BOOK 10833 PG 323

BOX 1

WARRANTY DEED

THIS INDENTURE, made and entered into this 26th day of February, 1998, by and between PAYLESS CASHWAYS, INC., a Delaware corporation ("Grantor") and SOFA CONNECTION, INC., a Tennessee corporation ("Grantee").

WITNESSETH: That for and in consideration of Ten Dollars ($10.00), cash in hand paid, and other good an valuable considerations, the receipt of all of which is hereby acknowledged, Grantor has bargained and sold and does hereby bargain, seal, convey and confirm unto Grantee the real estate, situated and being in the City of Nashville, County of Davidson, State of Tennessee and more particularly described on Exhibit "A" attached hereto and incorporated herein by this reference (the "Property").

This being the same property conveyed to Grantor by deed by Sharondale Properties, a Tennessee general partnership by deeds recorded in Book 7246, page 220 and in Book 7485, page 489, in the Register's Office of Davidson County, Tennessee.

TO HAVE AND TO HOLD the Property, together with all the appurtenances and hereditaments thereunto belonging or in any wise appertaining thereto and all of Grantor's right, title and interest in and to all buildings, structures, fixtures and improvements located thereon, unto Grantee, its successors and assigns in fee simple forever.

And Grantor hereby covenants with Grantee that it is lawfully seized and possessed in fee of the Property; that it has a good right to sell and convey the Property; that the Property is unencumbered except for taxes and assessments not yet due and payable, and all matters now of record to the extent that they are valid and enforceable against the Property as reflected by the records of the Register's office of Davidson, County, Tennessee.

And that Grantor will warrant and forever defend against the lawful claims of all persons the title and quiet possession thereto. The word "party" as used herein shall mean"parties" if more than one person or entity be referred to, and pronouns shall be construed according to their proper gender and number according to the context thereof.

98 MAR 11 PM 1:29

WITNESS the signature of the Grantor the day and year first above written.

PAYLESS CASHWAYS, INC., a Delaware corporation

By: Richard G. Luse
Name: RICHARD G. LUSE
Title: SR. VP- FINANCE

0410859 IDENTIF. ↑ REFERENCE

THE STATE OF MISSOURI

COUNTY OF JACKSON

Before me, a Notary Public in and for said State and County, duly commissioned and qualified, personally appeared RICHARD G. LUSE, to me know to be the SR. VP-FINANCE of Payless Cashways, Inc., a Delaware corporation, who executed the foregoing instrument, and acknowledged that he executed the same for the purposes therein contained; and he further acknowledged the execution of the same to be the free act and deed of said corporation.

WITNESS my hand and Notary Seal at office this 26th day of February, 1998.

Michele L. Hart
Notary Public

My commission expires: 6/23/2001

MICHELE L. HART
Notary Public - Notary Seal
STATE OF MISSOURI
Jackson County
My Commission Expires: June 23, 2001

KC-50601.1

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I, or we, hereby swear or affirm that to the best of affiant's knowledge, information, and belief, the actual consideration for this transfer or value of the property transferred, whichever is greater is, $900,000.00 which amount is equal to or greater than the amount the property transferred would command at fair and voluntary sales.

Richard H. Lucas
Affiant

Subscribed and sworn to before me this

24th day of February, 1998.

Michele L Hart
(notary)

MICHELE L. HART
Notary Public - Notary Seal
STATE OF MISSOURI
Jackson County
My Commission Expires: June 23, 2001

Mailing Address for
tax notices:

SOFA CONNECTION CORP
1991-A GALLATIN PIKE NO.
MADISON, TN. 37115

This instrument
prepared by:
Christopher C. Lewis, Esq.
Blackwell Sanders Matheny Weary & Lombardi LLP
2300 Main Street, suite 1100
Kansas City, Missouri 64108

Being a tract of land lying in Madison, Davidson County, Tennessee, and being more particulary described as follows:

Beginning at a point, a corner common with Lot 6, Revision to the Resubdivision of Lot 5, Rivergate Place, as of record in Plat Book 6200, Page 793, R.O.D.C. in the northerly right-of-way of Myatt Drive;

Thence, with the northerly right-of-way of Myatt Drive, with a curve to the right, said curve having a central angle of 00 deg 30 min 14 sec, a radius of 5689.58 feet, a chord of North 37 deg 53 min 40 sec West, 50.04 feet for a length of 50.04 feet to a point in the southeast line of Lot 3 of the Revised Master Plat of Rivergate Place, as of record in Plat Book 6900, Page 368, R.O.D.C.;

Thence, with the southeasterly line of Lot 3, North 54 deg 28 min 00 sec East, 779.10 feet to a point;

Thence, North 44 deg 19 min 26 sec East, 249.59 feet to a point in the southerly line of said Lot 3;

Thence, with the southerly line of Lot 3, North 89 deg 19 min 26 sec East, 63.64 feet to a point;

Thence, South 45 deg 40 min 34 sec East, 260.00 feet to a point in the northwesterly line of Carlyle D. and Carl D. Apple, as of record in Deed Book 7667, Page 610, R.O.D.C.;

Thence, with the northwesterly line of Carlyle D. and Carl D. Apple and Norma J. Angell, et. vir, as of record in Deed Book 5780, Page 605, R.O.D.C., the following calls:

South 44 deg 19 min 26 sec West, 147.72 feet to a point;

South 44 deg 31 min 00 sec West, 58.46 feet to a point at the northwesterly corner of Lot 5 of the Resubdivision of Lot 5 of the Revised Master Plat of Rivergate Place, as of record in Plat Book 9700, Page 320, R.O.D.C.;

Thence, with the northwesterly line of Lot 5, the following calls:

South 34 deg 47 min 28 sec West, 63.73 feet to a point;

South 54 deg 28 min 00 sec West, 367.95 feet to a point in the northeasterly line of Lot 5;

Thence, with the northeasterly line of Lot 5, North 35 deg 31 min 59 sec West, 145.00 feet to a point in the northwesterly line of Lot 5;

Thence, with the northwesterly line of Lot 5, South 54 deg 28 min 00 sec West, 230.16 feet to a point in the northeasterly line of Lot 5;

Thence, with the northeasterly line of Lot 5, North 35 deg 31 min 57 sec West, 85.00 feet to a point in the northwesterly line of Lot 5;

Thence, with the northwesterly line of Lot 5 and the northwesterly line of Lot 6 of the Revision to the Resubdivision of Lot 5, Rivergate Place, as of record in Plat Book 6200, Page 793, R.O.D.C., the following calls:

South 54 deg 28 min 00 sec West, 174.00 feet to a point;

North 35 deg 31 min 57 sec West, 17.00 feet to a point;

South 54 deg 28 min 00 sec West, 85.92 feet to the point of beginning, containing 233,948 square feet (5.371 acres, more or less).

INGRESS, EGRESS AND ACCESS
EASEMENT NO. 1

Being a tract of land lying in Madison, Davidson County, Tennessee and being a part of Lot 3 of the Revised Master Plat of Rivergate Place, as of record in Plat Book 6900, Page 368, R.O.D.C., and being an ingress, egress and access easement for the benefit of Lot 4 of the Resubdivision of Lots 4 and 5 of the Revised Master Plat of Rivergate Place, as of record in Plat Book 5200, Page 719, R.O.D.C., and being more particularly described as follows:

Commencing at an existing iron rod in the northerly right-of-way line of Myatt Drive, said iron rod being the southwesterly corner of said Lot 4;

Thence, with the northerly right-of-way line of Myatt Drive, with a curve to the right, said curve having a central angle of 00 deg 02 min 14 sec, a radius of 5689.58 feet, a chord of North 38 deg 24 min 40 sec West, 3.67 feet, for an arc length of 3.68 feet to the true point of beginning;

Thence, continuing with the northerly right-of-way line of Myatt Drive, with a curve to the right, said curve having a central angle of 00 deg 27 min 01 sec, a radius of 5689.58 feet, a chord of North 39 deg 49 min 33 sec West, 44.72 feet, for an arc length of 44.72 feet to a point;

Thence, with a line through said Lot 3, the following calls:

With a curve to the left, said curve having a central angle of 29 deg 45 min 52 sec, a radius of 20.31 feet, a chord of North 61 deg 37 min 07 sec East, 10.43 feet, for an arc length of 10.55 feet to a point;

North 54 deg 26 min 00 sec East, 506.93 feet to a point;

South 35 deg 40 min 29 sec East, 24.17 feet to a point;

South 54 deg 28 min 00 sec West, 510.97 feet to a point;

With a curve to the left, said curve having a central angle of 22 deg 51 min 31 sec, a radius of 13.48 feet, a chord of South 49 deg 02 min 06 sec West, 5.34 feet, for an arc length of 5.38 to the point of beginning, containing 12.492 square feet (0.267 acres, more or less).

Being a part of the property conveyed to Woodis Holding Group, LLC, as of record in Deed Book 9469, Page 378, R.O.D.C.

INGRESS, EGRESS AND ACCESS
EASEMENT NO. 2

Being a tract of land lying in Madison, Davidson County, Tennessee and being a part of Lot 5 of the Revision to the Resubdivision of Lot 5 of the Revised Master Plat of Rivergate Place, as of record in Plat Book 8200, Page 793, R.O.D.C., and being an ingress, egress and access easement for the benefit of Lot 4 of the Resubdivision of Lots 4 and 5 of the Revised Master Plat of Rivergate Place, as of record in Plat Book 6200, Page 719, R.O.D.C., and being more particularly described as follows:

Commencing at a new P.K. Nail at the most southerly corner of said Lot 4, in the northerly line of said Lot 5;

Thence, with the southwesterly line of said Lot 4, North 35 deg 31 min 59 sec West, 59.64 feet to the true ponit of beginning;

Thence, with a line through said Lot 5, the following calls:

South 54 deg 41 min 40 sec West, 464.71 feet to a point;

With a curve to the left, said curve having a central angle of 38 deg 28 min 18 sec, a radius of 21.23 feet, a chord of South 41 deg 05 min 44 sec West, 13.99 feet, for an arc length of 14.26 feet to a point in the northerly right-of-way line of Myatt Drive;

With the northerly right-of-way line of Myatt Drive, with a curve to the right, said curve having a central angle of 00 deg 27 min 01 sec, a radius of 5689.58 feet, a chord of North 39 deg 49 min 33 sec West, 44.72 feet, for an arc length of 44.72 feet to a point;

Leaving the northerly right-of-way line of Myatt Drive, with a curve to the left, said curve having a central angle of 26 deg 16 min 04 sec, a radius of 33.94 feet, a chord of North 70 deg 29 min 36 sec East, 15.42 feet, for an arc length of 15.56 feet to a point;

North 54 deg 51 min 06 sec East, 466.85 feet to a point in the southwesterly line of said Lot 4;

Thence, with the southwesterly line of said Lot 4, South 35 deg 31 min 59 sec East, 35.81 feet to the point of beginning, containing 17.538 square feet (0.403 acres, more or less).

Being a part of the property conveyed to Carmike Cinemas, as of record in Deed Book 9480, Page 326, R.O.D.C.

4197 03/11 0101 03CHECK 3351.00

OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY

NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 10833 PG 328

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 900000.00
CON TX 3330.00
PRFEE 1.00
DEED 20.00
TOTAL 3351.00
CHECK 3351.00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

03/11/98 01 13:27 0001 4197

0410859

IDENTIF. & REFERENCE

98 MAR 11 PM 1:29

No. 1264588