Instr:200005050045791 Page: 1 OF 4
REC'D FOR REC 05/05/2000 3:28:19PM
RECORD FEE: $19.00
M. TAX: $0.00 T. TAX: $1850.00

Box 49

SPECIAL WARRANTY DEED

TO:	TRACE CREEK SHOPS, LLC, a Tennessee limited liability company	This instrument was prepared by: C. Mark Carver, Esq. Sherrard & Roe, PLC 424 Church Street, Suite 2000 Nashville, TN 37219
FROM:	KROGER LIMITED PARTNERSHIP I, an Ohio limited partnership	

Address New Owner(s) as Follows:	Send Tax Bills To:	Map/Parcel Numbers
Trace Creek Shops, LLC Attn: Timothy H. Lehning 3200 West End Avenue, Suite 401 Nashville, TN 37203	Same	155-0-124

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration for this transfer is $500,000.00.

Edward L Yoder
Affiant

Sworn to and subscribed before me, this 27th day of April, 2000.

Pamela D. Hampton
Notary Public

My Commission Expires: My Commission Expires 12/17/03

NOTARY PUBLIC AT LARGE PAMELA D. HAMPTON CHEATHAM COUNTY TENNESSEE

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION OF the sum of Ten Dollars, cash in hand paid by the hereinafter named Buyer, and other good and valuable considerations, the receipt of which is hereby acknowledged, **Kroger Limited Partnership I**, an Ohio limited partnership (hereinafter called the "Seller"), has bargained and sold, and by these presents does transfer and convey unto **Trace Creek Shops, LLC**, a Tennessee limited liability company (hereinafter called the "Buyer"), and Buyer's successors and assigns, all of Seller's interest as owner in a certain tract of land in Davidson County, Tennessee, described on Exhibit A attached hereto and incorporated herein by reference, and any improvements thereon.

The above-referenced property is conveyed subject to the matters set forth on Exhibit B attached hereto and incorporated herein by reference.

TO HAVE AND TO HOLD the said real property, together with all rights and appurtenances thereunto belonging or in any wise appertaining to Buyer, its successors and assigns, forever in fee simple.

Seller further covenants and binds itself, its representatives, successors and assigns to warrant specially and forever defend the title to said real estate to Buyer, and Buyer's successors and assigns, against the lawful claims of all persons claiming through and under Seller (other than claims arising out of the matters set forth in Exhibit B hereto), but not further or otherwise. Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

IN WITNESS WHEREOF, Seller has caused this Special Warranty Deed to be executed effective as of the _____ day of April, 2000.

GRANTOR:

Kroger Limited Partnership I,
an Ohio limited partnership

By: KRGP Inc., an Ohio corporation,
its general partner

APPROVED LAW DEPT.

By: _____

Title: VICE PRESIDENT

STATE OF OHIO)
COUNTY OF HAMILTON)

Before me, Wanda J Rakis, a Notary Public of said County and State, personally appeared BRUCE M. GACK, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be VICE PRESIDENT (or other officer authorized to execute the instrument) of KRGP Inc., an Ohio corporation and the general partner of Kroger Limited Partnership I, the within named bargainor, a limited partnership, and that he as such VICE PRESIDENT executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by him self as VICE PRESIDENT.

Witness my hand and seal, at Office in CINCINNATI, OHIO, this 26 day of April, 2000.

WANDA J. RAKIS
Notary Public, State of Ohio
My Commission Expires April 15, 2003

Wanda J Rakis
Notary Public

NOTARIAL SEAL OHIO

My Commission Expires:_____

199906.01 4864-0001

EXHIBIT A

PROPERTY DESCRIPTION

Being land in Davidson County, Tennessee known as Lot 4, on the Plan of Resubdivision of Lot 1, Trace Creek Center of Pasquo, as shown on Plat of record in Instrument #200002090013330, Register's Office for Davidson County, Tennessee.

Being a portion of the property conveyed to Kroger Limited Partnership I, an Ohio limited partnership, by Deed of Record in Book 10787, page 956, Register's Office for Davidson County, Tennessee.

EXHIBIT B

PERMITTED EXCEPTIONS

1. Taxes and assessments for the year 2000 and all subsequent years.

2. All matters shown on Plat recorded in Book 11190, page 38, Register's Office of Davidson County, Tennessee.

3. All matters shown on Plat recorded in Book 9700, page 590, aforesaid records.

4. Agreement for Dedication of Sewer Line, as set forth in instrument recorded in Book 7243, page 348, aforesaid records.

5. Agreement for Dedication of Easement(s) for Sewer Line as set forth in instrument recorded in Book 7172, page 926, aforesaid records.

6. Rights of Ingress and Egress to Cemetery as shown on the recorded plan in the aforesaid records.

7. All matters shown on Plat recorded in Instrument #200002090013330.

8. All matters of survey.

9. Declaration of Reciprocal Easements and Restrictions by Kroger Limited Partnership I, an Ohio limited partnership, dated and recorded in the aforesaid records on or about the date of this Special Warranty Deed.

10. Sign Easement Agreement by Kroger Limited Partnership I, an Ohio limited partnership, dated and recorded in the aforesaid records on or about the date of this Special Warranty Deed.

11. Easement Agreement between Harpeth Heights Baptist Church and Kroger Limited Partnership I, an Ohio limited partnership, dated and recorded in the aforesaid records on or about the date of this Special Warranty Deed.