50A

This Instrument Prepared By:
STOKES & BARTHOLOMEW, P.A.
3310 West End Avenue, 4th Floor
Nashville, TN 37203

9980 PG 544

ADDRESS NEW OWNER:	SEND TAX BILLS TO:	MAP-PARCEL
Union Planters Bank of Middle Tennessee, N.A. 401 Union Street Nashville, TN 37219	same	Map 133-6 Parcel 241

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $470,000.00.

Affiant

Subscribed and sworn to before me, this 12th day of March, 1996.

Notary Public

MARILYN T. LYTLE, NOTARY PUBLIC
DAVIDSON COUNTY, STATE OF TENNESSEE
MY COMMISSION EXPIRES 1-25-97

My Commission Expires:

SPECIAL WARRANTY DEED

FFCA ACQUISITION CORPORATION, a Delaware corporation ("Grantor") of Maricopa County, State of Arizona, GRANTS, CONVEYS, BARGAINS AND SELLS to UNION PLANTERS BANK OF MIDDLE TENNESSEE, N.A., a national banking association ("Grantee"), of Davidson County, in the State of Tennessee, for the sum of Ten and 00/100 Dollars ($10.00) and other valuable consideration, the receipt of which are hereby acknowledged, the real estate situated in Davidson County, in the

State of Tennessee, more particularly described in Exhibit A attached hereto and made a part hereof (the "Property"), subject to all taxes, assessments, liens, easements, encumbrances, rights of way, restrictions of record and all matters that an accurate survey or inspection of the Property would disclose.

GRANTOR does covenant with Grantee and its assigns that Grantor will warrant and defend title to the Property against the acts of Grantor, but against none other, subject to the aforementioned matters.

The undersigned persons executing this deed on behalf of Grantor represent and certify that they are duly elected officers of Grantor and have been fully empowered, by proper resolution of the Board of Directors of Grantor, to execute and deliver this deed; that Grantor has full corporate capacity to convey the Property described herein on behalf of Grantor; and that all necessary corporate action for the making of such conveyance has been taken and done.

IN WITNESS WHEREOF, Grantor has caused this Deed to be executed, on its behalf, by Harold W. Vinson, Vice President of Grantor, and attested by Catherine Long, Assistant Secretary of Grantor, and its corporate seal hereto affixed.

FFCA ACQUISITION CORPORATION,
a Delaware corporation

ATTEST:

By _____
Its Assistant Secretary

By _____
Harold W. Vinson
Vice President

[SEAL]

STATE OF ARIZONA)
) ss:
County of Maricopa)

Before me, a Notary Public in and for said State and County, duly commissioned and qualified, personally appeared Harold W. Vinson, with whom I am personally acquainted, and who, upon oath, acknowledged himself to be the Vice President of FFCA Acquisition Corporation, a Delaware corporation, the within named bargainor, a corporation, and that he executed the foregoing instrument for

the purposes therein contained, by signing the name of the corporation by himself as Vice President.

WITNESS my hand, at office, this 12th day of March, 1996.

Notary Public

My Commission Expires:

Oct. 18, 1996

OFFICIAL SEAL
NANCY ANN FLINT
Notary Public - State of Arizona
MARICOPA COUNTY
My Comm. Expires Oct. 18, 1996

EXHIBIT A

Being a parcel of land in Nashville, First Civil District, Twenty-Sixth Councilmanic District, Davidson County, Tennessee, located in the northwest quadrant of the intersection of Nolensville Pike (Highway 31A and 41A) and McNally Drive, and being more particularly described as follows:

Beginning at an iron pin at the westerly end of the northwest return curve at the intersection of Nolensville Pike and McNally Drive; thence with the northerly right-of-way of said McNally Drive, South 64 deg. 49 min. 00 sec. W, 225.00 feet to an iron pin; thence leaving said right-of-way with the easterly boundary of Lot 40A as shown on the plan entitled A Resubdivision of Lot 40, Section Thirteen, Allied Industrial Park of record in Book 6050, page 29, R.O.D.C., N, 25 deg. 11 min. 00 sec. W, 155.00 feet to a point; thence leaving said easterly boundary and with the southerly boundary of the Anton and Sparks Subdivision of record in Book 4470, page 158, R.O.D.C., N 64 deg. 48 min. 57 sec. E, 250.00 feet to an iron pin in the westerly right-of-way of Nolensville Pike; thence with said right-of-way, South 25 deg. 11 min. 00 sec. E, 130.00 feet to a railroad spike; thence with a curve to the right along the arc, 39.27 feet to the point of beginning, said curve having a radius of 25.00 feet, a central angle of 90 deg. 00 min. 00 sec., a tangent distance of 25.00 feet and a chord of S 19 deg. 49 min. 00 sec. W, 35.36 feet, containing 38,616 square feet or 0.89 acre, more or less, as shown by the survey made by Barge, Waggoner, Sumner and Cannon, Inc., dated February 5, 1996, bearing File No. 15514-00

Being a portion of the same property conveyed to FFCA Acquisition Corporation, a Delaware corporation, by deed from Shoney's Inc., a Tennessee corporation, of record in Book 9815, page 269, Register's Office for Davidson County, Tennessee.

Continued on next page

(continued Exhibit A) BOOK 9980 PG 548

THE ABOVE DESCRIBED PROPERTY IS CONVEYED SUBJECT TO THE FOLLOWING:

1. 1996 Metropolitan Government Davidson County taxes and subsequent years.

2. Restrictive Covenants contained in an instrument of record in Book 3706, page 251, Register's Office for Davidson County, Tennessee.

3. Sanitary sewer and/or storm drainage easement of record in Book 3857, page 582, in said Register's Office.

4. Survey Number 15514-00 dated February 5, 1996, prepared by Barge, Waggoner, Sumner & Cannon, Inc., Surveyors, indicates the following:

   a. Slight encroachment of building over 60 feet minimum building setback line from Nolensville Pike.

   b. 30 foot minimum building setback line from McNally Drive.

   c. Sanitary sewer and/or storm drainage easement of record in Book 3857, page 582, said Register's Office.

   d. Wood fence running within the westerly boundary of the subject property.

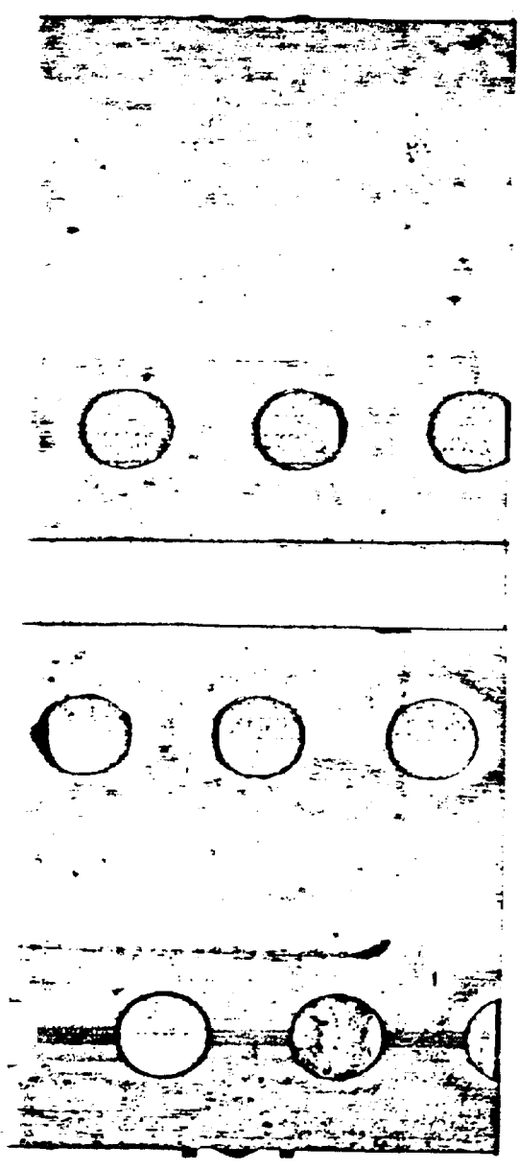
0160642
IDENTIF. + REFERENCE

96 MAR 15 PM 1:41
FELIX [illegible] REGISTER
DAVIDSON COUNTY, TN.

9011 03/15 0101 03CHECK 1760.00

Prepared by:

BOX 28



OFFICIAL RECEIPT

FELIX Z WILSON, II

REGISTER OF DAVIDSON COUNTY

NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 9980 PG 549

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 470000.00
CON TX 1739.00
PRFEE 1.00
WDEED 20.00
TOTAL 1760.00
CHECK 1760.00

03/15/96 01 13:41 0001 9011

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

016064 2
IDENTIF. ↑ REFERENCE

96 MAR 15 PM 1:41
FELIX Z. WILSON, II REGISTER
DAVIDSON COUNTY, TN.

No. 1017073