When recorded mail to:
LandAmerica Financial Group, Inc.
attn: Sonia Delgado
3636 N. Central Ave, Suite 350
Phoenix, AZ 85012
Escrow No. 00-20644

Box 49
46807

This Instrument Was Prepared By:
David J. White
Bank of America Plaza, Suite 1100
414 Union Street
Nashville, Tennessee 37219

Davidson County DEEDQC
Recvd: 11/16/00 10:06 4pgs
Fees:18.00 Taxes:0.00
20001116-0113658

Tennessee
Davidson Co.

QUITCLAIM DEED

FROM: **SHN PROPERTIES, LLC, a Delaware limited liability company, as Grantor**

TO: **S'S TRANSITORY GROUP 4, LLC, a Delaware limited liability company, as Grantee**

Address New Owner(s) as Follows:	Name and Address of the Person or Entity Responsible for the Payment of Real Property Taxes	Map-Parcel Numbers
S'S TRANSITORY GROUP 4, LLC 1727 Elm Hill Pike Nashville, Tennessee 37210	Same	108/174

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration for this transfer is $ 10.00.

Affiant

Subscribed and sworn to before me, this the 26th day of August, 2000.

Notary Public

My Commission Expires:
11-29-03

PAMELA WALKER
NOTARY PUBLIC AT LARGE
DAVIDSON COUNTY, TENN.

{0385236.2}
Store No. 1242

THIS QUITCLAIM DEED is made this 24th day of August, 2000, from **SHN PROPERTIES, LLC**, a Delaware limited liability company (the "Grantor"), with a mailing address of 1727 Elm Hill Pike, Nashville, Tennessee 37210, to **S'S TRANSITORY GROUP 4, LLC**, a Delaware limited liability company (the "Grantee"), with a mailing address of 1727 Elm Hill Pike, Nashville, Tennessee 37210.

WITNESSETH:

That for a good and valuable consideration, the receipt of which is hereby acknowledged, Grantor, for itself and its successors and assigns, hereby releases, quitclaims and conveys to Grantee any and all right, title and interest of Grantor in and to the premises located in Davidson County, Tennessee, described in **Exhibit A** attached hereto and incorporated herein by reference, together with all buildings and permanent improvements thereon and all rights, privileges, easements and appurtenances thereunto belonging (collectively, the "Property"). Grantor makes no representation or warranty whatsoever with respect to the Property or the ownership thereof. The Property is subject to all such limitations, restrictions and encumbrances as may affect such Property.

IN WITNESS WHEREOF, Grantor has caused this instrument to be duly executed and delivered on the day and year first above written.

SHN PROPERTIES, LLC, a Delaware limited liability company

By: SHN INVESTMENTS, LLC, a Delaware limited liability company (successor by merger to Corporate Benefit Services, Incorporated of Nashville), as Managing Member

By: SHONEY'S, INC., a Tennessee corporation, as Manager

By: Donna M. Adams
Name: Donna M. Adams
Title: Vice President-Tax

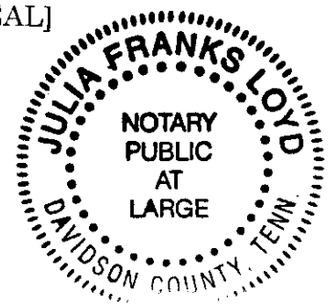
STATE OF TENNESSEE
COUNTY OF DAVIDSON

Before me, the undersigned, a Notary Public of the state and county mentioned, personally appeared Donna M. Adams, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged herself to be the Vice President-Tax of Shoney's, Inc., a Tennessee corporation and the Manager of SHN Investments, LLC, a Delaware limited liability company (successor by merger to Corporate Benefit Services, Incorporated of Nashville) and the Managing Member of SHN Properties, LLC, the within named bargainor, a Delaware limited liability company, and that she as such Vice President-Tax of the Manager of the Managing Member of SHN Properties, LLC, executed the foregoing instrument for the purpose therein contained, by personally signing the name of SHN Properties, LLC by herself as Vice President-Tax of the Manager of the Managing Member.

Witness my hand and seal, at office in Nashville, Tennessee, this 24th day of August, 2000.

Julia Franks Loyd
Notary Public

[SEAL]



My Commission Expires: May 28, 2003

{0385236.2}
Store No. 1242

Exhibit A

Land in Davidson County, Tennessee, being more particularly described as follows:

Lot No. 1 on the plat of Shoney's of Donelson Pike Subdivision of record in Book 7900, Page 610, in the office of the Register of Deeds for Davidson County, Tennessee, to which plat reference is hereby made for a more complete description.

LESS AND EXCEPT the right of way conveyed by deed of record in Book 9693, Page 721, in the office of the Register of Deeds for Davidson County, Tennessee.

Being property conveyed to SHN Properties, LLC, by Warranty Deed of record in Book 10715, Page 443, and re-recorded in Book 10717, Page 899, as corrected by Instrument of Correction in Book 10818, Page 780, and by Quitclaim Deed recorded in _____, all in the Register's Office for Davidson County, Tennessee.

This is the same description as in the previous deed. This is improved property known as 546 Donelson Pike, Nashville, TN 37214.

ESCROW # 00-20644

APN # 108/174

FFCA No.8001-1585 Store No.1242 00-20644 DAW
DONELSON PIKE
Nashville, TN, County of Davidson
MASTER FILE NO. 00-20506 (Shoney's 168 Sites)