PREPARED BY
Michele Krause
HOLLAND & KNIGHT LLP
55 West Monroe St. Suite 800
Chicago, IL 60603
3 12.63.600

OWNER AND PARTY RESPONSIBLE FOR PAYING THE TAXES;
BFS RETAIL & COMMERCIAL OPERATIONS, LLC
333 East Lake Street
Bloomingdale, IL 60108
630.59.000

Map & Parcel 142-00-0-284.00

Davidson County DEEDQC
Recvd: 02/19/02 14:03 4pgs
Fees:23.00 Taxes:2616.27
20020219-0020982

QUIT CLAIM DEED

BRIDGESTONE/FIRESTONE NORTH AMERICAN TIRE, LLC, a Delaware limited liability company, successor in interest by merger to Bridgestone/Firestone, Inc. an Ohio corporation, successor in interest by merger to Firestone Real Estate Leasing Company, an Ohio corporation (the "Grantor"), having its principal address at I Bridgestone Park. Nashville, TN 37214, 615.391.0088, for and in consideration of the sum of Ten and 00/100 Dollars ($10.00) and other good and valuable consideration to the undersigned in hand paid by Grantee herein named, the receipt of which is hereby acknowledged, **CONVEYS** AND **QUIT CLAIMS** unto **BFS RETAIL & COMMERCIAL OPERATIONS, LLC,** a Delaware limited liability company (the "Grantee"), having its principal office at 333 East Lake Street, Bloomingdale, Illinois 60108, the real property described on Exhibit A attached.

TO HAVE AND TO HOLD the above described premises together with all and singular the right and appurtenances thereto in any wise belonging unto said Grantee, and Grantee's successors and assigns, forever.

SUBJECT TO: real estate taxes and assessment not yet due and payable; any condition an accurate survey may show: easements, restriction, covenants, conditions and reservations of record; encroachments: and any zoning or governmental regulations now or hereafter in effect.

Address of Property: 7644 U. S. Highway 70 South, Bellevue, TN

Tax Index Number of Property: 142-00-0-284.00

This is (x) improved ( ) unimproved property known as: 3002 Austin Peay Highway, Memphis, TN

Whenever used, the singular number shall include the plural, the plural the singular and the use of any gender shall he applicable to all genders.

After Recording Return To:
Chicago Title Ins. Co.
Attn: Richard Miles
171 North Clark St.
Chicago, IL 60601

State of Illinois

County of Cook

I/we hereby swear or affirm that the actual consideration for this transfer or the value of the property transferred, whichever is greater, is $ 707,100.00, which amount is equal to or greater that that which the property would command at a fair and voluntary sale.

Affiant

Subscribed and sworn to before me
This 15th day of January 2002

Notary Public
My Commission expires: 7/10/2003

OFFICIAL SEAL
TRACEY M. SUMMEY
NOTARY PUBLIC, STATE OF ILLINOIS
MY COMMISSION EXPIRES 7-10-2003

Tennessee Oath of Value

Executed this 30th day of November, 2001

BRIDGESTONE/FIRESTONE NORTH AMERICAN TIRE, LLC, a Delaware limited liability company, successor in interest by merger to Bridgestone/Firestone, Inc., an Ohio corporation

WITNESS:

Thomas A. Lesher

By: James S. Downing, Authorized Officer

Julijana Becque

Attest: Wayne Bender, Assistant Secretary

STATE OF ILLINOIS)
) SS:
COUNTY OF DUPAGE)

Before me, Melinda K. Smith, a Notary Public in and for the above State and County, on this 30th day of November, 2001, personally appeared James S. Downing and Wayne Bender, Authorized Officer and Assistant Secretary of Bridgestone/Firestone North American Tire, LLC, and known to me to be the same persons who signed and acknowledged that they signed the foregoing instrument as such Authorized Officer and Assistant Secretary, respectively, of said limited liability company for and on behalf of the limited liability company, and that they executed the same as their free and voluntary act and deed and as the free and voluntary act and deed of the limited liability company, for the uses and purposes set forth in the instrument.

IN TESTIMONY WHEREOF, I have subscribed my signature and affixed my official seal on the day and year set forth above.

Melinda K. Smith
Notary Public

My commission expires:

[SEAL] OFFICIAL SEAL
MELINDA K SMITH
NOTARY PUBLIC, STATE OF ILLINOIS
MY COMMISSION EXPIRES: 12/23/02

After Recording Return To:
Chicago Title Ins. Co.
Attn: Richard Miles
171 North Clark St.
Chicago, IL 60601

CHI1 #147395 v1

EXHIBIT A
Legal Description of Property Conveyed

Land in Davidson County, Tennessee, being Lot No. 4 on the Plan of Re-Subdivision of Lots 2, 3 & 4 (2nd Revision) Section Two American Subdivision, as of record in Plat Book 6050, page 407, Register's Office for Davidson County, Tennessee, to which plan reference is made for a more complete description.

Being the same property as conveyed by A & A Properties, Inc., a Tennessee corporation, to Bridgestone/Firestone, Inc., an Ohio corporation, by Warranty Deed recorded September 1, 1989, in Davidson County, TN, at Book 7928, Page 696.

CHI1 #143793 v1

Firestone Real Estate Leasing Co., is now known as Bridgestone/Firestone North American Tire,LLC