4708 0103
98010794

Box 2
5

BOOK 10768 PG 532

OLD REPUBLIC
National Title Insurance Company
344 Fourth Avenue North
Nashville, TN 37219-1611

This instrument prepared by:
William L. Rosenberg, Attorney
344 Fourth Avenue North
Nashville, TN 37219-1611

State of Tennessee)
County of Davidson)
The actual consideration or value, whichever is greater, for this transfer is $120,000.00.

Affiant

Subscribed and sworn to before me, this 23rd day of January, 1998.

Notary Public

My commission expires: July 24, 1999

Name & Address of Property Owner	Send Tax Bills to:	Map and Parcel No:
Charlotte Mini, L.P. 8325 Douglas Ave., Ste. 950 Dallas, TX 75225	Same	103-1-57 (Pt.) 91-13-317

WARRANTY DEED

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

CARL R. DAVIDS AND WIFE, WALDINE DAVIDS

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 **GRANTEE,** its successors and assigns, a certain tract or parcel of land in Davidson County, Tennessee, described as follows, to wit:

SEE ATTACHED EXHIBIT "A"

THIS CONVEYANCE IS MADE SUBJECT TO THE EXCEPTIONS SET FORTH IN EXHIBIT "C"

unimproved (X) This is improved ( ) property, known as 323 Balmy Avenue and 6117 Charlotte Pike, Nashville, TN 37209

To have and to hold the said tract or parcel of land, with the appurtenances, estate, title, and interest thereto belonging to the said GRANTEE, its successors and assigns, forever. We do covenant with said GRANTEE 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 GRANTEE, its successors and assigns, against the lawful claims of all

persons whomsoever. Wherever used, the singular shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

Witness our hands this 23rd day of January, 1998.

Carl R. Davids

Carl R. Davids

Waldine Davids

Waldine Davids

STATE OF TENNESSEE)

COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned authority, a Notary Public, Carl R. Davids and wife, Waldine Davids, the within named bargainors, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that they executed the within instrument for the purposes therein contained.

Witness my hand, at office, this 23rd day of January, 1998.

Notary Public

My commission expires: July 24, 1999

DEED-2.127
CHARLOTTE MINI, L.P. TO DAVIDS

EXHIBIT A - PAGE 1

TRACT 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 west by R.D.R., L.P. property, on the east by Carl R. Davids et ux., and Claudia Hatcher and Alisa Steverson properties, located generally west of Balmy Avenue and south of Charlotte Pike (U.S. HWY 70)(and being a part of tax map 91-13, parcel 317), and being shown as "Part of Tract 2B" on and more particularly described according to a survey attached hereto as Exhibit "B" dated November 20, 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 S 14° 58' 07" E 217.40 feet to an iron pin; thence S 04° 39' 28" E 21.69 feet to an iron pin, being the Point of Beginning of the property described herein;

thence, N 77° 34' 48" E 67.54 feet to a point;

thence, S 03° 21' 08" W 32.82 feet to a point;

thence, N 88° 11' 08" E 90.00 feet to a point;

thence, S 03° 21' 08" W 94.60 feet to an iron pin;

thence, S 04° 02' 46" W 4.98 feet to an iron pin;

thence, S 79° 17' 45" W 90.19 feet to an iron pin;

thence, S 03° 39' 10" W 92.54 feet to an iron pin;

thence, S 79° 59' 17" W 35.39 feet to an iron pin set;

thence, N 04° 39' 28" W 230.81 feet to the Point of Beginning, containing 0.491 acres or 21,385 square feet, more or less.

Being a part of the same property conveyed to Carl R. Davids and wife, Waldine Davids by deed from L.J. Matlock, Jr. and Joyce Matlock of record in Book 2959, page 117, Register's Office for Davidson County, Tennessee.

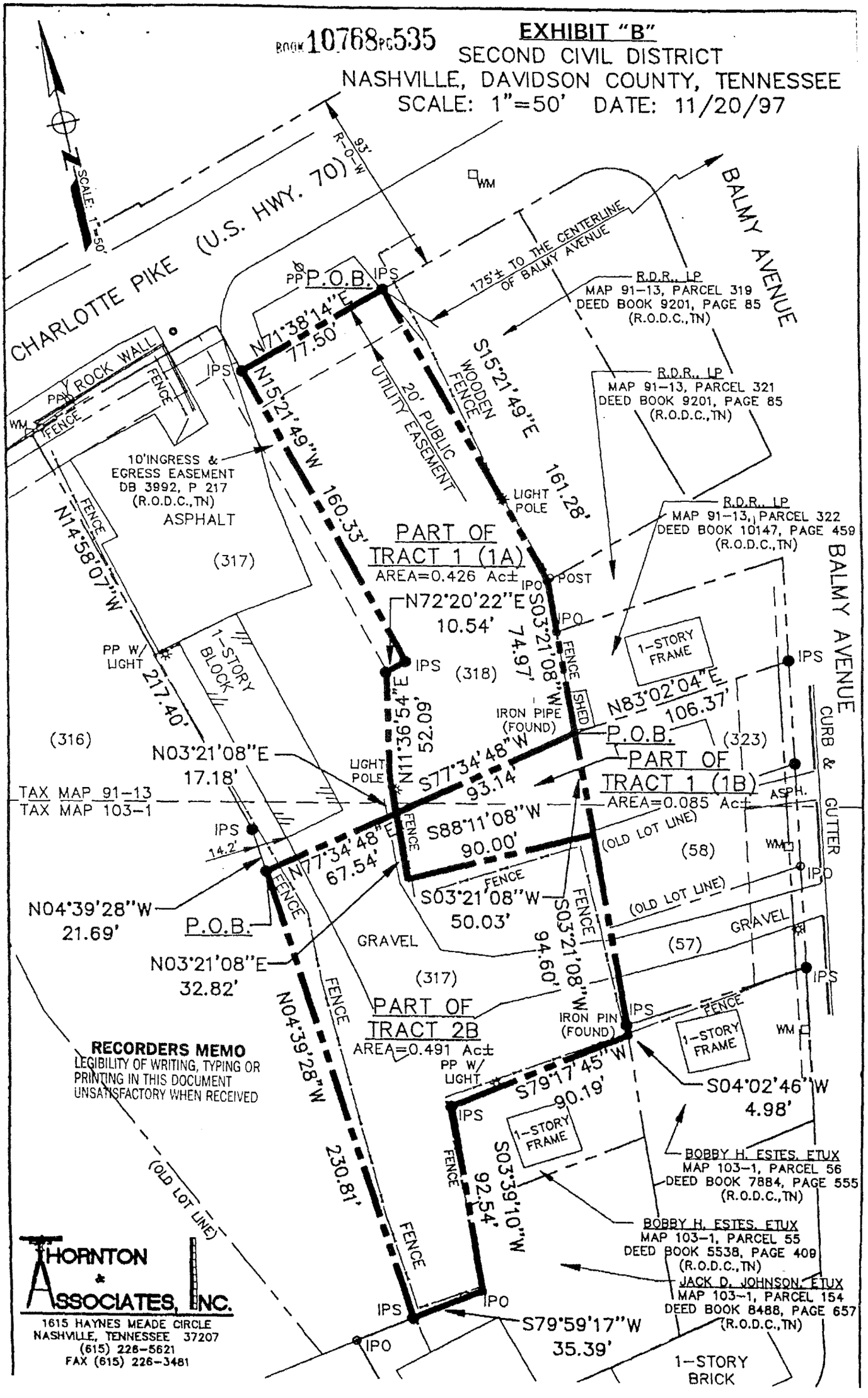
TRACT-2A.127
97080103 - FROM DAVIDS

0393456
IDENTIF. & REFERENCE
98 JAN 26 PM 1:40
DAVIDSON COUNTY, TN.

BOOK 10768 PG 535

EXHIBIT "B"

SECOND CIVIL DISTRICT
NASHVILLE, DAVIDSON COUNTY, TENNESSEE
SCALE: 1"=50' DATE: 11/20/97



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

THORNTON & ASSOCIATES, INC.
1615 HAYNES MEADE CIRCLE
NASHVILLE, TENNESSEE 37207
(615) 226-5621
FAX (615) 226-3481

EXHIBIT A

TRACT 2:

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 east by the westerly margin of Balmy Avenue, bounded on the north by the Claudia Hatcher & Alisa Steverson property, bounded on the west by the Carl R. Davids et ux. property, bounded on the south by the Bobby H. Estes et ux. property, located generally south of Charlotte Pike (U.S. HWY 70) (and being tax map 103-1, parcel 57), 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 an iron pin in the westerly margin of Balmy Avenue, said iron pin being 286 feet, more or less, northerly of the centerline of Neighborly Avenue;

thence, with said margin S 09° 51' 49" W 50.00 feet to an iron pin;

thence, a common line with the Bobby H. Estes et ux. property S 83° 51' 39" W 88.86 feet to an iron pin;

thence, a common line with Carl R. Davids et ux. property N 03° 21' 08" E 48.21 feet;

thence, a common line with the Claudia Hatcher and Alisa Steverson property N 83° 33' 03" E 94.69 feet to the point of beginning, containing 4,385 square feet or 0.101 acres, more or less.

Being the same property conveyed to Carl R. Davids and wife, Waldine Davids by deed from Delilah A. Sanders of record in Book 4869, page 600, Register's Office for Davidson County, Tennessee.

TRACT-6.127
97080102 - DAVIDS PROPERTY

5657 01/26 0101 03CHECK 469.00

EXHIBIT "C"

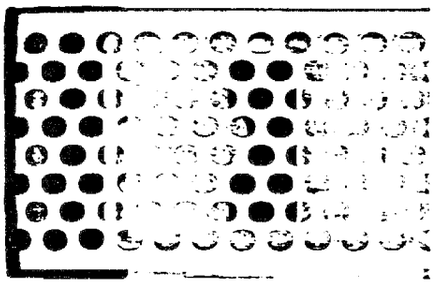
BOOK 10768PG537

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

2. Matters shown on the Plan of Mini/USA Ventures, Inc. Subdivision, of record in Book 9700, page 548, Register's Office for Davidson County, Tennessee.

3. 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.

4. Grant of Easement from John B. Cowden, Trustee to City of Nashville, of record in Book 1638, page 632, Register's Office for Davidson County, Tennessee.



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

RECEIVED OF _____

FOR _____

BOOK 10768 PG 538

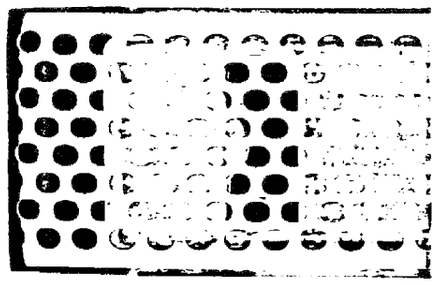
CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO - MORTGAGE	REL - RELEASE	CO TX - STATE TAX CONVEY
WD - WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MO TX - STATE TAX MORT
TD - TRUST DEED		PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID

CAMT 120000.00
CON TX 444.00
PRFEE 1.00
WDEED 24.00
TOTAL 469.00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK CHECK 469.00

01/26/98 01 13:45 0001 5657



0393456
IDENTIF. & REFERENCE

98 JAN 26 PM 1:40
REGISTER
DAVIDSON COUNTY, TN.

No. 1246257