Prepared by: John G. Doak, Sr., Atty., 2525 Lebanon Road, Nashville, TN., 37214, Sup. Ct. # 2343

SPECIAL WARRANTY DEED

From: Jack D. Brown and James E. Nichols
To: Frito-Lay, Inc
Address: Attn: Clint B. Bixler 7701 Legacy Drive MD 4A-247 Plano, Texas 75024-4099

Send Tax Bills To: same

Map 94 parcels 163, 178, and 170

State of Tennessee
Davidson County

The actual consideration or value, whichever is greater, for this transfer is: $ 583,039.07

Affiant

Sworn to and subscribed before me on 8-24-00

My Commission Expires 11-29-03

Notary Public

JOYCE B. DONEHUE NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENNESSEE

FOR AND IN CONSIDERATION of the sum of Five Hundred Eighty Three Thousand Thirty Nine Dollars and Seven Cents ($583,039.07) cash in hand paid to Grantors Jack D. Brown and James E. Nichols by Grantee, Frito-Lay, Inc., Grantors, have this day bargained & sold, and do hereby transfer & convey unto Grantee, its successors and assigns, certain real estate in Davidson County Tennessee.

The Real property described in Exhibit "A", Revised, 8/23/2000, attached hereto, is hereby incorporated by this reference and made a part hereof:

This is unimproved property,

TO HAVE AND TO HOLD the said real estate, with the appurtenances, estate, title and interest thereto belonging to the said grantee, successors and assigns forever; and Grantors warrant that they are lawfully seized and possessed of said real property in fee simple, that they have good and lawful right to convey the same, and that the same is unencumbered except for Metro real property taxes for 2000 (which have been pro-rated and assumed by Grantee), and the following:

Any facts, rights, interests, easements or claims thereof which are not shown on the public record.

The Encroachment of a metal storage building located on the Westerly line of Lot No. 55, Clovernook of record in plat Book 2900 page 52 Register's Office for Davidson County Tennessee. (Only affects Parcel 1), Shown on sheet 1 of 1 of the ALTA/ACSM Land Title Survey, dated 8/5/2000 and last revised August 21st, 2000, Job # 2000-80 Work Order 6473 Approved by David A. Johnson (Tennessee No. 1352) of Ragan–Smith Associates ("The Survey").

An agreement for the dedication of easement for sanitary sewers and/or storm drainage of record in Book 6733, page 908, which voids, vacates and supersedes the easement of record in Book 6447, page 737, RODC. as shown on The Survey (Affects parcels 1, 2, and 3)

The Deed of record in Book 6345, page 394, RODC, refers to a 20 foot utility and drainage easement across it, and contains the following statement "The above described real property is conveyed without any direct access to a public road". Note: Parcel 3 does not have access to a public right of way (Affects Parcels 1, 2 and 3).

TVA Easement of record in Book 1291, page 115, RODC, as shown on The Survey (Affects Parcels 1 and 2)

TVA easement of record in Book 1163, page 167, RODC, as shown on The Survey (Affects Parcels 1 and 2)

TVA easement of record in Book 1174 page 42, RODC, as shown on The Survey (Affects Parcels1 and 2)

TVA easement as shown on TVA drawing No LW-20S, South Nashvi11e-Green River Transmission Line (Affects Parcels 2 and 3)

General Note on The Survey stating that Parcel 3 has not been approved by the Metropolitan Planning Commission.

10 Foot drainage easement and 20 foot Sanitary Sewer Easement of record in Book 8012, page 137 as shown on The Survey

Any Metro Zoning rules, regulations, and ordinances that are applicable to the premises.

and, Grantors, heirs, and representatives further warrant to forever defend the title to said real property to Grantee, successors and assigns, against the lawful claims of all persons and/or entities claiming by through or under Grantors.

Instr:200008250084237 Page: 1 OF 5
REC'D FOR REC 08/25/2000 2:44:37PM
RECORD FEE: $23.00
M. TAX: $0.00 T. TAX: $2157.24

IN WITNESS WHEREOF, Grantors have hereunto set our hands on 8/24/2000.

Jack D. Brown

James E. Nichols

State of Tennessee
County of Davidson

Personally appeared before me, the undersigned, a Notary Public in and for said State and County, the within named, **Grantors, Jack D. Brown, and James E. Nichols, who are one and the same persons as the Grantees, J. D. Brown and J.E. Nichols, mentioned in Book 5557 page 304 RODC;** with both of whom I am personally acquainted, and they did each swear to and subscribe the same; and they did each acknowledge that they and each of them, had executed the same as the free act and deed of each and for the purposes therein contained.

Witness my hand and seal at office in Davidson County, Tennessee on 8/24/2000.

Notary Public

My Commission Expires: 3/24/2001

NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

Exhibit "A" (Revised 8/23/2000)

The following tracts are described according to a survey dated August 5, 2000, prepared by David A. Johnson, Registered Land Surveyor Tennessee No. 1352, Ragan Smith Associates, 315 Woodland Street, Nashville, TN 37206:

PARCEL NO. 1:

A tract of land in the 15th Councilmanic District of Metropolitan Nashville, Davidson County, Tennessee, being the property of J. D. Brown and J. E. Nichols, as of record in Deed Book 5557, Page 304 and the Deed of Correction in Book 5569, Page 735, Register's Office for Davidson County, (R.O.D.C.), Tennessee and being more particularly described as follows:

COMMENCING at an existing concrete monument the common property corner of Riverhills Industrial Park, Section 21, Lot 1, as of record in Plat Book 5210, Page 264, (R.O.D.C.), Tennessee and Clover Nook, Lot 56, as of record in Plat Book 2900, Page 52 (R.O.D.C.), Tennessee. Said existing concrete monument is North 07° 15' 05" East, 118.89 feet from the POINT OF BEGINNING and proceeding as follows:

1. From the POINT OF BEGINNING and with the common property line of Clover Nook, Lot 56, South 07° 15' 05" West, 214.62 feet to an existing iron rod at the westerly terminus of Hickorydale Drive, (a 50.00-foot wide right-of-way); thence,

2. With the westerly terminus of Hickorydale Drive, (a 50.00-foot wide right-of-way), South 07° 28' 45" West, 50.11 feet to an existing concrete monument at the Northwest corner of Clover Nook, Lot 55; thence,

3. Leaving said terminus and with the common property line of Clover Nook, Lot 55, and Reserve Parcel B, South 07° 31' 21" West, 633.76 feet to an existing concrete monument in the westerly terminus of Tulip Hill Drive, (a 50.00-foot wide right-of-way); thence,

4. With the westerly terminus of Tulip Hill Drive, (a 50.00-foot wide right-of-way); and Clover Nook, Lot 39, South 07° 42' 34" West, 375.43 feet to an iron rod new; thence,

5. Leaving the westerly property line of Clover Nook, Lot 39, with a new line severing the property of J. D. Brown and J.E. Nichols, as of record in Deed Book 5557, Page 304, and the Deed of Correction in Book 5569, Page 735, R.O.D.C., Tennessee, South 85° 27' 32" West, 33.70 feet to an iron rod new; thence,

6. North 54° 07' 50" West, 23.76 feet to an iron rod new; thence,

7. North 41° 47' 38" West, 37.73 feet to an iron rod new; thence,

8. North 25° 39' 04" West, 40.05 feet to an iron rod new; thence,

9. North 57° 32' 36" West, 21.70 feet to an iron rod new; thence,

10. North 10° 03' 41" East, 40.40 feet to an iron rod new; thence,

11. North 38° 36' 33" West, 54.92 feet to an iron rod new; thence,

12. North 65° 36' 09" West, 100.67 feet to an iron rod new; thence,

13. North 66° 58' 18" West, 23.43 feet to an iron rod new, in the East line of Jack D. Brown and James E. Nichols Property, of record in Deed Book 6345, Page 394, R.O.D.C., Tennessee; thence,

14. With Jack D. Brown and James E. Nichols, North 07° 06' 56" East 270.79 feet to an iron rod new, said rod being the Southeast corner of Jack D. Brown and James E. Nichols Property, of record in Deed Book 8012, page 134, R.O.D.C.; thence,

15. With the line of Jack D. Brown and James E. Nichols, as of record in Deed Book 8012, Page 134, R.O.D.C.,Tennessee, North 00° 42' 22" West, 857.84 feet to an iron rod new, said rod being a corner to the W. L. Hailey & Company, Inc. Property of record in Deed Book 5806, Page 532, R.O.D.C.; thence,

16. With W. L. Hailey & Company, Inc., North 00° 49' 01" East, 10.47 feet to an iron rod new, said rod being a corner the Reserve Parcel "A", of record in Plat Book 5210, Page 264, R.O.D.C.; thence,

17. With Reserve Parcel "A" and Anderson, Yates and Anderson, of record in Deed Book 6394, Page 503, R.O.D.C., North 86° 41' 36" East, 60.00 feet to an existing iron rod; thence,

18. South 02° 45' 37" East, 37.11 feet to an iron rod new; thence,

19. South 79° 02' 40" East, 320.93 feet to the point of beginning and containing 379,235 Square Feet or 8.706 Acres more or less.

Being a portion of the same property conveyed to J. D. Brown and J. E. Nichols by deed from Riverhills, Inc., of record in Book 5557, page 304, and by Deed of Correction of record in Book 5569, page 735, Register's Office for Davidson County, Tennessee.

PARCEL NO. 2:

A tract of land in the 15th Councilmanic District of Metropolitan Nashville, Davidson County, Tennessee, being the property of Jack D. Brown and James E. Nichols, as of record in Deed Book 8012, Page 134, Register's Office for Davidson County, (R.O.D.C.), Tennessee and being more particularly described as follows:

COMMENCING at an existing concrete monument on the easterly right-of-way line of Spence Lane, (a 60.00-foot wide right-of-way), in the westerly property line of W. L. Hailey & Company, Inc., as of record in Deed Book 5806, Page 532, (R.O.D.C.), Tennessee. Said existing concrete monument is North 04° 32' 57" East, 25.44 feet from the POINT OF BEGINNING, an existing iron rod and proceeding as follows:

1. From the POINT OF BEGINNING and with the common property line of W. L. Hailey & Company, Inc., North 80° 42' 44" East, 697.38 feet to an existing iron rod; thence,

2. North 87° 33' 33" East, 149.52 feet to an iron rod in the line of J. D. Brown and J. E. Nichols, as of record in Deed Book 5557, Page 304, R.O.D.C., Tennessee; thence,

3. Leaving W. L. Hailey & Company, Inc., property and with the line of J. D. Brown and J. E. Nichols, as of record in Deed Book 5557, Page 304, R.O.D.C., Tennessee, South 00° 42' 22" West, 857.84 feet to an iron rod new in the line of Jack D. Brown and James E. Nichols, as of record in Deed Book 6345, Page 394, R.O.D.C., Tennessee; thence,

4. With the line of Jack D. Brown and James E. Nichols, as of record in Deed Book 6345, Page 394, R.O.D.C., Tennessee and this tract, South 64° 30' 48" West, 176.60 feet to an existing iron rod in the line of Thomas W. Beasley, of record in Deed Book 10552, Page 265, R.O.D.C., Tennessee; thence,

5. With the common property line of Thomas W. Beasley, of record in Deed Book 10552, page 265, R.O.D.C., Tennessee, North 43° 26' 45" West, 380.26 feet to an existing iron rod; thence,

6. North 28° 08' 55" West, 229.17 feet to an existing iron rod; thence,

7. North 33° 19' 13" West, 209.63 feet to an existing iron rod; thence,

8. In a northwesterly direction and with a 200.00-foot radius curve to the left for an arc distance of 216.22 feet and a chord bearing and distance of North 64° 16' 43" West, 205.84 feet to an existing iron rod on the easterly right-of-way line of Spence Lane; thence,

Exhibit "A" (Revised 8/23/2000)

9. With said right-of-way line and in a northeasterly direction and with a 823.35-foot radius curve to the right for an arc distance of 72.27 feet and a chord bearing and distance of North 02° 02' 38" East, 72.24 feet to the point of beginning, and containing 453,777 Square Feet or 10.417 Acres more or less.

Being the same property conveyed to Jack D. Brown and James E. Nichols by deed from Riverhills, Inc., a Tennessee corporation, of record in Book 8012, page 134, Register's Office for Davidson County, Tennessee.

PARCEL NO. 3:

A tract of land in the 15th Councilmanic District of Metropolitan Nashville and Davidson County, Tennessee, and being part of the same real property conveyed to Jack D. Brown and James E. Nichols, as of record in Deed Book 6345, Page 394, Register's Office for Davidson County, (R.O.D.C.), Tennessee, and being more particularly described as follows:

BEGINNING at an existing iron rod, said rod being the northwesterly corner of the subject tract and the southwesterly corner of the Jack D. Brown and James E. Nichols property, of record in Deed Book 8012, Page 134, R.O.D.C., Tennessee; thence,

1. From the POINT OF BEGININNG, with the Jack D. Brown and James E. Nichols property, of record in Deed Book 8012, Page 134, R.O.D.C. North 64° 30' 48" East, 176.60 feet to an iron rod new in the line of J. D. Brown and J. E. Nichols, of record in Deed Book 5557, Page 304, R.O.D.C., Tennessee and Deed of Correction in Book 5569, Page 735, R.O.D.C.; thence,

2. With the line of J. D. Brown and J. E. Nichols, as of record in Deed Book 5557, Page 304, R.O.D.C., Tennessee and Deed of Correction in Book 5569, Page 735, R.O.D.C., Tennessee, Thence, South 07° 06' 56" West, 270.79 feet to an iron rod new; thence,

3. Severing the property of Jack D. Brown and James E. Nichols, as of record in Deed Book 6345, Page 394, R.O.D.C., Tennessee, North 66° 39' 41" West, 58.46 feet to an iron rod new; thence,

4. North 04° 12' 40" East, 44.37 feet to an iron rod new; thence,

5. North 12° 55' 25" West, 36.73 feet to an iron rod new; thence,

6. North 36° 54' 52" West, 111.94 feet to the point of beginning and containing 21,149 Square Feet or 0.486 Acres more or less.

Being part of the same real property conveyed to Jack D. Brown and James E. Nichols by deed from Riverhills, Inc., as of record in Book 6345, Page 394, Register's Office for Davidson County Tennessee.