BOOK 11523 PG. 819

THIS DOCUMENT WAS PREPARED BY:
Taco Bell Corp.
17901 Von Karman Avenue, M.D. 711
Irvine, CA 92614
(949) 863-4987

WHEN RECORDED RETURN TO:

SEND SUBSEQUENT TAX BILLS TO:
Taco Bell of America, Inc.
c/o Tricon Tax Dept., Store No.: **2230**
P.O. Box 35370
Louisville, KY 40232/5370
PURSUANT TO TCA 67-4-409(E)
NO TRANSFER TAX IS DUE.

99 JUN 11 AM 9:44
BILL GARDENHIRE
DAVIDSON COUNTY REGISTER
DAVIDSON COUNTY, TN.

MAIL ENV.

0598708
IDENTIFICATION REFERENCE

WARRANTY DEED

STATE OF TENNESSEE)
) **SS.**
COUNTY OF DAVIDSON)

KNOW ALL MEN BY THESE PRESENTS, That in consideration of One Dollar ($1.00) to the undersigned grantor, **TACO BELL CORP., a California corporation** (who took title as Taco Bell, Inc., a California corporation), whose mailing address is 17901 Von Karman Avenue, Mail Drop 711, Irvine, California 92614, in hand paid by the grantee, **TACO BELL OF AMERICA, INC., a Delaware Corporation**, whose mailing address is 17901 Von Karman, Mail Drop 711, Irvine, California 92614, the receipt of which is hereby acknowledged, the said TACO BELL CORP., does by these presents, grant, bargain, sell and convey unto the said TACO BELL OF AMERICA, INC., the property located at 4422 Lebanon Rd., Hermitage, TN, County of Davidson, more particularly described on **Exhibit "A"** attached hereto and incorporated herein by reference.

Prior Instrument Reference: 5955, 507

Together with all and singular, the rights, members, privileges and appurtenances thereunto belonging or in any wise appertaining;

TO HAVE AND TO HOLD, to the said TACO BELL OF AMERICA, INC., a Delaware corporation, its successors and assigns forever in fee simple.

And TACO BELL CORP., does for itself and for its successors and assigns, covenant with said TACO BELL OF AMERICA, INC., its successors and assigns, that it is lawfully seized in fee simple of said premises; subject to any and all valid restrictions, servitude's, mineral conveyances and/or reservations of record affecting same; that it has good right to sell and convey same as aforesaid; that it will, and its successors and assigns shall warrant and defend the same to the said TACO BELL OF AMERICA, INC., its successors and assigns forever, against the lawful claims of all persons.

Store No. 2230

IN WITNESS WHEREOF, the said Taco Bell Corp., by its duly authorized officer, has hereto set its signature and seal, this the 27 day of April, 1999.

Taco Bell Corp., a
California corporation

By: _____

(Please type or print Name)
Max Craig

Its: Vice President
Chief Financial Officer
(Title)

Signed and acknowledged
in the presence of:

Eddrea A. Woodbury

EDDREA A. WOODBURY
(Please type or print Name)

[AFFIX CORPORATE ACKNOWLEDGMENT HERETO]

Store No. 2230

EXHIBIT 'A'

LEGAL DESCRIPTION

Real Estate in Davidson County, Tennessee, as follows:

Land in the 4th Civil District of Davidson County, Tennessee, being Lot No. 1 on the Plan of Burger Queen Enterprises, Inc.'s Lebanon Road Subdivision, as of recorded in Book 4885, page 131, Register's Office for said County.

Sat Lot No. 1 fronts 160.00 feet on the northerly side of Lebanon Road, and extends back 160.00 feet on the easterly line and 160.05 feet on the westerly line, to a line in the rear on which it measures 160.00 feet thereon.

Said property is additionally described as follows:

Being a tract of land in the 4th Civil District of Davidson County, Tennessee, as of record in Book 4960, page 544, Register's Office for said County, and described as follows:

Beginning at an existing iron pin in the North margin of Lebanon Road, said point being the Southeast corner of herein described tract, thence with the North margin of said road South 88 degrees 02 minutes West 146.71 feet to an iron pin, thence with a curve to the left having a radius of 1597.70 feet for a distance of 13.52 to an existing iron pin, thence leaving the North margin of said road North 0 degrees 05 minutes East 160.01 feet to an existing iron pin, thence North 88 degrees 02 minutes East 160.03 feet to an iron pin, thence South 0 degrees 02 minutes West 159.68 feet to the point of beginning containing 0.59 acre more or less, according to a survey by Caldwell Engineering and Surveying dated April 13, 1982.

AFTER RECORDING, MAIL TO:
CHICAGO TITLE INSURANCE CO.
ATTN: ZANE ZIELINSKI
171 N. CLARK ST. - MLC: 04SP
CHICAGO, IL 60601

97 0127553
11 01/30/97 03:47PM
18.00

ALL-PURPOSE ACKNOWLEDGMENT

State of CALIFORNIA

County of ORANGE

On 27 APRIL, 1999 before me, BJ LIBBY, NOTARY PUBLIC,
Date

Personally appeared MAX CRAIG, VICE PRESIDENT,
Name(s) of signer(s)

[X] personally known to me **OR** [_] proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity(ies) and that by his signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

Witness my hand and official seal

SIGNATURE OF NOTARY

B J LIBBY
Commission # 1108356
Notary Public - California
Orange County
My Comm. Expires Sep 7, 2000

CAPACITY CLAIMED BY SIGNER

[_] INDIVIDUAL(S)

[X] CORPORATE VICE PRES.
OFFICER(S)
TITLE(S)

[_] PARTNER(S)
[_] ATTORNEY-IN-FACT
[_] TRUSTEE(S)
[_] SUBSCRIBING WITNESS
[_] GUARDIAN/CONSERVATOR
[_] OTHER

SIGNER IS REPRESENTING:
NAME OF PERSON(S) OR ENTITY(IES)
TACO BELL CORP.
a California corporation

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