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SPECIAL WARRANTY DEED BOOK 10536 PG 339

TO:	MELROSE CENTER SHOPS, LLC, a Tennessee limited liability company	This instrument was prepared by: C. Mark Carver, Esq. Farris, Warfield & Kanaday, PLC SunTrust Center, 18th Floor Nashville, TN 37219
FROM:	LAND TRUST CORPORATION, a Tennessee corporation	

Address New Owner(s) as Follows:	Send Tax Bills To:	Map/Parcel Numbers
Melrose Center Shops, LLC Attn: Timothy H. Lehning Suite 401 3200 West End Avenue Nashville, TN 37203	Same	118-2-287 118-6-163

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration for this transfer is $350,000.00.

Affiant

Sworn to and subscribed before me, this 16 day of July, 1997.

Notary Public

My Commission Expires: 3/25/2000

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION OF the sum of Ten Dollars, cash in hand paid by the hereinafter named Buyer, and other good and valuable considerations, the receipt of which is hereby acknowledged, **Land Trust Corporation**, a Tennessee corporation (hereinafter called the "Seller"), has bargained and sold, and by these presents does transfer and convey unto **Melrose Center Shops, LLC**, a Tennessee limited liability company (hereinafter called the "Buyer"), and Buyer's successors and assigns, all of Seller's interest in a certain tract of land in Davidson County, Tennessee, described on Exhibit A attached hereto and incorporated herein by reference, and any improvements thereon.

The above-referenced property is conveyed subject to the matters set forth on Exhibit B attached hereto and incorporated herein by reference.

This property is located in the Melrose Kroger Center, Nashville, Davidson County, Tennessee.

TO HAVE AND TO HOLD the said real property, together with all rights and appurtenances thereunto belonging or in any wise appertaining to Buyer, its successors and assigns, forever in fee simple.

Seller further covenants and binds itself, its representatives, successors and assigns to warrant specially and forever defend the title to said real estate to Buyer, and Buyer's successors and assigns, against the lawful claims of all persons claiming through and under Seller (other than claims arising out of the matters set forth above), but not further or otherwise. Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

IN WITNESS WHEREOF, Seller has caused this Special Warranty Deed to be executed effective as of the 16th day of July, 1997.

GRANTOR:

LAND TRUST CORPORATION,
a Tennessee corporation

By: _____

Title: _____

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, Denise M. Fauntleroy, a Notary Public of said County and State, personally appeared Fred C. White, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be President (or other officer authorized to execute the instrument) of LAND TRUST CORPORATION, the within named bargainor, a corporation, and that he as such President executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as President.

Witness my hand and seal, at Office in Nashville, this 16 day of July, 1997.

Denise M. Fauntleroy
Notary Public

My Commission Expires: 3/25/2000

BOOK 10536 PG 342

EXHIBIT A

PROPERTY DESCRIPTION

Land in Davidson County, Tennessee, being Lot Nos. 6 and 8, on the Plan of The Boundary and Subdivision Plat of Melrose Shopping Center, as shown on plat of record in Plat Book 7900, page 657, in the Register's Office of Davidson County, Tennessee, to which plat reference is hereby made for a more particular description.

BEING part of the property conveyed to Land Trust Corporation, a Tennessee Corporation, by deeds of record in Book 8417, page 1; Book 9237, page 360 and Book 9237, page 365, Register's Office for Davidson County, Tennessee.

0328347
IDENTIFICATION REFERENCE

97 JUL 21 AM 11:58

FELIX Z. [illegible]
DAVIDSON [illegible] REGISTER
[illegible] TN

5765 07/21 [illegible]

EXHIBIT B

PERMITTED EXCEPTIONS

1. 1997 taxes to Davidson County, a lien, but not yet due and payable.

2. Terms and provisions of Lease given to Trion Melrose, L.P., a Memorandum of Lease being recorded in Book 8124, page 361, and assigned to Land Trust Corporation in Book 8416, page 994.

3. Terms and provision of Lease to The Krystal Co. recorded in Book 2784, page 394 and amended in Book 5081, page 499.

4. Easement(s) for drainage and ingress and egress granted to The Krystal Co., as set forth in instrument recorded in Book 5081, page 499.

5. Restrictions as contained in Memorandum of Lease to Walgreen Co. of record in Book 8246, page 227.

6. Reciprocal Easement Agreement, as set forth in instrument recorded in Book 9237, page 452.

7. Drainage Detention, Access Road and Sign Agreement as recorded in Book 9237, page 382.

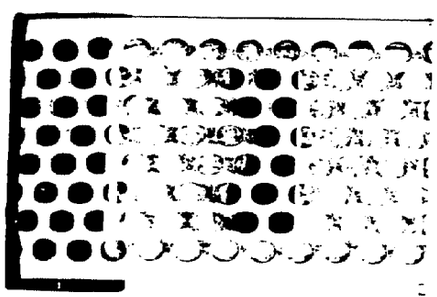
8. Reserve Easement and Restriction(s) Agreement, as set forth in instrument recorded in Book 9237, page 495.

9. Site Development Agreement as recorded in Book 9237, page 425.

10. Sanitary sewer easement(s), as set forth in instrument recorded in Book 3401, page 167.

11. Deed of Conveyance of Sewer Lines of record in Book 10131, page 935.

12. Deed of Conveyance of Water Lines of record in Book 10131, page 399.



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

BOOK 10536 PG 344

RECEIVED OF _____

FOR _____

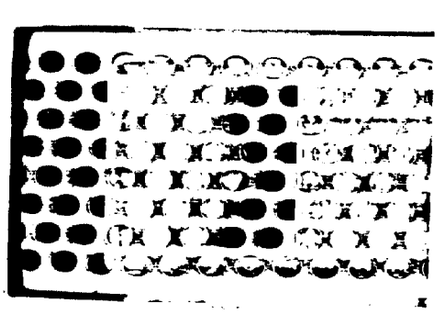
CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO - MORTGAGE	REL - RELEASE	CO TX - STATE TAX CONVEY
WD - WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MO TX - STATE TAX MORT
TD - TRUST DEED		PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID

CAMT
330.00
CON TX 125.00
PRFEE 1.00
DEED 20.00
TOTAL 1316.00
CHLCK 1316.00

07/21/97 01 11:5E 0001 6765

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK



0328347
IDENTIF. & REFERENCE

97 JUL 21 AM11:58
FELIX Z. WILSON, II REGISTER
DAVIDSON COUNTY, TN

No. 1176460