THIS INSTRUMENT PREPARED BY:	*	RESPONSIBLE OWNER & TAXPAYER:
Long, Ragsdale & Waters, P.C.	*	TM&M Franklin Partnership
1111 Northshore Dr., N.W.	*	11235 West Point Drive
Suite S-700	*	Suite One
Knoxville, Tennessee 37919	*	Knoxville, Tennessee 37922
(865) 584-4040	*	Map No. 118-2/Parcel No. 181

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I, or we, hereby swear or affirm that the actual consideration for this transfer, is $0.00.

Affiant

STATE OF TENNESSEE
COUNTY OF KNOX

Subscribed and sworn to before me this 14th day of December, 2000.

Notary Public

My commission expires: 9-5-2004

Davidson County DEEDQC
Recvd: 12/28/00 09:40 4pgs
Fees:18.00 Taxes:0.00
20001228-0126658

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QUITCLAIM DEED

THIS INDENTURE, made as of the 27th day of December, 2000, between **TM&M FRANKLIN, LLC,** a Tennessee limited liability company, Grantor, and **TM&M FRANKLIN PARTNERSHIP**, a Tennessee general partnership, Grantee.

W I T N E S S E T H:

That Grantor, for and in consideration of the sum of Ten Dollars ($10.00) in hand paid by Grantee, the receipt of which is hereby acknowledged, has remised, released and quitclaimed, and does hereby remise, release and quitclaim unto Grantee all of the Grantor's right, title and interest in and to the following described real property, with the hereditaments, appurtenances, rights and easements thereto appertaining, whether of record or otherwise established, to-wit: Parcel(s) located in Davidson County, Tennessee, and being more particularly described on Exhibit A attached hereto.

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This conveyance is made in connection with the dissolution of the Grantor and its reorganization as the Grantee. The beneficial ownership of the Grantor and the Grantee is the same.

THE PREPARER OF THIS DEED MAKES NO REPRESENTATION AS TO THE STATUS OF TITLE TO THE PROPERTY DESCRIBED ON EXHIBIT A HERETO. THIS DEED HAS BEEN PREPARED SOLELY FROM INFORMATION FURNISHED TO THE PREPARER WHO MAKES NO REPRESENTATION WHATSOEVER OTHER THAN IT HAS BEEN ACCURATELY TRANSCRIBED FROM THE INFORMATION PROVIDED.

IN WITNESS WHEREOF, the Grantor has caused this instrument to be executed as of the date first above written.

GRANTOR:

TM&M FRANKLIN, LLC

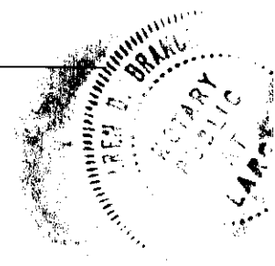
By: _____
Sam F. Mishu, Chief Manager

STATE OF TENNESSEE
COUNTY OF KNOX

Before me, Karen D. Branch, of the state and county aforesaid, personally appeared SAM F. MISHU, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be Chief Manager of TM&M FRANKLIN, LLC, a Tennessee limited liability company, the within named bargainor, and that he, as such Chief Manager, executed the foregoing instrument for the purposes therein contained by signing the name of the limited liability company by himself as Chief Manager.

WITNESS my hand and seal on this 14th day of December, 2000.

Karen D. Branch
Notary Public



My commission expires: 7-5-2004

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EXHIBIT A
PROPERTY DESCRIPTION

See attached.

This conveyance is made subject to all applicable restrictions, building set back lines, existing easements, and conditions shown on the map of record.

No survey has been obtained in connection with the transfer effected hereby.

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EXHIBIT A

LAND in Davidson County, Tennessee, being Lot No. 1 on the Boundary and Subdivision Plat of Melrose Shopping Center, as of record in Book 7900, page 657, Register's Office for Davidson County, Tennessee, and being more particularly described according to survey by Crawford Land Surveyors, P.C., dated December 31, 1998, and revised January 14, 1999, as follows:

BEGINNING at a point in the westerly margin of Franklin Road, said point being at the southerly end of the return of said Franklin Road's intersection with Kirkwood Avenue.

Thence, with said westerly margin S 19 degrees 14' 55" E, 219.18 feet to a point at the northeast corner of Lot No. 2 of said Melrose Shopping Center; thence, with the northerly line of said Lot No. 2, S 74 degrees 15' 27" W, 269.59 feet to a point; thence, N 19 degrees 18' 45" W, 36.07 feet to a point; thence, S 74 degrees 15' 27" W, 12.80 feet to a point; thence, N 19 degrees 15' 14" W, 236.48 feet to a point in the southerly margin of Kirkwood Avenue; thence, with said southerly margin, N 75 degrees 47' 28" E, 237.24 feet to a point; thence, with a curve concave to the south having a radius of 50.00 feet, a central angle of 84 degrees 57' 16" and a chord of S 61 degrees 43' 44" E, 67.53 feet to the point of beginning, containing 74,868 square feet or 1.72 acres, more or less, according to the survey of William C. Cockrill, R.L.S. No. 1401, Crawford Land Surveyors, P.C. 1929 21st Avenue South, Nashville, Tennessee 37212, dated December 31, 1998, and revised January 14, 1999.

TOGETHER with Easements appurtenant thereto as recorded in Book 9237 page 382 and Access Easements appurtenant thereto as shown on Plat Book 7900 page 657, Register's Office for Davidson County, Tennessee.

BEING the same property conveyed to T M & M Franklin LLC, a Tennessee limited liability company, by Deed of Record in Book 10856, page 1, Register's Office for Davidson County, Tennessee.