95-27831 ETK (2)

State of ~~Tennessee~~ Florida
County of Broward

The actual consideration or value, whichever is greater, for this transaction is $570,000.00

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
#CC386060
Bonded thru Notary Public Underwriters
NOTARY PUBLIC, STATE OF FLORIDA

QUITCLAIM DEED

BOOK 9676 PG 82

Return to:
Arby's Restaurant Development Corporation
1000 Corporate Drive
Fort Lauderdale, FL 33334

QUITCLAIM DEED
CORPORATE FORM

Name:
Christine C. Marshall, Esq.

This instrument prepared by:

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

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

IDENTIF. ➔ REFERENCE
0062204

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

RC/ARBY'S CORPORATION, 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 Arby's Restaurant Development 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

Nashville, TN-Unit #1042
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 corporate seal duly affixed this 3rd day of May, 1995.

RC/ARBY'S CORPORATION,
a Delaware corporation

ATTEST:

By _____
Christine C. Marshall

By _____
Printed Name Thomas E. Servite
Its V.P.

Signed and delivered in
the presence of:

[CORPORATE SEAL]

Sheryl A. Heilman
Signature

Sheryl A. Heilman
Printed

Kathleen A. Weber
Signature

Kathleen A. Weber
Printed

STATE OF ARIZONA)
) SS.
COUNTY OF MARICOPA)

Before me, Mary E. Leeland a Notary Public within and for the State and County aforesaid, personally appeared Thomas E. Schultz, with whom I am personally acquainted or proved to me on the basis of satisfactory evidence and upon oath acknowledged to be the Vice President of RC/ARBY'S CORPORATION, a corporation, and that as such V.P., 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 Phoenix, Arizona on this the 3rd day of May, 19__.

Commission Expires: _____

Mary E. Leeland
Notary Public

OFFICIAL SEAL
MARY E. LEELAND
Notary Public - State of Arizona
MARICOPA COUNTY
My Comm. Expires Dec. 9, 1996

EXHIBIT A BOOK 9676PG 85

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.

BEING the property conveyed to ARBY'S RESTAURANT DEVELOPMENT CORPORATION, a Delaware corporation, by deed of record in Book 9676, page 76, said Register's Office.

EXHIBIT B

PERMITTED EXCEPTIONS

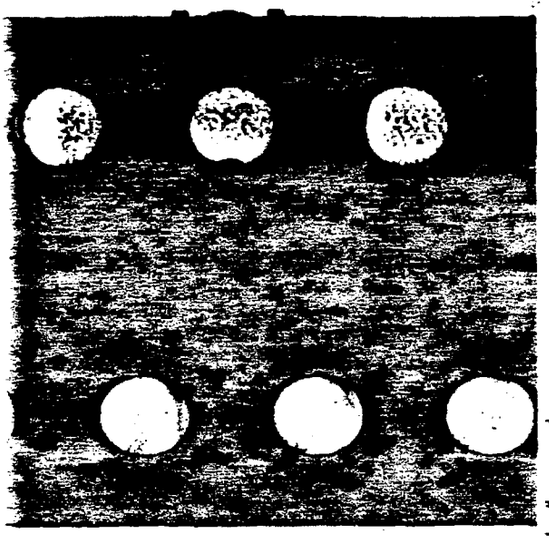
(a) Liens for taxes, assessments or other governmental charges not yet due and payable or being contested in good faith, for which appropriate reserves have been made or indemnities provided and the failure to pay such taxes, assessments and/or governmental charges or levies will not result in imminent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

2586 05/18 0101 03CHECK 2134.00



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

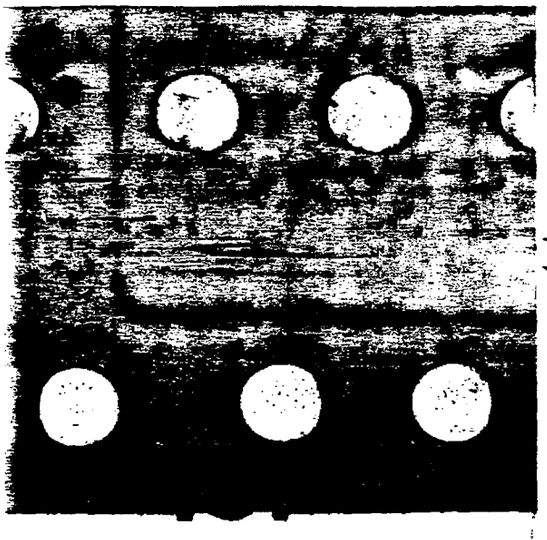
RECEIVED OF _____

FOR _____

BOOK 9676 PG 88

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	570000.00
CON TX	2109.00
PRFEE	1.00
WDEED	24.00
TOTAL	2134.00
CHECK	2134.00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK 001 2586

0062204
IDENTIF. ↑ REFERENCE

95 MAY 18 PM 4:03

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 911939