274618
Box 35

BOOK 9718 PG 392

This Instrument Was Prepared By:
Molly R. Pruett
NationsBank of Tennessee, N.A.
600 Peachtree Street, N.E.
Atlanta, Georgia 30308

Send Tax Bills To:
ARBY'S
P.O. Box 407008
Ft. Lauderdale,
Florida 33340-7008

TAX PARCEL IDENTIFICATION NUMBER: Map 160 Parcel 56.02

LIMITED WARRANTY DEED

NATIONSBANK OF TENNESSEE, N.A., formerly Commerce Union Bank ("Grantor") for and in consideration of the sum of TEN AND NO/100 DOLLARS ($10.00) paid to Grantor and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, has GRANTED, SOLD, and CONVEYED and does hereby GRANT, SELL, and CONVEY unto ARBY'S RESTAURANT CONSTRUCTION COMPANY ("Grantee") that certain land located in Davidson County, Tennessee being more particularly described in Exhibit "A" attached hereto and incorporated herein by reference, together with all improvements located on such land (such land and improvements being collectively referred to as the "Property").

This conveyance is made and accepted subject to all matters (the "Permitted Exceptions") set forth in Exhibit B, attached hereto and incorporated herein by reference.

TO HAVE AND TO HOLD the Property, together with all and singular the rights and appurtenances pertaining thereto, including all of Grantor's right, title and interest in and to adjacent streets, alleys and rights-of-way, subject to the Permitted Exceptions, unto Grantee and Grantee's successors, heirs, executors, administrators, personal representatives and assigns forever; and Grantor does hereby bind itself and its successors to warrant and forever defend the Property unto Grantee and Grantee's successors, heirs, executors, administrators, personal representatives and assigns, against every person whomsoever lawfully claiming or to claim the same or any part thereof, by, through or under Grantor but not otherwise.

GRANTEE ACKNOWLEDGES THAT GRANTOR HAS NOT MADE AND DOES NOT MAKE ANY REPRESENTATIONS AS TO THE PHYSICAL CONDITION, OR ANY OTHER MATTER AFFECTING OR RELATED TO THE PROPERTY (OTHER THAN WARRANTIES OF TITLE AS PROVIDED AND LIMITED HEREIN). GRANTEE EXPRESSLY AGREES THAT TO THE MAXIMUM EXTENT PERMITTED BY LAW, THE PROPERTY IS CONVEYED "AS IS" AND "WITH ALL FAULTS," AND GRANTOR EXPRESSLY DISCLAIMS, AND GRANTEE ACKNOWLEDGES AND ACCEPTS THAT GRANTOR HAS DISCLAIMED ANY AND ALL REPRESENTATIONS, WARRANTIES OR GUARANTIES, OF ANY KIND, ORAL OR WRITTEN, EXPRESS OR IMPLIED, (EXCEPT AS TO TITLE AS HEREIN PROVIDED AND LIMITED) CONCERNING THE PROPERTY INCLUDING WITHOUT LIMITATION, (i) THE VALUE, CONDITION, MERCHANTABILITY, HABITABILITY, MARKETABILITY, PROFITABILITY,

SUITABILITY OR FITNESS FOR A PARTICULAR USE OR PURPOSE OF THE PROPERTY, (ii) THE MANNER OR QUALITY OF THE CONSTRUCTION OR MATERIALS, IF ANY, INCORPORATED INTO ANY SUCH IMPROVEMENTS AND (iii) THE MANNER OR REPAIR, QUALITY, STATE OF REPAIR OR LACK OF REPAIR OF ANY SUCH IMPROVEMENTS (iv) THE SUITABILITY OF THE PROPERTY FOR ANY AND ALL ACTIVITIES AND USES WHICH PURCHASER OR ANYONE ELSE MAY CONDUCT THEREON (v) THE ENVIRONMENTAL CONDITION OF THE PROPERTY AND (vi) THE COMPLIANCE OF THE PROPERTY WITH APPLICABLE LAWS AND REGULATIONS.

By acceptance of this Limited Warranty Deed, Grantee assumes payment of all real and personal property taxes on the Property for the current year and subsequent years.

EXECUTED under seal as of this 28th day of June 1995.

NATIONSBANK OF TENNESSEE, N.A.

By: John W. Cantrell V.P.
John W. Cantrell
Vice President

[CORPORATE SEAL]

"GRANTOR"

EXHIBIT A TO LIMITED WARRANTY DEED

LEGAL DESCRIPTION

Land in Nashville, First Civil District, Thirty-Second Councilmanic District, Davidson County, Tennessee, located in the northwesterly quadrant of the intersection of Old Hickory Boulevard and Franklin Pike Circle and being more particularly described as follows:

BEGINNING at an iron pin at the point of intersection of the northerly right of way line of Old Hickory Boulevard and the westerly right of way line of Franklin Pike Circle; thence with said northerly right of way line, with a curve to the left, 66.53 feet to a concrete monument, said curve having a central angle of 04 degrees 49 minutes 06 seconds, a radius of 791.12 feet, a tangent of 33.28 feet and a chord of South 56 degrees 11 minutes 10 seconds West, 66.51 feet; thence continuing with said right of way line, South 53 degrees 46 minutes 37 seconds West, 257.60 feet to an iron pin; thence leaving said right of way line with the easterly line of property conveyed to Gail P. Pigg, Trustee, by deed of record in Book 6475, page 369, Register's Office for Davidson County, Tennessee, North 05 degrees 50 minutes 08 seconds East, 300.56 feet to an iron pin in the westerly right of way line of Franklin Pike Circle; thence with said right of way line, South 82 degrees 02 minutes 12 seconds East, 101.83 feet to an iron pin; thence continuing with said right of way line with a curve to the right, 170.45 feet to the point of beginning, said curve having a central angle of 60 degrees 05 minutes 42 seconds, a radius of 162.51 feet, a tangent of 94.01 feet and a chord of South 53 degrees 59 minutes 56 seconds East, 162.74 feet, containing 42,346 square feet or 0.972 acre.

Being the same property conveyed to Commerce Union Bank by deed from Ewing L. Bradford and wife, Christine Hampton Bradford, of record in Book 5475, page 489, Register's Office for Davidson County, Tennessee; the said Commerce Union Bank having since merged with Sovran Bank, and finally into NationsBank of Tennessee, N.A.

STATE OF NORTH CAROLINA

COUNTY OF MECKLENBURG

Personally appeared before me, Nancy A. Fowler, a Notary Public in and for the State and County duly commissioned and qualified, John W. Cantrell, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the Vice President of the Grantor, NationsBank of Tennessee, N.A., and is authorized by the Grantor to execute this instrument on behalf of the Grantor.

Witness my hand, at office, this 22 day of June 1995.

Nancy A. Fowler
Notary Public

My Commission Expires: 4/16/2000

[Notarial Seal]

EXHIBIT B TO LIMITED WARRANTY DEED

PERMITTED EXCEPTIONS

1. Taxes for the year 1995 and subsequent years.

2. Provisions of applicable building, zoning and health ordinances or other applicable legal requirements.

3. Restrictive Covenants contained in an instrument of record in Book 9642, page 851, Register's Office for Davidson County, Tennessee.

4. Lack of right of access to controlled access highway (Old Hickory Boulevard).

0075231
IDENTIF. & REFERENCE
95 JUN 30 PM 2:01
FELIX A. [illegible] REGISTER
DAVIDSON COUNTY, TN.
8823 26.50 1191 33C-BDK 1273.56

STATE OF TENNESSEE

COUNTY OF DAVIDSON

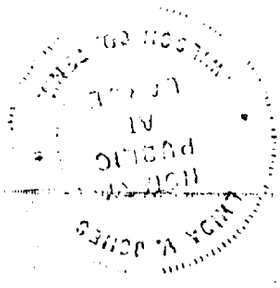
The actual consideration or value whichever is greater, for this transfer is $338768.00.

Subscribed and sworn to before me this the 30 day of June, 19 95.

Affiant

Notary Public

My commission expires: 11-10-97



KNOWLEDGE OF THIS TRANSACTION IS

OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 9718 PG 398

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
339768.00
CON TX 1253.56
PRFEE 1.00
WDEED 24.00
TOTAL 1278.56
CHECK 1278.56

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

06/30/95 01 14:03 0001 6923

0075231
IDENTIF. & REFERENCE

95 JUN 30 PM 2:01
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 926088