FOR RECORDING PURPOSES

File No.

Davidson County DEEDQC
Recvd: 12/06/04 12:28 4pgs
Fees:23.00 Taxes:9299.21
20041206-0144879

STATE OF OHIO
COUNTY OF HAMILTON
THE ACTUAL CONSIDERATION OR VALUE, WHICHEVER IS GREATER,
FOR THIS TRANSACTION IS $2,513,300.00

AFFIANT

SUBSCRIBED AND SWORN TO BEFORE ME, THIS DATE.

NOTARY PUBLIC

COMMISSION EXPIRES:

Map & Parcel: 72-2-148

This instrument prepared by:
Jeffrey S. Thiede, Esq.
Faegre & Benson LLP
2200 Wells Fargo Center
90 South Seventh Street
Minneapolis, MN 55402-3901

Quitclaim Deed - Corporate

KNOW ALL MEN BY THESE PRESENTS, that CARGILL, INCORPORATED, a Delaware corporation, for and in consideration of Ten and 00/100 ($10.00) Dollars, do hereby remise and release, quit claim and convey all of his/her/their right, title and interest, without warranties or representations of any kind or nature, express or implied, unto THE KROGER CO., an Ohio corporation, the following described real estate located in County of Davidson, State of Tennessee, to wit:

See Attached Exhibit A

This is (__X__) improved (____) unimproved property known as:
3410 Gallatin Road
Nashville, TN 37216

Mail Tax Bills to:

The Kroger Co.
1014 Vine Street
Cincinnati, OH 45202

Neither Grantor nor Grantee intends that there be, and there shall not in any event be, a merger of any other interest in the Land or the Improvements held by Grantee or any subsidiary or affiliate of Grantee with the interests in the Land and the Improvements obtained by Grantee from Grantor as evidenced hereby, and such interests shall remain separate and distinct.

[signature on following page]

RECORDERS MEMO
LEGIBILITY OF WRITING, TYPING OR PRINTING IN THIS DOCUMENT UNSATISFACTORY WHEN RECEIVED

EFFECTIVE this 1st day of December, 2004.

GRANTOR:

CARGILL, INCORPORATED

By: _____
Jeffery D. Leu
President, Value Investment

Corporate Notary Acknowledgement

STATE OF MINNESOTA
COUNTY OF HENNEPIN

Before me, the undersigned, a Notary Public within and for the State and County aforesaid, personally appeared Jeffery D. Leu, with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence, and upon oath acknowledged himself/herself/themselves to be the President, Value Investment, of Cargill, Incorporated a Delaware corporation, and that as such Jeffery D. Leu being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of the said corporation.

Witness my hand and official seal at office at Minnetonka, Minnesota on this date of November 29, 2004.

Commission Expires: January 31, 2005

_____
Notary Public

CRIS ANN MOTLEY
NOTARY PUBLIC - MINNESOTA
My Commission Expires Jan. 31, 2005

M1:1158565.03

EXHIBIT A

LEGAL DESCRIPTION

Nashville, Davidson County, Tennessee

A tract of land in the First Civil District of Davidson County, Tennessee, and being Lot 1 on the Subdivision Plat of Greenfield Plaza as recorded on June 20, 1986 in Book 6250, Page 968, R.O.D.C., and more particularly described as follows:

Beginning at a concrete monument at the southwest return of Greenfield Avenue, said monument being 17.13' east of the point of intersection of Gallatin Pike and Greenfield Avenue, and proceeding as follows:

1. With the southerly margin of Greenfield Avenue, said avenue having a right-of-way of 60.0', South 83°-15' East a distance of 541.31' to a concrete monument at the southwest return of Greenfield Avenue and Windsor Avenue (unimproved); thence,

2. Around a curve to the right, said curve having a radius of 25.0', a distance of 39.27' to a concrete monument at the northwest return of Windsor Avenue (unimproved); thence,

3. With the westerly margin of Windsor Avenue, said avenue having a right-of-way of 50.0', South 6°-45' West a distance of 304.66' to a concrete monument at the southwest return of said Windsor Avenue; thence,

4. Around a curve to the right, said curve having a radius of 25.0', a distance of 38.18' to a concrete monument at the northwest return of Shelton Avenue; thence,

5. With the northerly margin of Shelton Avenue, said avenue having a right-of-way of 60.0', North 85°-45' West a distance of 587.92' to an old iron pin at the southeast corner of the Richard E. Thoni property; thence,

6. With the easterly line of Thoni, North 26°-43' East a distance of 146.15' to a concrete monument at the northeast corner of Thoni property; thence,

7. With the northerly line of Thoni, North 84°-38' West a distance of 117.21' to a concrete monument at the northwest corner of Thoni, being the easterly margin of Gallatin Pike; thence,

8. With the easterly margin of Gallatin Pike, said pike having a right-of-way of 90.0', North 27°-55' East a distance of 246.57' to a concrete monument at the southeast return of Gallatin Pike and Greenfield Avenue; thence,

9. Around a curve to the right, said curve having a radius of 25.0', a distance of 30.03' to the point of beginning, containing 5.174 acres, more or less, or 225,394 sq. ft.

Being the same property conveyed to The Kroger Co., an Ohio corporation, by deeds of record in Book 4245, page 236; Book 4262, page 854; Book 4262, page 856; Book 4262, page 869; Book 4262, page 871; Book 4262, page 873; Book 4262, page 875; Book 4262, page 877; Book 4262, page 879; and Book 6669, pages 628 through 653, Register's Office for Davidson County, Tennessee.

Being the same property conveyed to Cargill, Incorporated, by deed recorded in Book 11061, page 368, Register's Office for Davidson County, Tennessee.