Box 99

This Instrument Was Prepared By:

Jack F. Stringham II, Attorney at Law,
Suite 1500, Nashville City Center,
511 Union Street,
Nashville, Tennessee 37219

BOOK 11330 PAGE 846

LIMITED WARRANTY DEED

ADDRESS OF NEW OWNER:
HERITAGE REDEVELOPMENT, L.L.C.
2027 Wilson Pike
Franklin, Tennessee37067

SEND TAX BILLS TO
Same

MAP/PARCEL
Tax Parcel # 19-18

FOR AND IN CONSIDERATION OF TEN DOLLARS ($10.00) cash in hand paid by the hereinafter named Grantee, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Kraft Foods, Inc., successor in interest to Oscar Mayer Foods Corporation ("the "Grantor") have bargained and sold, and by these presents do transfer and convey unto HERITAGE REDEVELOPMENT, L.L.C. (the "Grantee"), its successors, and assigns, a certain tract or parcel of improved land in Davidson County, Tennessee, described as follows, to-wit:

SEE EXHIBIT A

The legal description contained herein is according to a survey of Wendell H. Talley, Sr., of Barge, Waggoner, Sumner & Cannon, Inc., dated January 11, 1999.

This is improved property known as 201 Cartwright Street, Goodlettsville, Davidson County, Tennessee.

TO HAVE AND TO HOLD said tract or parcel of land, with the appurtenances, estate, title, and interest thereto belonging to the said Grantee, its successors, and assigns forever, and the Grantor does covenant with the said Grantee that it is lawfully seized and possessed of said land in fee simple, have a good right to convey it, and the same is unencumbered, except for current taxes, and the Grantor does further covenant and bind itself, its successor and assigns, to warrant and forever defend the title to the said land to the said Grantee, its successors, and assigns, against the lawful claims of all persons claiming by, through or under Grantor, but no further or otherwise, subject to those matters listed on Exhibit B attached hereto. The use of any gender shall be applicable to all genders.

WITNESS our hands, this 4 day of February, 1999

KRAFT FOOD, INC., a Delaware corporation

By: _____

Raymond J. Herrmann
Assistant Treasurer

0546183
RECORDING & REFERENCE
99FEB-5 PM 3:21
REGISTER
SHELBY COUNTY, TN.
1 PGS 03/05 0101 03CHECK 11127.00

STATE OF ILLINOIS)
COUNTY OF COOK)

Before me, the undersigned authority, a Notary Public in and for the aforesaid state and county, personally appeared Raymond J. Herrmann, in his capacity as Assistant Treasurer of Kraft Foods, Inc., to me known to be the person described therein (or who proved to me to be the same on a satisfactory basis) and being so authorized, acknowledged that the foregoing instrument was executed by him/her for the purposes therein contained.

Witness my hand and seal at office in the aforesaid state and county this 4 day of February, 1999.

Susan H. Arms
Notary Public

My Commission Expires:

12-12-00

"OFFICIAL SEAL"
SUSAN H. ARMS
Notary Public, State of Illinois
My Commission Expires 12/12/00

~~STATE OF TENNESSEE~~ ILLINOIS)
~~COUNTY OF DAVIDSON~~ COOK)

I, hereby swear or affirm that the actual consideration or value, whichever is greater, for this transaction is $3,000,000.00.

Affiant

Subscribed and sworn to before me,
this the 4 day of February, 1999.

Susan H. Arms
Notary Public

My Commission Expires:

12-12-00

"OFFICIAL SEAL"
SUSAN H. ARMS
Notary Public, State of Illinois
My Commission Expires 12/12/00

EXHIBIT A

Legal Description

Being a parcel of land in the City of Goodlettsville, Second Civil District, Eleventh Councilmanic District, Metropolitan Nashville, Davidson County, Tennessee, located at the southerly terminus of Old Stone Bridge Road and along the westerly side of Interstate 65, and being more particularly described as follows:

BEGINNING at an iron pin in the westerly right-of-way line of Old Stone Road Bridge Road, said pin being southeasterly 1,866.84 feet from the easterly right-of-way line of Dickerson Pike;

THENCE, with said westerly right-of-way line, S 25° 42' 00" E, 77.09 feet to an iron pin at its terminus;

THENCE, leaving said right-of-way line with the southerly terminus of Old Stone Bridge Road and the southerly line of Tract No. 3 as shown on the plan of Section One, Old Stone Bridge Subdivision as of record in Book 6250, Page 696, R.O.D.C; N 64° 24' 00" E. 714.05 feet to an iron pin in the westerly right-of-way line of Interstate 65;

THENCE, with said right-of-way line, S 25° 34' 27" E. 2,616.75 feet to an iron pin;

THENCE, leaving said right-of-way line with the northerly line of property conveyed to the City of Goodlettsville by deed of record in Book 6030, Page 624, R.O.D.C. and with the meanders of a drainage ditch the following calls:

S 73° 28' 23" W. 188.40 feet to an iron pin;

S 65° 09' 23" W. 32.20 feet to an iron pin;

S 68° 32' 23" W 163.20 feet to an iron pin;

S 53° 01' 23" W. 61.00 feet to an iron pin;

S 71° 18' 23" W. 65.60 feet to an iron pin;

S 26° 32' 23" W. 39.70 feet to an iron pin;

S 27° 30' 23" W. 41.70 feet to an iron pin;

S 52° 16' 23" W. 103.00 feet to an iron pin;

S 53° 13' 23" W. 49.36 feet to an iron pin in the easterly right-of-way line of the CSX Transportation Railroad as of record in deed from the L&N Railroad in Book 4401, Page 422, R.O.D.C.

THENCE, with said right-of-way line the following calls

with a curve to the left 1,471.28 feet to an iron pin, said curve having a central angle of 08° 00' 54", a radius of 10,517.50 feet, a tangent of 736.84 feet and a chord of N 24° 21' 06" W. 1,470.08 feet,

with a curve to the left 386.12 feet to an iron pin, said curve having a central angle of 05° 09' 14", a radius of 4,292.47 feet, a tangent of 193.19 feet and a chord of N 28° 39' 41" W. 385.99 feet,

with a curve to the left 907.52 feet to an iron pin, said curve having a central angle of 12° 44' 30", a radius of 4,080.84 feet, a tangent of 455.64 feet and a chord of N 37° 31' 10" W. 905.65 feet.

THENCE, leaving said right-of-way line with the southerly line of Tract 2, as shown on the plan of Old Stone Bridge Subdivision Section One as of record in Book 6250, Page 696, R.O.D.C., N 65° 51' 00" E. 182.44 feet to the point of beginning.

Containing 1,873,731 square feet or 43.01 acres, more or less

Being a portion of the same property conveyed to Oscar Mayer Foods Corporation, a Delaware corporation, by Deed of record in book 6022, page 931, Register's Office for Davidson County, Tennessee

EXHIBIT B

Fencing Agreements with Louisville & Nashville Railroad Company as set forth in instrument recorded in Book 2151, page 269 and Book 2155, page 285.

Easement(s) to Madison Suburban Utility District, as set forth in instrument recorded in Book 4419, page 472.

Agreement for Dedication of Easement for Sanitary Sewers, to City of Goodlettsville, as set forth in instrument recorded in Book 4362, page 914.

Easement(s) to Metropolitan Government of Nashville and Davidson County, Tennessee, as set forth in instrument recorded in Book 4580, page 299.

Easement(s) to Madison Suburban Utility District of Davidson County, Tennessee, as set forth in instrument recorded in Book 8835, page 458.

Easement Agreement between Louisville & Nashville Railroad Co. and Oscar Mayer & Co., Inc. as set forth in instrument recorded in Book 5366, page 724.

Easement(s) to Tennessee Electric Power Co., as set forth in instrument recorded in book 653, page 54.

Drainage Easement(s) to State of Tennessee, as set forth in instrument recorded in book 4185, page 983.

Rights of the railroad company servicing the railroad siding located on the insured premises in and to the ties, rails and other properties constituting said railroad siding or in and to the use thereof and also rights of others entitled in and to the use thereof.

Subject to the flow of Mansker Creek.

Building, zoning, fire, health, environment and pollution control laws, ordinances, rules and safety regulations.

Acts done or suffered to be done and judgments against Grantee and those claiming by, through or under Grantee.

Matters shown of Survey Number 98073/1, last revised January 11, 1999, prepared by Barge, Waggoner, Sumner & Cannon, Inc., Surveyors.

OFFICIAL RECEIPT

BILL GARRETT
REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____ BOOK 11330 PAGE 552

FOR _____

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	CFEE	COMPUTER FEE	PRFEE	PROBATE FEE

CASH
3000000.00
CON TX 11100.00
PRFEE 1.00
DEED 24.00
CFEE 2.00
TOTAL 11127.00
CHECK 11127.00
02/05/99 01 15:21 0001 2788

0546183
IDENTIF. & REFERENCE

99 FEB -5 PM 3:21
REGISTER'S OFFICE
DAVIDSON COUNTY, TN.

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

No. 1422105