BOOK 10309 PG 917

Address New Owner:	Send Tax Bills to:	Map-Parcel Numbers
Crab House, Inc. 1400 Post Oak Blvd. Suite 1010 Houston, TX 77056	NEW OWNER	93-06-04-51 ~~93-06-04-52~~
This instrument prepared by: Boult, Cummings, Conners & Berry (CSS) P.O. Box 198062, Nashville, Tennessee 37219		

96121

SPECIAL WARRANTY DEED

FOR VALUABLE CONSIDERATION, the receipt and sufficiency of which are acknowledged, C & F Partners ("~~Grantor~~") has bargained and sold, and hereby transfers and conveys to Crab House, Inc. ("Grantee"), its successors and assigns, certain land in Davidson County, Tennessee, being more particularly described in Exhibit A attached hereto and incorporated herein by reference (the "Property").

TO HAVE AND TO HOLD the Property with all appurtenances, estate, title, and interest thereto belonging to Grantee, its successors and assigns, forever.

This conveyance of the Property, and all covenants and warranties contained herein, are made expressly subject to the following and to those matters, if any, set forth on Exhibit B:

1. Real estate taxes for 1996 which have been assumed by Grantee.

STATE OF TEXAS
COUNTY OF HARRIS

The actual consideration or value, whichever is greater, for this transfer is $1,955,000.00.

Affiant: STEVEN L. SCHEINTHAL, Vice President OF CRAB HOUSE, INC.

Subscribed and sworn to before me this 30TH day of DECEMBER, 1996.

Notary Public
My Commission Expires:

TERRI L. ZASTROW
Notary Public
State of Texas
Commission Expires 3-22-97

2. The terms and conditions of that certain lease with Crab House, Inc., a memorandum of which is of recorded in Book 9757, page 55, Register's Office for Davidson County, Tennessee.

3. Easement Agreement of record in Book 9839, page 116, said Register's Office.

Grantor covenants with Grantee that the Property is free from all encumbrances made by Grantor, except as may be set forth herein.

Grantor further covenants to warrant and forever defend the title to the Property to Grantee, its successors and assigns against the lawful claims of all persons claiming by, through, or under Grantor.

Executed this 27 day of January, 1997.

C & F PARTNERS

By: _____

Title: _____

0261308
IDENTIF. REFERENCE

97 JAN -3 AM 10:34
FELIX Z. ELLIS, JR. REGISTER
DAVIDSON COUNTY, TN.

0389193.01
012567-001 12/31/96

STATE OF _____)
COUNTY OF _____)

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared _____, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged himself to be a general partner of C & F Partners, the within named bargainor, a corporation, and that he as such general partner being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as general partner.

Witness my hand and seal, at office in Nashville, Tennessee, this the ___ day of January, 1997.

NOTARY PUBLIC

My Commission Expires: _____

This is improved property, known as 125, 129 and 131 Second Avenue South and 128 Third Avenue South, Nashville, Tennessee.

1715 01493 0L01 03CHECK 7254.50

EXHIBIT "A"

Land in Davidson County, Tennessee, being part of Lot No. 2 on the First Plan of Davidson Academy Lots, not of record, and being Lots Nos. 1 and 2, and part of Lots Nos. 3, 4, 7, 8, and 9 on the Plan of Ellis and Moore's Subdivision of Davidson Academy Lots, as of record in Minute Book "L", page 358, Chancery Court at Nashville, and described more particularly according to an "As-Built" Survey prepared by Allen R. Trumbo, R.L.S. No. 1127, Dale and Associates, 516 Heather Place, Nashville, TN 37204, dated December 20, 1996, revised December 31, 1996, Job No. 95110, as follows:

PROPERTY DESCRIPTION

Beginning at an iron rod situated in the westerly margin of Second Avenue South, said point being the southeast corner of The Leon Company property of record in Deed Book 8094, Page 647, R.O.D.C., TN., said point also being the northeast corner of the hereon described tract;

Thence, along said road, S 27°26'00" E, a distance of 101.00 feet to an iron rod;

Thence, leaving said road, S 62°34'00" W, a distance of 215.05 feet to an iron rod situated in the easterly margin of Third Avenue South;

Thence, along said road, N 27°26'00" W, a distance of 26.00 feet to an iron rod situated in the southwest corner of the Wirt L. & Sonya S. Piper property of record in Deed Book 9001, Page 560, R.O.D.C, TN.;

Thence, leaving said road, along the southerly line of said Piper property, N 61°40'05" E, a distance of 106.12 feet to an iron rod;

Thence, along the easterly line of said Piper property, N 26°54'58" W, a distance of 72.93 feet to an iron rod situated in the southwest corner of The Leon Company property of record in Deed Book 8094, Page 647, R.O.D.C., TN.;

Thence, along the southerly line of said Leon Company property, N 62°21'08" E, a distance of 108.29 feet to the point of beginning and containing 13,805 square feet or 0.317 acres of land more or less.

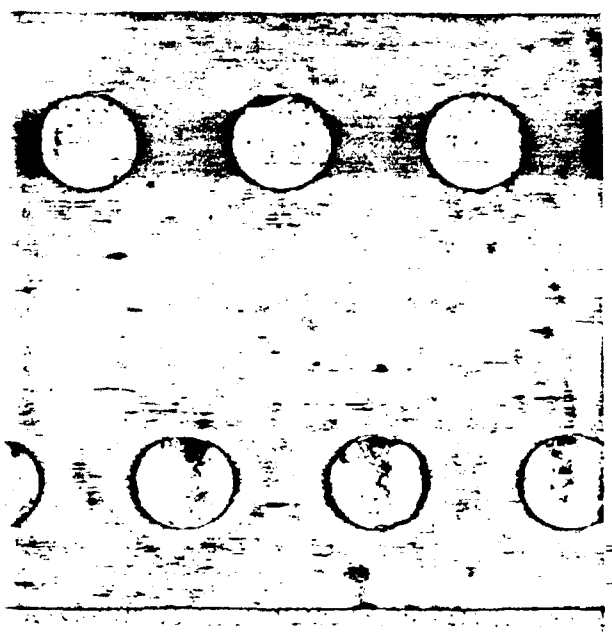
Being the same property conveyed to C & F Partners of record in Deed Book 9757, Page 21 and Deed Book 9755, Page 911 in the Register's Office of Davidson County, Tennessee.

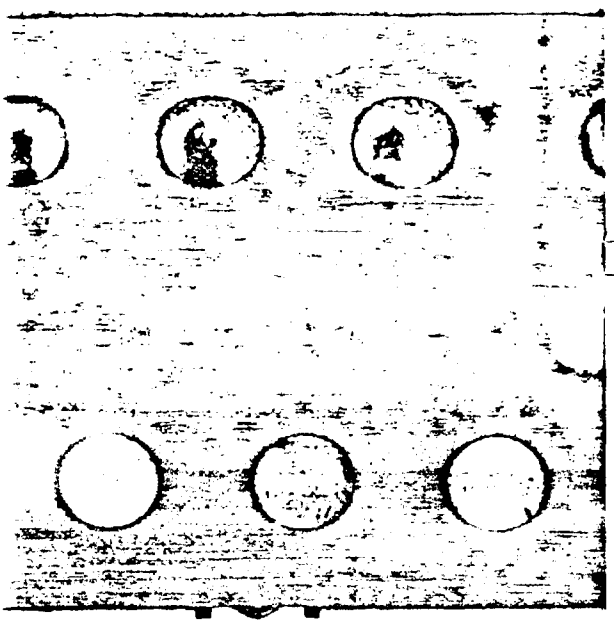
and of record in Deed Book 9757, page 30, said Register's Office.

EXHIBIT B

NONE

BOOK 10309 PG 921





OFFICIAL RECEIPT

FELIX Z WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 10309 PG 922

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
			CHRT	
			1955000.00	
			CON TX 7233.50	
			PRFEE 1.00	
			WDEED 20.00	
			TOTAL 7254.50	
			CHECK 7254.50	
01/03/97	01	10:34 0001	1785	

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0261308
IDENTIF. REFERENCE

97 JAN -3 AM 10:34

FELIX Z. WILSON, II REGISTER
DAVIDSON COUNTY, TN.

No. 1104330