Box 49

S.T.C. TRACT
REFERENCE:
See Exhibit "A" attached hereto and made a part hereof.

BOOK 11497 PG. 318

WARRANTY DEED

THIS INDENTURE, made and entered into this 25th day of May, 1999, by and between KFC NATIONAL MANAGEMENT COMPANY, a corporation organized and existing under and by virtue of the laws of the State of Delaware, party of the first part, and AJS ASSOCIATES, a Kentucky General Partnership, party of the second part,

WITNESSETH: That for and in consideration of Ten Dollars ($10.00), cash in hand paid, and other good and valuable considerations, the receipt of all of which is hereby acknowledged, the said party of the first part has bargained and sold and does hereby bargain, sell, convey and confirm unto the said party of the second part the following described real estate, situated and being in Davidson County, State of Tennessee as further described in **Exhibit "A"** attached hereto and made a part hereof:

TO HAVE AND TO HOLD the aforesaid real estate together with all the appurtenances and hereditaments thereunto belonging or in any wise appertaining unto the said party of the second part, its heirs, or successors and assigns in fee simple forever.

The said party of the first part does hereby covenant with the said party of the second part that it is lawfully seized in fee of the aforedescribed real estate; that it has a good right to sell and convey the same; that the same is unencumbered, and that the title and quiet possession thereto it will warrant and forever defend against the lawful claims of all persons.

Whenever the word "party" is used herein, it shall mean "parties" if there are more than one person referred to and whenever pronouns occur herein, they shall be construed according to their proper gender and number according to the context of this instrument.

IN WITNESS WHEREOF, party of the first part has caused this instrument to be executed by and through its duly authorized officers the day and year first above written.

KFC NATIONAL MANAGEMENT COMPANY

By: _____
James A. McDermott III, Attorney-in-Fact pursuant to that certain Special Power of Attorney dated April 12, 1999

ATTEST: Cynthia Maddox
Name: Cynthia Maddox
Title: Senior Attorney, Asst. Secretary

(CORPORATE SEAL)

059 92086

99 MAY 27 PM 2:02

* *

STATE OF KENTUCKY, COUNTY OF Jefferson

Before me, the undersigned Notary Public in the State and County aforesaid, personally appeared James A. McDermott III with whom I am personally acquainted and who, upon oath, acknowledged himself to be the James A. McDermott III, Attorney-in-Fact pursuant to that certain Special Power of Attorney dated April 12, 1999 of KFC NATIONAL MANAGEMENT COMPANY the within named bargainor, a corporation, and that he as such employee, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by himself as such James A. McDermott III, Attorney-in-Fact pursuant to that certain Special Power of Attorney dated April 12, 1999.

WITNESS my hand and Official Seal at office this 24th day of May, 1999.

My commission expires IT 6-2006

Notary Public

(NOTARY SEAL)

I:\1999DIV\AJS-ASSO\DEED-DVD.DOC

BOOK 11437 PG. 319

(FOR RECORDING DATA ONLY)

* *

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 $2,199,100 ^{00}, which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

Richard F Schluer

Affiant

Subscribed and sworn to before me this 24th day of May, 1999.

Donna J. Katz

Notary Public

Property address: See Exhibit "A" attached hereto and made a part hereof.

Mail tax bills to: (Person or Agency responsible for payment of taxes)
AJS Associates
7604 State Highway 60
Sellersburg, IN 47172

This instrument prepared by:
Sherry D. Olson, P.C.
6320 Amherst Court, Suite 100
Norcross, Georgia 30092

State tax _____ $ _____
Register's fee _____
Recording fee _____
Total _____
T.G. #

Return to:
Sherry D. Olson, P.C.
6320 Amherst Court, Suite 100
Norcross, Georgia 30092

82-13-132

108-1-67

19-14-10

60-8-75

91-14-91

43-9-11

I:\1999DIV\AJS-ASSO\DEED-DVD.DOC

1486 05/27 0101 03CHECK 8171-6

EXHIBIT A

Land in Davidson County, Tennessee, being Lots 2 and 3 on the Map of West Nashville Heights as of record in Book 332, page 127, said Register's Office, and the southerly half of a 12 foot alley #1520 closed by ordinance #67-102 of the Metropolitan Council described as follows:

Lots Nos. 2 and 3 and the southerly half of a 12 foot alley front 100 feet on the northerly side of Charlotte Pike and runs back 168.2 feet on the westerly line and 164.0 feet on the easterly line to a line in the rear which measures 100 feet thereon.

The above described property was conveyed to KFC National Management Company by deed from J. Marvin Hopper of record in Book 6262, page 601, Register's Office for Davidson County, Tennessee.

Unit No. Y063104
5802 Charlotte Avenue
Nashville, TN
Davidson County

Property located in the 20th Councilmanic District of Nashville, Davidson County, Tennessee. Being more particularly described according to a survey by Miller/Wihry Inc., dated August 28, 1984 as follows:

BEGINNING at an iron rod on the Westerly Right-of-Way of 8th Ave North (Tenn. D.O.T. Project No. M-447(1) said rod being 221 feet more or less south of the Southern Right-of-Way of Jefferson St., thence with said Right-of-Way of 8th Ave. North along a curve to the left having a Radius of 4953.07 Feet, an Arc Length of 137.44 Feet and a Chord Bearing of South 29 Degrees 40 Minutes 17 Seconds East to an iron rod; thence continuing with said Right-of-Way with a Bearing of South 30 Degrees 28 Minutes 18 Seconds East a Distance of 90.59 Feet to an iron rod; thence leaving said Right-of-Way along a Bearing of South 58 Degrees 54 Minutes 15 Seconds West a Distance of 107.65 Feet to a point; thence along a Bearing of North 31 Degrees 15 Minutes 36 Seconds West a Distance of 155.00 Feet to an iron rod; thence along a Bearing of South 60 Degrees 32 Minutes 24 Seconds West a Distance of 122.60 Feet to a P.K. Nail on the Eastern Right-of-Way of 9th Ave. North; thence with said Right-of-Way along a Bearing of North 31 Degrees 12 Minutes 18 Seconds West a Distance of 28.00 Feet to a P.K. Nail; thence leaving said Right-of-Way along a Bearing of North 60 Degrees 32 Minutes 26 Seconds East a Distance of 122.57 Feet to an iron rod; thence with a Bearing of North 31 Degrees 15 Minutes 36 Seconds West a Distance of 52.22 Feet to an iron rod; thence with a Bearing of North 64 Degrees 42 Minutes 00 Seconds East a Distance of 112.96 Feet to the Point of Beginning, containing 0.6618 Acres more or less.

Being part of the same property conveyed to Harris A. Gilbert, Trustee, for Harris A. Gilbert, Pauline Gilbert Bader and Charles Gilbert, Jr. by deeds from H. B. Buntin, et ux Willie J. Buntin; L. C. Anderson, et ux Lola B. Anderson; E. C. Duke, et ux Matilou Duke; Regina Schatten Leven, et vir Morris A. Leven; Leon Gilbert; and Cleary Gilmore said deeds being of record in the Register's Office for Davidson County, Tennessee as follows:

Book 4391, page 41; Book 4159, page 597; Book 3938, page 485; Book 3910, page 911; Book 3671, page 556; and Book 4312, page 338.

As shown in that certain Survey of Property dated August 28, 1984 prepared by Jerry L. Morrow, Tennessee Registered Land Surveyor #777 of Miller Wihry, Inc., File No. 21786-6.

Unit # Y063110
1027 8th Avenue N.
Nashville, TN
Davidson County

EXHIBIT "A"

Land in Davidson County, Tennessee, being the resubdivision of the remainder of the northern 100 feet of Lot 5 of the Map of the E. A. Lindsey's Subdivision, recorded in Book 547, page 144, and being Lot 1, on Cecelia Binkley's Resubdivision, of record in Book 5190, page 128, Register's Office for Davidson County, Tennessee.

Beginning at a point in the east right-of-way of Dickerson Pike, said point being 668' more or less south of the center line of Ewing Drive; thence with a line common to Parcel 76, North 79° 16' 17" West 250 feet to a point; thence with a line common to Parcel 81, North 14 ° 11' 04" East 100.22 feet to a point; thence South 79° 16' 35" East 250 feet to a point in the east right-of-way of Dickerson Pike; thence along the right-of-way of said Pike with a curve to the left having a radius of 2200 feet, a length of 100.22 feet to the point of beginning, and containing 0.5737 acres, more or less.

Being the same property conveyed to Marvin Hopper Enterprises, Inc., by deed from Cecilia Grace Tinnin Binkley and husband, William E. Binkley, as of record in Book 5313, page 607, Register's Office for Davidson County, Tennessee, and being the same property conveyed to J. Marvin Hopper by deed from Marvin Hopper Enterprises, Inc. of record in Book 6260, page 734, said Register's Office.

As shown in that certain Boundary and As-Built Survey dated May 11, 1999 prepared by Philip E. Holmes, Jr., Tennessee Registered Land Surveyor No. 1728 of Volunteer Surveying, File Number 99068.

Unit No. Y063115
3035 Dickerson Road
Nashville, TN
Davidson County

EXHIBIT "A"

A tract of land located in Metropolitan Nashville and Davidson County, Tennessee, being known as Parcel 10 on Map 19-14 of the Tax Assessor's Office for Davidson County, Tennessee, also being known as Lot 1 on the Revised plan of Northgate Park, Section 13, as of record in Plat Book 6200, page 178, of the Register's Office for Davidson County, Tennessee, being more particularly described as follows:

BEGINNING at the point of intersection of the easterly right of way margin of East Cedar Street and the northerly right of way margin of Long Hollow Pike, thence with the northerly right of way margin of Long Hollow Pike along a curve to left 384.15 feet to a concrete monument, thence continuing with the northerly right of way margin of Long Hollow Pike North 34 deg. 51' 56" West 31.91 feet to an iron pin being the true point of beginning, thence North 55 deg. 12' 58" West 249.39 feet to an iron pin, thence North 38 deg. 41' 35" East 140.67 feet to an iron pin, thence South 55 deg. 08' 04" East 240.00 feet to an iron pin, thence South 34 deg. 51' 56" West 140.00 feet to an iron pin being the true point of beginning containing 34,300.15 square feet or 0.7874 acres, more or less.

Being the same property conveyed to KFC NATIONAL MANAGEMENT COMPANY, A DELAWARE CORPORATION by deed from WINNERS CORPORATION, A TENNESSEE CORPORATION of record in Book 7853, page 424, Register's Office for Davidson County, Tennessee.

As shown in that certain Boundary and As-Built Survey dated March 30, 1989 prepared by Michael V. Holmes, Tennessee Registered Land Surveyor No. 213 of Michael V. Holmes & Associates, Inc.

Unit No. Y063121
314 Long Hollow Pike
Goodlettsville, TN
Davidson County

EXHIBIT "A"

A tract of land located in Metropolitan Nashville ad Davidson County, Tennessee being known as Parcel 67 on Map 108-1 of the Tax Assessor's Office for Davidson County, Tennessee, also being known as Lot 1 on the Plan of Aero Center, Section One, as of record in Plat Book 5190, page 614, of the Register's Office for Davidson County, Tennessee, being more particularly described as follows:

BEGINNING at a P.K. Nail in the Northeast corner of Intersection of Royal Parkway and Donelson Pike, thence North 08 deg. 21' 00" East 25.00 feet to a monument, thence North 08 deg. 21' 00" East 105.00 feet to a monument, thence South 81 deg. 39' 00" East 200.00 feet to an iron pin, thence South 08 deg. 21' 00" West 130.00 feet to an iron pin, thence north 81 deg. 39' 00" West 200.00 feet to a P.K. Nail being the point of beginning containing 26,000.00 square feet or 0.5969 acres, more or less.

Being the same property conveyed to KFC NATIONAL MANAGEMENT COMPANY, DELAWARE CORPORATION by deed from WINNERS CORPORATION, A TENNESSEE CORPORATION of record in Book 7853, page 416, Register's Office for Davidson County, Tennessee.

As shown in that certain Boundary and As-Built Survey dated March 30, 1989 prepared by Michael V. Holmes, Tennessee Registered Land Surveyor No. 213 of Michael V. Holmes & Associates, Inc., Job No. 89-034.

Unit No. Y063122
541 Donelson Pike
Nashville, TN
Davidson County

A tract of land located in Metropolitan Nashville and Davidson County, Tennessee, being Parcel 11 on Map 43-9 of the Tax Assessor's Office for Davidson County, Tennessee, also being part of Lot 1 on the Plan of Division of the Gee Lands, as of record in Plat Book 33E, page 74, of the Register's Office for Davidson County, Tennessee, also being lots 12,13 and 14 on the Unrecorded Plan of Subdivision of the East Part of Lot 1 of the Gee Lands, being more particularly described as follows:

BEGINNING at the point of intersection of the easterly right of way margin of Gallatin Pike and the southerly right of way margin of Williams Avenue, thence South 01 deg. 26' 00" West 17.51 feet to an iron pin being the true point of beginning; thence South 01 deg. 26' 00" West 159.59 feet to a iron pin; thence North 88 deg. 34' 00" West 175.00 feet to an iron pin; thence North 01 deg. 26' 00" East 177.56 feet to an iron pin; thence with a curve to the right (having a central angle of 97 deg. 35' 00" and a radius of 20.00 feet) a distance of 34.06 feet to an iron pin; thence South 80 deg. 59' 00" East 136.19 feet to a iron pin; thence with a curve to the right (having a central angle of 82 deg. 25' 00" and a radius of 20.00 feet) a distance of 28.77 feet to an iron pin being the true point of beginning containing 32,852.00 square feet or 0.754 acres, more or less.

Being the same property conveyed to KFC NATIONAL MANAGEMENT COMPANY, A DELAWARE CORPORATION by deed from WINNERS CORPORATION, A TENNESSEE CORPORATION of record in Book 7853, page 420, Register's Office for Davidson County, Tennessee.

As shown in that certain Boundary and As-Built Survey dated March 30, 1989 prepared by Michael V. Holmes, Tennessee Registered Land Surveyor No. 213 of Michael V. Holmes & Associates, Inc., Job No. 89-035.

Unit No. Y063123
415 Gallatin Road N
Madison, TN
Davidson County

OFFICIAL RECEIPT

BILL GARRETT
REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 11497 PG. 326

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

05920086

MEMO: [illegible] REFERENCE

99 MAY 27 PM 2:02

REGISTER
DAVIDSON COUNTY, TN.

CAMT 2199100.00
CON TX 8136.67
PRFEE 1.00
WDEED 32.00
CFEE 2.00
TOTAL 8171.67
CHECK 8171.67

05/27/99 01 -14:06 0001 1489

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

No. 1466062