This Instrument Prepared by:
John R. Parks, Esq.
Powell, Goldstein, Frazer & Murphy LLP
Suite 1600
191 Peachtree Street, N.E.
Atlanta, Georgia 30303

BOOK 11016 PAGE 677

STATE OF TENNESSEE

COUNTY OF BLOUNT

LIMITED WARRANTY DEED

THIS DEED, made this 17th day of June, 1998, but effective as of the 9th day of March 1996, by and between RUBY TUESDAY, INC., a Georgia corporation, successor in interest to Morrison Restaurants Inc., a Delaware corporation, successor in interest to Morrison Incorporated, a Delaware corporation, as more particularly described in Exhibit "C" attached hereto and made a part hereof ("Grantor"), and MORRISON HEALTH CARE, INC., a Georgia corporation ("Grantee") (the terms Grantor and Grantee to include their successors and assigns where the context hereof requires or permits);

WITNESSETH THAT: Grantor, for and in consideration of the sum of Ten and No/100 Dollars ($10.00), and other good and valuable consideration, in hand paid at and before the sealing and delivery of these presents, the receipt, adequacy and sufficiency of which being hereby acknowledged by Grantor, has granted, bargained, sold and conveyed, and by these presents does hereby grant, bargain, sell and convey unto Grantee all of its right, title, interest, claim or demand which Grantor has, or may have had, in and to the real property described in Exhibit "A" attached hereto and made a part hereof (the "Property");

THIS DEED is made subject and subordinate to those title matters set forth on Exhibit "B" attached hereto and made a part hereof.

TO HAVE AND TO HOLD the Property unto Grantee, so that neither Grantor, nor any other person or persons claims by, through or under Grantor shall at any time, claim or demand any right, title or interest to the Property or its appurtenances.

0461221
IDENTIF. & REFERENCE

98 JUL 10 PM 3:59
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

IN WITNESS WHEREOF, Grantor has caused this Deed to be executed by its duly authorized officers and its corporate seal affixed the day and year first above written.

RUBY TUESDAY, INC., a Georgia corporation, (successor in interest to Morrison Restaurants Inc., a Delaware corporation, successor in interest to Morrison Incorporated, a Delaware corporation)

By: _____
Name: Samuel E. Beall, III
Title: Chief Executive Officer

Attest: _____
Name: Daniel T. Cronk
Title: Senior Vice President and Secretary

[CORPORATE SEAL]

217909

ACKNOWLEDGMENT

STATE OF TENNESSEE

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COUNTY OF Blount

Personally appeared before me, Sharon K. Marshall, a Notary Public in and for said State and Blount County, Samuel E. Beall III and Daniel T. Cronk, the Chief Executive Officer and Senior Vice President & Secretary respectively, or RUBY TUESDAY, INC., a Georgia corporation, with whom I am personally acquainted, who acknowledged that they executed the same for the purposes therein expressed.

Witness my hand and official seal at office in Maryville, Tenn., this 17th day of June, 1998.

Sharon K. Marshall
Notary Public

My commission expires: MY COMMISSION EXPIRES 8-30-1999

[NOTARY SEAL]

The name and address of Property Owner:

Morrison Health Care, Inc.
Suite 400
1955 Lake Park Drive
Smyrna, Georgia 30080
Attention: Legal Department

Personal or Entity Responsible for Payment of Taxes:

Morrison Health Care, Inc.
Suite 400
1955 Lake Park Drive
Smyrna, Georgia 30080
Attention: Legal Department

EXHIBIT "A"

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ALL THAT TRACT OR PARCEL OF LAND located in Davidson County, Tennessee, being Lot No. 2 on the Plan of Interchange City Industrial Park Section XXVII, Resubdivision of Lot 1, of record in Plat Book 6900, Page 882, Register's Office for Davidson County, Tennessee, to which reference is hereby made for a more complete description thereof.

Being the same property conveyed to Morrison Incorporated, a Delaware corporation, by deed dated October 23, 1989, from PYA/Monarch, Inc., a Delaware corporation, of record in Book 7990, Page 100, Register's Office for Davidson County, Tennessee.

Map/Parcel No.: 183-00-0 154.00 SA/FB: 05D 64132

EXHIBIT "B"

Permitted Title Exceptions

1. Taxes and assessments for the year 1996 and subsequent years.

2. All liens, encumbrances, easements, restrictions or other matters appearing of record in the public records in the county in which the Property is located.

3. All matters which would be disclosed by a current and accurate survey of the Property.

4. Any zoning ordinances, rules or regulations affecting the Property.

5. Deed of Trust and Security Agreement dated as of July 1, 1979, between Morco Industries, Inc., a Mississippi corporation, and Third National Bank in Nashville (the "Bank"), recorded in Deed Book 5490, Page 193, Register of Deeds of Davidson County, Tennessee, as amended by instrument recorded at Deed Book 5554, Page 919, aforesaid records, and as further amended by Assumption of Note, Financing Agreement and Deed of Trust dated December 21, 1990, effective as of July 10, 1988, between Morrison Incorporated, a Delaware corporation, and the Bank, recorded at Book 8284, Page 230, aforesaid records.

6. Trust Indenture dated as of July 1, 1979, between the Industrial Development Board of the Metropolitan Government of Nashville and Davidson County and the Bank, recorded in Book 5490, Page 217, aforesaid records, as amended and supplemented by First Supplemental Trust Indenture dated as of July 1, 1979, recorded in Book 5554, Page 896, aforesaid records.

7. Restrictions contained in deed of record in Book 5449, Page 607, aforesaid records.

8. All matters including easements, shown on the Plan of record in Plat Book 6900, Page 882, aforesaid records.

9. Lease, dated as of June 18, 1990, by and between Morrison Incorporated, a Delaware corporation, and Plas-Tec, Inc., a Tennessee corporation, as amended by that certain Amendment to Lease, dated as of December 1, 1993, by and between Morrison Restaurants Inc., a Delaware corporation (as successor in interest to Morrison Incorporated), and Plas-Tec, Inc.

Exhibit "C"

Summary of Corporate Reorganizations

01/01/85	-	Morco Industries, Inc., a Mississippi corporation, merged into Morrison Incorporated, a Florida corporation (filed in Mississippi and Florida Secretary of States' Offices)
10/01/87	-	Morrison Incorporated, a Florida corporation, merged into RTMC Acquisition Incorporated, a Delaware corporation, with Morrison Incorporated, a Delaware corporation, as the surviving entity (filed in Delaware and Florida Secretary of States' Offices)
09/30/92	-	Morrison Incorporated, a Delaware corporation, changed its corporate name to Morrison Restaurants Inc., a Delaware corporation (filed in Delaware Secretary of State's Office)
03/09/96	-	Morrison Restaurants Inc., a Delaware corporation, merged into Ruby Tuesday, Inc., a Georgia corporation (filed in Delaware and Georgia Secretary of State's offices).

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STATE OF GEORGIA

COUNTY OF COBB

We, Glenn Davenport and John E. Fountain, the Pres. and CEO and V.P., Gen. Counsel, respectively, of Morrison Health Care, Inc., a Georgia corporation, the within named Grantee, first being duly sworn, make oath as follows:

The fair market value of the Property transferred hereby (being greater than the actual consideration received) is $695,000.00.

(SEAL)

John E. Fountain (SEAL)

Sworn to and subscribed
before me this 25 day
of June, 1998.

Notary Public

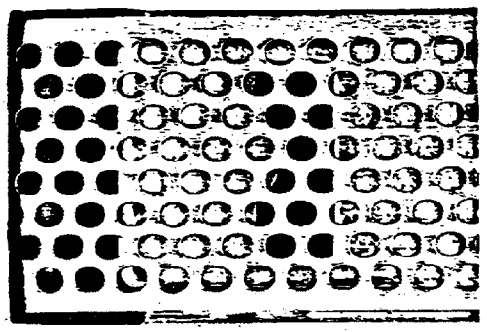
My Commission Expires: 3/22/02

[NOTARY SEAL]

SUE ANN STEPHENS NOTARY PUBLIC COBB COUNTY GEORGIA EXPIRES MAR. 22, 2002

218106

2219 07/10 0101 03CHECK 2602.50



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

RECEIVED OF _____

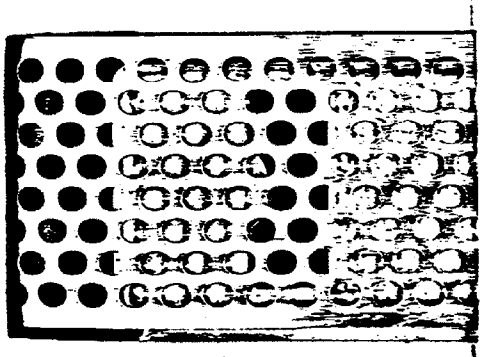
FOR _____

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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	
			695000.00	
			CON TX	2571.50
			PRFEE	1.00
			MDEED	28.00
			CFEE	2.00
			TOTAL	2602.50
			CHECK	2602.50
07/10/98	01		16:00 0001	2219

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK



046122 I
IDENTIF. ↑ REFERENCE

98 JUL 10 PM 3:59
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 1317932