Book 49 (2)

SPECIAL WARRANTY DEED 10795 PG 174

TO:	CREEKSIDE SHOPS, LLC, a Tennessee limited liability company	This instrument was prepared by: C. Mark Carver, Esq. Farris, Warfield & Kanaday, PLC
FROM:	KROGER LIMITED PARTNERSHIP I, an Ohio limited partnership	SunTrust Center, 18th Floor Nashville, TN 37219

Address New Owner(s) as Follows:	Send Tax Bills To:	Map/Parcel Numbers
Creekside Shops, LLC Attn: Timothy H. Lehning 3200 West End Avenue, Suite 401 Nashville, TN 37203	Same	~~69 0 37~~ 3599 6918-0227 CHECK 940.00

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration for this transfer is $250,000.00.

Affiant

Sworn to and subscribed before me, this 11th day of ~~January,~~ February 1998.

Notary Public

My Commission Expires: 11/26/98

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, **Kroger Limited Partnership I**, an Ohio limited partnership (hereinafter called the "Seller"), has bargained and sold, and by these presents does transfer and convey unto **Creekside 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.

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 10th day of ~~January~~ February, 1998.

GRANTOR:

Kroger Limited Partnership I,
an Ohio limited partnership

By: KRGP Inc., an Ohio corporation, its general partner

By: _____

Title: Bruce M. Gack
Vice President

STATE OF OHIO)
COUNTY OF HAMILTON)

Before me, MARGARET SAUNDERS, a Notary Public of said County and State, personally appeared BRUCE M. GACK, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged him self to be VICE PRESIDENT (or other officer authorized to execute the instrument) of KRGP Inc., an Ohio corporation and the general partner of Kroger Limited Partnership I, the within named bargainor, a limited partnership, and that he as such VICE PRESIDENT executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by him self as VICE PRESIDENT

Witness my hand and seal, at Office in Hamilton County, Ohio, this 10th day of ~~January~~ February, 1998.

Margaret Saunders
Notary Public

My Commission Expires: Notary Public, State of Ohio
My Commission Expires Sept. 15, 2001

EXHIBIT A

PROPERTY DESCRIPTION

Being a tract of land lying in Nashville, Davidson County, Tennessee, being more particularly described as follows:

Lot 2 of the Plat of Northside Station, Clarksville Highway, of record at Book 8250, page 873, Register's Office for Davidson County, Tennessee.

04008861
IDENTIFICATION REFERENCE
98 FEB 13 PM 3:22
REGISTER
DAVIDSON COUNTY, TN

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EXHIBIT B

PERMITTED EXCEPTIONS

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

2. Reciprocal Easement Agreement of record in Book 9374, page 266, Register's Office for Davidson County, Tennessee.

3. All matters shown on Plat of record in Book 7900, page 841, Register's Office for Davidson County, Tennessee.

4. All matters shown on the Plat of record in Book 8256, Page 873, Register's Office for Davidson County, Tennessee.

5. Declaration of Reciprocal Easements and Restrictions of record in Book 10795 Page 158, Register's Office for Davidson County, Tennessee.

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

RECEIVED OF _____

FOR _____

BOOK 10795 PG 178

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 250000.00
CON TX 925.00
PRFEE 1.00
TDEED 16.00
ERR CO
TDEED 16.00-
[illegible] 16.00
TOTAL 942.00
CHECK 942.00

02/13/98 01 15:23 0001 3599

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0400861
IDENTIF. & REFERENCE

98 FEB 13 PM 3:22

FELIX Z. WILSON, REGISTER
DAVIDSON COUNTY, TN.

No. 1254113