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Davidson County DEEDWARR
Recvd: 01/05/05 15:31 4 pgs
Fees:23.00 Taxes:3311.50
20050105-0001994

State of Florida

County of Orange

The actual consideration or value, whichever is greater, for this transaction is $895,000.00

Affiant

Subscribed and sworn to before me, this 23 day of December, 2004.

Notary Public

My Commission Expires:

Elaine Grayson
My Commission DD167433
Expires November 24, 2008

SPECIAL WARRANTY DEED

This Instrument Prepared By:
Dale A. Burket, Esquire
Lowndes, Drosdick, Doster,
Kantor & Reed, P.A.
215 North Eola Drive
Post Office Box 2809
Orlando, Florida 32802

Address of New Owners(s) as follows:	Send Tax Bills to:	Map-Parcel Number:
HANDY HARDEES, LLC, a South Carolina limited liability company 15915 Ventura Boulevard Penthouse Two Encino, California 91436	**HANDY HARDEES, LLC,** a South Carolina limited liability company 15915 Ventura Boulevard Penthouse Two Encino, California 91436	148-000-190.00

THIS INDENTURE MADE THIS 30 day of December 2004, between **CNL INCOME FUND XIV, LTD.,** a Florida limited partnership, hereinafter referred to as the "Grantor", and **HANDY HARDEES, LLC,** a South Carolina limited liability company, hereinafter referred to as the "Grantee".

WITNESSETH:

0914033/108222/802806
Hardee's/Antioch, TN
04-000972

Grantor has bargained and sold, and by these presents does transfer and convey unto Grantee, its successors and assigns, for and in consideration of the sum of TEN NO/100 DOLLARS ($10.00), cash in hand paid by Grantee, and in other good and valuable consideration, the receipt of which is hereby acknowledged, a certain tract or parcel of land in Davidson County, Tennessee, described as follows, to wit:

See **Exhibit "A"** attached hereto and incorporated herein by this reference.

This is improved property known as 110 Haywood Lane, Antioch, Tennessee 37013.

Subject to any and all taxes and assessments for the year 2004 and subsequent years, and to any and all restrictions, reservations, covenants, conditions and easements of record, if any, the reference to which shall not operate to reimpose the same.

TO HAVE AND TO HOLD the said tract or parcel of land, less and except all equipment and fixtures located thereon and/or affixed thereto, with the appurtenances, estate, title and interest thereto belonging to the said Grantee, its successors and assigns, forever, and it does covenant with the said Grantee that it is lawfully seized and possessed of said land in fee simple, has a good right to convey it, and does further covenant and bind itself and its successors to warrant and forever defend the title to the said land to the said Grantee, its successors and assigns, against the lawful claims of all persons claiming by, through or under, the Grantor but no further or otherwise. Whenever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

[Signatures on Next Page]

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

Signed and Delivered
in the presence of:

CNL INCOME FUND XIV, LTD., a Florida limited partnership

Name: Jeanne Ball

Name: Meghan C. Koralcik

By: _____
Name: James M. Seneff, Jr.
Title: General Partner

STATE OF FLORIDA
COUNTY OF ORANGE

Before me, the undersigned, a Notary Public of the State and County aforesaid, personally appeared James M. Seneff, Jr., with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself/herself to be the General Partner of **CNL INCOME FUND XIV, LTD.**, a Florida limited partnership, the within named bargainor, a corporation and limited partnership, and that he/she as such General Partner executed the foregoing instrument for the purposes therein contained by signing the name of the limited partnership by himself/herself as General Partner.

WITNESS my hand and Official Seal at office this 23 day of December, 2004.

Notary Public, State of Florida

Printed Name: Elaine Grayson
Notary Commission No.: My Commission DD167433
My Commission Expires: Expires November 24, 2006

After Recording Return to:
Christi Pawlak of
LandAmerica Commercial Services
450 S. Orange Avenue
Suite 170
Orlando, FL 32801
NCS Case No.: 04-000972

0914033/108222/802806
Hardee's/Antioch, TN
04-000972

EXHIBIT "A"

Legal Description

Being a tract of land on Haywood Lane at Bakertown Road in the 5th Civil District of Metropolitan Nashville and Davidson County, Tennessee and being known as Reserve Parcel B-1 of the revised Plat of Reserved Parcel B, Haywood Development as recorded in Plat Book 5050, Page 79, R.O.D.C., TN, and as 110 Haywood Lane, and being more particularly described as follows:

Beginning at an iron rod located in the westerly right of way margin of Haywood Lane at the terminus of a radius return from the southerly right of way margin of Bakertown Road;

Thence, following the westerly right of way of Haywood Lane South 69 deg. 29' 23" West for a distance of 135.00 feet to an iron rod;

Thence, leaving said road margin and following the northerly boundary of Lot 3 of the Revised Plat of Reserve Parcel B, Haywood Development, North 25 deg. 26' 26" West for a distance of 354.00 feet to an iron rod;

Thence, North 40 deg. 26' 24" East for a distance of 100.00 feet to an iron rod located in the southerly right of way margin of Bakertown Road;

Thence, following said road margin South 49 deg. 33' 36" East for a distance of 85.00 feet to an iron rod in concrete;

Thence, with a curve to the right having a central angle of 33 deg. 30' 00", a radius of 523.20 feet for an arc distance of 350.91 feet and a chord of South 32 deg. 48' 36" East, 301.58 feet to an iron rod;

Thence South 16 deg. 03' 36" East for a distance of 7.38 feet to an iron rod;

Thence, with a curve to the right having a central angle of 85 deg. 32' 59", a radius of 27.02 feet for an arc distance of 40.34 feet and a chord of South 26 deg. 42' 54" West, 36.70 feet to the point of beginning.

Tract contains 58,466.944 square feet or 1.342 acres more or less according to a survey by James M. Naive T.R.L.S. No. 819, dated November 1, 1991.

Being the same property conveyed to CNL Income Fund XIV, Ltd., a Florida limited partnership by Deed of record in Book 9168, Page 55, Register's Office for Davidson County, Tennessee.