OWNER/RESPONSIBLE TAXPAYER:

HNP Properties
700Craighead St, Suite 305
Nashville, TN 37204

Map & Parcel No. 118-02-0-195.00

THIS INSTRUMENT PREPARED BY AND AFTER RECORDING RETURN TO:

Hartman, Simons, Spielman & Wood, LLP
6400 Powers Ferry Road, N.W., Suite 400
Atlanta, Georgia 30339
Attn: Heather L. Darden, Esq.

Davidson County DEEDWARR
Recvd: 06/01/04 16:09 6pgs
Fees:33.00 Taxes:1387.50
20040601-0064099

SPECIAL WARRANTY DEED

THIS INDENTURE, made as of the 28th day of May, 2004, by and between **LEE'S COMPANY OPERATIONS, INC.**, a Georgia corporation, which has an address of 5995 Barfield Road, Atlanta, Georgia 30328, as party of the first part, hereinafter referred to as "**Grantor**," and **H.N.P. PROPERTIES,** a Tennessee general partnership, that has an address of 700 Craighead Street, Suite 305, Nashville, Tennessee 37204, as party of the second part, hereinafter referred to as "**Grantee**" (the words "Grantor" and "Grantee" include the heirs, successors, legal representatives and assigns of said parties where the context requires or permits).

WITNESSETH:

FOR AND IN CONSIDERATION of the sum of Ten and No/100 Dollars ($10.00), in hand paid to Grantor by Grantee at and before execution, sealing and delivery hereof, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantor has granted, bargained, sold, aliened, conveyed and confirmed, and by these presents does grant, bargain, sell, alien, convey and confirm unto Grantee, and the heirs, successors, legal representatives and assigns of Grantee, all that tract or parcel of land lying and being in Davidson County, Tennessee, and being more particularly described on Exhibit "A" attached hereto and incorporated herein by this reference.

Without expanding by implication the scope of the limited warranty of title set forth hereinbelow, the foregoing property is conveyed subject to zoning ordinances and all matters described on Exhibit "B" attached hereto and by this reference made a part hereof (collectively, the "**Permitted Exceptions**").

TO HAVE AND TO HOLD said tract or parcel of land, together with any and all of the rights, members and appurtenances thereof to the same being, belonging or in anywise appertaining, to the only proper use, benefit and behoof of Grantee and its heirs, successors and assigns, forever, in fee simple, subject to the Permitted Exceptions.

GRANTOR HEREBY COVENANTS WITH GRANTEE THAT GRANTOR SHALL warrant and forever defend the right and title to said tract or parcel of land unto Grantee, and the heirs, successors, legal representatives and assigns of Grantee, against the claims of all persons claiming, owning or holding by, through or under Grantor, but not otherwise and except for claims arising under or by virtue of the Permitted Exceptions.

IN WITNESS WHEREOF, Grantor has caused this Indenture to be signed, sealed and delivered to Grantee, the day and year first above written.

GRANTOR:

LEE'S COMPANY OPERATIONS, INC., a Georgia corporation

By: _____
Name: John A. Todd, Jr.
Title: VP-Development

By: _____
Name: Robert S. Stallings
Title: VP and Assistant Secretary

[CORPORATE SEAL]

STATE OF Georgia)
) SS:
COUNTY OF Fulton

PERSONALLY APPEARED before me, the undersigned authority, a Notary Public in and for said County and State, John Todd and Bob Stallup, with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence, and who, upon oath, acknowledged to be the VP and VP. Asst. Sec. (respectively) of Lee's Company Operations, Inc., the within named bargainor, a corporation, and that as such VP and VP- Asst. Sec., being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation as such VP and VP. asst. Sec.

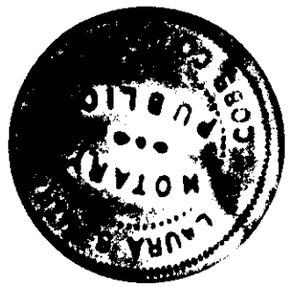
WITNESS my hand and official seal at office this 27 day of May, 2004.

Lynn McRae
Notary Public

My Commission Expires:

7-9-2004

(NOTARY SEAL)



I hereby swear or affirm that the actual consideration or true value of this transfer, whichever is greater, is $375,000.00.

By: Andrea P. Ivory
Print Name: Andrea P. Ivory
As: ———

Subscribed and sworn to before me this 28th day of May, 2004.

Kay Therese Roush
Notary Public

My Commission Expires:
7/30/05

(NOTARY SEAL)

KAY THERESE ROUSH
NOTARY PUBLIC AT LARGE
MONTGOMERY COUNTY, OHIO

659026-1 5857.0100000

EXHIBIT A

A tract of land lying in Metropolitan Nashville, Davidson County, Tennessee, being Lot numbers 20, 21 and 22 of the Plan of George I. Waddey's Subdivision of Westwood, of record in Book 332, page 99, Register's Office for Davidson County, Tennessee, and described according to a survey made Ragan Smith-Associates, Inc., Project No. 95-041, Work Order No. 4835, dated March 21, 1995, as follows:

Beginning at a cotton spike set on the easterly margin of Franklin Pike, said point lying 150 feet northerly as measured along the easterly margin of Franklin Pike from the northerly margin of Biloxi Avenue; thence with said easterly margin,

North 15 deg. 30 min. 00 sec. West, 149.89 feet to a P.K. nail set; thence leaving Franklin Pike,

North 74 deg. 30 min. 00 sec. East, 168.74 feet to an existing iron pin on the westerly margin of a 15 foot alley; thence with said alley,

South 15 deg. 30 min. 00 sec. East, 149.89 feet to an existing iron pin; thence leaving said alley,

South 74 deg. 30 min. 00 sec. West, 168.74 feet to the point of beginning.

Being the same property conveyed to Lee's Company Operations, Inc., a Georgia corporation, by deed from GE Capital Franchise Finance Corporation, a Delaware corporation, successor by merger with Franchise Finance Corporation of America, a Maryland corporation, sole shareholder and successor by dissolution of FFCA Acquisition Corporation, a Delaware corporation, of record in Instrument No. 20040609000610495, Register's Office for Davidson County, Tennessee.

Exhibit B
(Permitted Title Exceptions)

1. All real property taxes and assessments for the year 2004 and subsequent years, not yet due and payable.

2. All matters that would be revealed by a current accurate survey and/or inspection of the property.

3. All matters as shown on the plat of record in Plat Book 322, Page 99, Register's Office for Davidson County, Tennessee.

4. Agreement for Dedication of Easement for Sanitary Sewers and/or Storm Drainage in Book 4096, Page 927 in the Register's Office, Davidson County, Tennessee.