COMMISSION NUMBER CC424738 MY COMMISSION EXP. JAN. 21,1999

Judith K. Tate
Notary Public

EXHIBIT A

LEGAL DESCRIPTION

TRACT 1:

LAND in Davidson County, Tennessee, being Lot No. 1, on the Plan of Stardust Commercial Park, Section One, as shown on plat of record in Plat Book 5190, page 66, in the Register's Office of Davidson County, Tennessee, to which plat reference is hereby made for a more particular description.

BEING the same property conveyed to Arby's Inc., by Deed of Record in Book 5260, page 938, Register's Office for Davidson County, Tennessee.

TRACT 2:

APPURTENANT EASEMENT:

EASEMENT NO. 1:

LAND in Davidson County, Tennessee, being all of Reserve Parcel 1, Stardust Commercial Park, Section I, of record in Book 5190, page 66, Register's Office for Davidson County, Tennessee, and more particularly described according to a survey dated February 23, 1978, by Barge, Waggoner, Sumner & Cannon, Inc., as follows:

BEGINNING at the southwesterly corner of Lot No. 1, being a point in the northerly margin of Murfreesboro Pike, thence, North 48° 49' West, 50.15 feet to a point; thence North 45° 41' East, with Uthman property, 220.0 feet to a point; thence, South 48° 49' East 50.15 feet to a point; thence with the northwesterly side of Lot No. 1, South 45° 41' West, 220.0 feet to the point of beginning.

BEING the same property as described in Common Driveway Easement Deed executed by Nashville Consolidated Warehouses, Inc. to Arby's Inc., an Ohio Corporation, and Swensen's Mid-South, Inc., a Tennessee Corporation dated March 9, 1978, of record in Book 5260, page 943, Register's Office for Davidson County, Tennessee.

EASEMENT NO. 2:

LAND in Davidson County, Tennessee being a portion of Lots 2 and 3 on the Plan of the Resubdivision of Lot No. 2 and Reserved Parcel No. 2, Stardust Commercial Park, of record in Book 5190, page 76, described as follows:

BEGINNING at a point on the North margin of Murfreesboro Pike, 415 more or less northwest of the centerline of Jupiter Drive; thence, North 45° 41' East, 30.09 feet to a point;

thence, South 48° 49' East, 150.02 feet to a point; thence, South 45° 41' West, 30.09 feet to a point on the West margin of Murfreesboro Pike; thence, with said margin, North 48° 49' West, 150.02 feet to the point of beginning.

BEING part of property as described in Deed of Declaration Establishing Joint Access and Parking Easement executed by Nashville Consolidated Warehouses, Inc. dated March 9, 1978, in Book 5260, page 929, Register's Office for Davidson County, Tennessee.

EXHIBIT B

PERMITTED EXCEPTIONS

(a) Liens for taxes, assessments or other governmental charges not yet due and payable or being contested in good faith, for which appropriate reserves have been made or indemnities provided and the failure to pay such taxes, assessments and/or governmental charges or levies will not result in imminent danger of such Property being sold, foreclosed upon, forfeited or lost;

(b) Liens of landlords, carriers, warehousemen, mechanics, materialmen and other similar liens for sums not more than 60 days delinquent or which are being contested in good faith, have been satisfactorily bonded over or for which appropriate reserves have been made or indemnities provided and the failure to pay such sums will not result in imminent danger of such Property being sold, foreclosed upon, forfeited or lost;

(c) easements, rights-of-way, restrictions and encroachments not materially interfering with the conduct of the business of Grantee at such Property; and

(d) exceptions to title to such Property set forth in the title policy of FFCA Acquisition Corporation, a Delaware corporation, at the closing with respect to such Property.

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