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BOX 28

OLD REPUBLIC

National Title Insurance Company
344 Fourth Avenue North
Nashville, Tennessee 37219-1611

BOOK 10768 PG 513

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)
THE ACTUAL CONSIDERATION OR VALUE, WHICHEVER IS GREATER, FOR THIS TRANSFER IS $ 415,000.00

Jo Ann Smith
AFFIANT

SUBSCRIBED AND SWORN TO BEFORE THIS THE 23rd DAY OF January, 19 98

William L. Rosenberg
NOTARY PUBLIC

My Commission expires: July 24, 1999

THIS INSTRUMENT PREPARED BY
William L. Rosenberg, Attorney, 344 Fourth Avenue, North, Nashville, TN 37219
NAME ADDRESS

NAME & ADDRESS OF PROPERTY OWNER:	SEND TAX BILLS TO:	MAP & PARCEL NUMBERS:
CHARLOTTE MINI, L. P. (NAME)	Same (NAME)	91-13-315
8235 Douglas Ave., Ste. 950 (ADDRESS)	(ADDRESS)	91-13-316
Dallas, Texas 75225 (CITY) (STATE) (ZIP)	(CITY) (STATE) (ZIP)	103-1-51

Warranty Deed

For and in Consideration of the sum of $ 10.00 cash in hand paid by the hereinafter named grantees, and other good and valuable consideration, the receipt of which is hereby acknowledged, we

R.D.R., L.P., A TENNESSEE LIMITED PARTNERSHIP

hereinafter called the **GRANTORS**, have bargained and sold, and by these presents do transfer and convey unto

CHARLOTTE MINI, L. P., A TEXAS LIMITED PARTNERSHIP

hereinafter called the **GRANTEES**, their heirs and assigns, a certain tract or parcel of land in DAVIDSON County, Tennessee, described as follows, to wit:

(SEE ATTACHED EXHIBIT "A")

0393452
IDENTIF. ↑ REFERENCE

98 JAN 26 PM 1:38
DAVIDSON COUNTY, TN.

5653 01/26 0101 03CHECK 1560.50

RECORDERS MEMO
LEGIBILITY OF WRITING, TYPING OR PRINTING IN THIS DOCUMENT UNSATISFACTORY WHEN RECEIVED

unimproved (X)
This is improved ( ) property, known as Charlotte Avenue - Nashville, TN 37209
(House Number) (Street) (City) (State) (Zip)

To Have and to Hold the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said GRANTEES, their heirs and assigns, forever. We do covenant with said GRANTEES that we are lawfully seized and possessed of said land in fee simple, have a good right to convey it, and the same is unencumbered, unless otherwise set out herein. We do further covenant and bind ourselves, our heirs and representatives, to warrant and forever defend the title to the said land to the GRANTEES, their heirs and assigns, against the lawful claims of all persons whomsoever. 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.

Witness our hands this 19 day of January, 19 98.

R.D.R., L.P., A TENNESSEE LIMITED PARTNERSHIP

BY: David Rollins

David Rollins, General Partner

INDIVIDUAL ACKNOWLEDGMENTS:

BOOK 10768 PG 514

STATE OF TENNESSEE }
County of }

Personally appeared before me, the undersigned authority, a Notary Public in and for said County and State, the within named _____

_____, the bargainor(s), with whom I am personally acquainted (or proved to me in the basis of satisfactory evidence), and who acknowledged that _____ executed the within instrument for the purposes therein contained.

Witness my hand and official seal at office this _____ day of _____, 19____.

My Commission expires:

_____ _____
Notary Public

STATE OF TENNESSEE }
County of }

Personally appeared before me, the undersigned authority, a Notary Public in and for said County and State, the within named _____

_____, the bargainor(s), with whom I am personally acquainted (or proved to me in the basis of satisfactory evidence), and who acknowledged that _____ executed the within instrument for the purposes therein contained.

Witness my hand and official seal at office this _____ day of _____, 19____.

My Commission expires:

_____ _____
Notary Public

STATE OF TENNESSEE }
County of }

Personally appeared before me, the undersigned authority, a Notary Public in and for said County and State, the within named _____

_____, the bargainor(s), with whom I am personally acquainted (or proved to me in the basis of satisfactory evidence), and who acknowledged that _____ executed the within instrument for the purposes therein contained.

Witness my hand and official seal at office this _____ day of _____, 19____.

My Commission expires:

_____ _____
Notary Public

Donald R. Givan Jr.
Notary Public at Large
Davidson County

CORPORATE OR PARTNERSHIP ACKNOWLEDGMENT:

STATE OF ~~TENNESSEE~~ ~~FLORIDA~~ TENNESSEE
County of ~~DAVIDSON~~ } DAVIDSON

My commission expires 5-27-01

Before me, the undersigned authority, a Notary Public in and for the State and County aforesaid, personally appeared DAVID ROLLINS, with whom I am personally acquainted (or proved to me in the basis of satisfactory evidence), and who, upon oath, acknowledged him self to be the General Partner of R.D.R., L.P., A TENNESSEE LIMITED PARTNERSHIP, the within named bargainor, a corporation (or partnership), and that he, as such officer (or partner), being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation (or partnership) by him self as such officer (or partner).

Witness my hand and official seal at office this 19 day of January, 19 98.

My Commission expires:
5-27-01

Donald R. Givan Jr.
Notary Public

EXHIBIT A - PAGE 1

Being a portion of Lot 1 of the Mini/USA Ventures, Inc. Subdivision of record in Book 9700, page 548, Register's Office for Davidson County, Tennessee, also being a parcel of land in the Second Civil District of Nashville, Davidson County, Tennessee, bounded on the north by the southerly margin of Charlotte Pike (U.S. HWY. 70), bounded on the west by R.D.R., L.P. property, bounded on the east by the Carl R. Davids et ux. property, located generally southeast of Balmy Avenue (and being tax map 91-13, parcel 316), and being more particularly described according to a survey dated June 4, 1997, last revised SEPTEMBER 4, 1997, prepared by Erly J. Thornton, Jr., RLS No. 1123, Thornton & Associates, Inc., 1615 Haynes Meade Circle, Nashville, TN 37207, as follows:

Beginning at a point in the southerly margin of Charlotte Pike (U.S. HWY. 70), 354 feet, more or less, southwesterly from the centerline of Balmy Avenue;

thence, a common line with the Carl R. Davids, et ux. property S 14° 58' 07" E 217.40 feet to an iron pin;

thence, a common line with the Carl R. Davids et ux. property, S 04° 39' 28" E 252.50 feet to an iron pin;

thence, a common line with the Jack D. Johnson, et ux. property, S 79° 59' 17" W 29.00 feet, to an iron pin;

thence, a common line with the R.D.R., L.P. property S 79° 16' 56" W 18.20 feet;

thence, a common line with the R.D.R., L.P. property N 24° 47' 22" W 213.50 feet;

thence, a common line with the R.D.R., L.P. property N 12° 41' 13" W 235.00 feet to an iron pin in the southerly margin of Charlotte Pike (U.S. HWY 70) and the beginning of a curve to the right;

thence, with said curve, having a central angle of 04° 56' 22", a radius of 1397.81 feet, a length of 120.51 feet, and a chord bearing and distance of N 67° 01' 24" E, 120.47 feet to the point of beginning, containing 48,098 square feet, or 1.104 acres, more or less.

Being a part of the same property conveyed to R.D.R., L.P., a Tennessee limited partnership, by deed from C.B. Rollins, Jr., Mary Ann Devor, and David L. Rollins of record in Book 9201, page 85, said Register's Office.

TRACT-3.127

97040164 - R.D.R., L.P. PROPERTY

Being a portion of Lot 1 of the Mini/USA Ventures, Inc. Subdivision of record in Book 9700, page 548, Register's Office for Davidson County, Tennessee, also being a parcel of land in the Second Civil District of Nashville, Davidson County, Tennessee, bounded on the north by the southerly margin of Charlotte Pike (U.S. HWY. 70), bounded on the east by R.D.R., L.P. property, located East of Marcia Avenue, (and being tax map 91-13, parcel 315), and being more particularly described according to a survey dated June 4, 1997, last revised SEPTEMBER 4, 1997 prepared by Erly J. Thornton, Jr., RLS No. 1123, Thornton & Associates, Inc., 1615 Haynes Meade Circle, Nashville, TN 37207, as follows:

Beginning at a point in the southerly margin of Charlotte Pike (U. S. HWY. 70), 475 feet, more or less, southwesterly from the centerline of Balmy Avenue;

thence, a common line with the R.D.R., L.P. property S 12° 41' 13" E 235.00 feet;

thence, a common line with the R.D.R., L.P. property S 24° 47' 22" E 213.50 feet;,

thence, a common line with the R.D.R., L.P. property S 79° 16' 56" W 31.70 feet, to a set stone;

thence, a common line with the Edith Kelton property, S 79° 16' 56" W 49.90 feet to an iron pin;

thence, a common line with the Edith Kelton property, N 17° 46' 28" W 49.88 feet to an iron pin;

thence, a common line with the R.A. Broadrick et ux. property, N 18° 00' 18" W 99.98 feet; to an iron pin;

thence, a common line with the R.A. Broadrick et ux. property, S 79° 38' 54" W 50.00 feet to an iron pin;

thence, a common line with the Nellie Broadrick property and the Paul K. Ward et ux. property N 22° 25' 42" W 252.78 feet to an iron pin in the southerly margin of Charlotte Pike (U.S. HWY 70) and the beginning of a curve to the right;

thence, with said curve, having a central angle of 06° 06' 13", a radius of 1397.81 feet, a length of 148.91 feet, and a chord distance and bearing of N 61° 30' 06" E, 148.84 feet to the point of beginning, containing 44,766 square feet or 1.028 acres, more or less.

Being a part of the same property conveyed to R.D.R., L.P., a Tennessee limited partnership, by deed from C.B. Rollins, Jr., Mary Ann Devor, and David L. Rollins of record in Book 9201, page 85, said Register's Office.

TRACT-4.127

97040164 - R.D.R., L.P. PROPERTY

EXHIBIT A - PAGE 4

Being a portion of Lot 1 of the Mini/USA Ventures, Inc. Subdivision of record in Book 9700, page 548, Register's Office for Davidson County, Tennessee, also being a parcel of land in the Second Civil District of Nashville, Davidson County, Tennessee, bounded on the south by the northerly margin of Neighborly Avenue, bounded on the west by the Edith Kelton property, bounded on the east by the Jack D. Johnson et ux. property (and being tax map 103-1, parcel 51), and being more particularly described according to a survey dated June 4, 1997, last revised SEPTEMBER 4, 1997 prepared by Erly J. Thornton, Jr., RLS No. 1123, Thornton & Associates, Inc., 1615 Haynes Meade Circle, Nashville, TN 37207, as follows:

Beginning at a point in the northerly margin of Neighborly Avenue, said point being 175 feet, more or less, from the centerline of Marcia Avenue;

thence, a common line with the Edith Kelton property, N 15° 52' 16" W 142.54 feet to a set stone;

thence, a common line with the R.D.R., L.P. properties N 79° 16' 56" E 49.90 feet to an iron pin;

thence, a common line with the Jack D. Johnson, et ux. property S 15° 54' 40" E 142.55 feet to an iron pin in the northerly margin of Neighborly Avenue;

thence, with the northerly margin of Neighborly Avenue S 79° 17' 06" W 50.00 feet to the point of beginning, containing 7,091 square feet or 0.163 acres, more or less.

Being part of the same property conveyed to R.D.R., L.P., a Tennessee limited partnership by Quitclaim Deed from C.B. Rollins, Jr., Mary Ann Devor, and David L. Rollins of record in Book 9201, page 85, Register's Office for Davidson County, Tennessee.

TRACT-5.127

97040164 - R.D.R., L.P. PROPERTY

THIS CONVEYANCE IS MADE SUBJECT TO THE FOLLOWING

1. Metro taxes for 1998, a lien, but not yet due and payable.

2. Certain water lines lying in front of and across the rear of said property as set forth in the deed of record in Book 2959, page 231, said Register's Office.

3. Matters shown on the Plat of Mini/USA, Ventures, Inc. Subdivision, of record in Book 9700, page 548, Register's Office for Davidson County, Tennessee, including, but not limited to, lack of access to and from Neighborly Avenue.

4. Title to that portion of the premises embraced within the bounds of any graves or graveyards, with all rights of ingress and egress thereto, if any.

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

RECEIVED OF _____

FOR _____

BOOK 10768 PG 519

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 415000.00
CON TX 1535.50
PRFEE 1.00
WDEED 24.00
TOTAL 1560.50
CHECK 1560.50

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK 01/26/98 01 12 0001 5653

0393452
IDENTIF. & REFERENCE

98 JAN 26 PM 1:38

REGISTER
DAVIDSON COUNTY, TN.

No. 1246253