This instrument prepared by:
Bottorff, Kavin & Cook, PLC
Attorneys at Law
155 Franklin Road, Suite 120
Brentwood, TN 37027

NEW OWNER:	SEND TAX BILL TO:	MAP & PARCEL:
Rivergate S.C. Outparcel, L.P. **c/o Kimco Realty Corporation** **3333 New Hyde Park Road** **Suite 100** **New Hyde Park, NY 11042**	**Owner**	**034 06 0 034.00**

Davidson County DEEDWARR
Recvd: 02/01/05 15:33 3 pg:
Fees:18.00 Taxes:11100.00

20050201-0011846

WARRANTY DEED

For and in consideration of the sum of Ten Dollars, cash in hand paid by the hereinafter named grantee, and other good and valuable considerations, the receipt of which is hereby acknowledged, **Rivergate Ventures Partnership, a Tennessee general partnership, (*successor to Rivergate Ventures, LLC,)*** hereinafter called the Grantor, has bargained and sold and by these presents do transfer and convey unto **Rivergate S.C. Outparcel, L.P., a Delaware limited partnership,** hereinafter called the Grantee, its successors and assigns, 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 REFERENCE

This property is conveyed subject to: Real property taxes for the year 2005 and subsequent years; Any and all building and zoning regulations of city, county and state; All matters showing on the plan of record at Plat Book 6900, page 813, R.O.D.C.T.; Restrictions of record at Book 7480, page 965, as amended in Book 7537, page 359, Restrictions of record at Book 7625, page 632, as amended in Book 7660, page 478, and as amended in Book 8194, page 851, R.O.D.C.T.; Abstract Agreement of record in Book 9045, page 364, R.O.D.C.T.

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said Grantee, its successors and assigns, forever;

AND **Rivergate Ventures Partnership,** covenants 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 the same is unencumbered, unless otherwise herein set out;

AND **Rivergate Ventures Partnership** further covenants and binds itself, its successors and representatives, 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 whomsoever.

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

This improved property is known as: 1717 Gallatin Pike, Madison, TN

WITNESS MY HAND THIS 27, DAY OF JANUARY, 2005, IN NASHVILLE, TENNESSEE.

RIVERGATE VENTURES PARTNERSHIP

By: _____
J. D. Eatherly
Title: General Partner

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Before me, the undersigned authority Notary Public, with and for the County and State aforesaid, personally appeared J. D. Eatherly, with whom I am personally acquainted or proved to me on the basis of satisfactory evidence and who acknowledged that he executed the foregoing instrument for purposes therein contained, and who further acknowledged that he is the General Partner of Rivergate Ventures Partnership, the bargainor, and that he as such General Partner, being authorized so to do, executed the foregoing instrument for purposes therein contained, by signing the name of the Partnership by himself as such General Partner.

Witness my hand this 27 day of January, 2005.

_____
Notary Public

My Commission Expires: August 3, 2005

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $3,000,000.00.

_____
Affiant

Sworn to and subscribed to me, the undersigned, this 27 day of January, 2005, in Nashville, Tennessee.

_____
Notary Public

My Commission Expires: 8-3-05

15670.2004/MS

EXHIBIT A
Property Description

PROPERTY LOCATED IN THE 10TH COUNCILMANIC DISTRICT OF NASHVILLE, DAVIDSON COUNTY,TENNESSEE, BEING LOT ONE ON THE FINAL SUBDIVISION PLAT OF SECTION ONE, RIVERGATE STATION AS OF RECORD IN PLAT BOOK 6900, PAGE 813, IN THE REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE, AND BEING MORE PARTICULARLY DESCRIBED ACCORDING TO AN AS-BUILT SURVEY PREPARED BY WAMBLE AND ASSOCIATES, PLLC, JIMMY C. YATES, REGISTERED LAND SURVEYOR, TENNESSEE LICENSE NO. 1597, 40 MIDDLETON STREET, NASHVILLE, TENNESSEE, 37210, ORIGINALLY DATED AUGUST 2, 1996, AND LAST REVISED DECEMBER 2, 1998, BEARING FILE NO. 486-0598 AS FOLLOWS: BEGINNING AT A POINT, SAID POINT BEING A P.K. NAIL (NEW) ON THE SOUTHWESTERLY RIGHT-OFWAY LINE OF MYATT DRIVE, BEING 247.46 FEET SOUTHEAST OF THE SOUTH RIGHT-OF-WAY LINE OF GALLATIN PIKE, SAID POINT ALSO BEING THE NORTHEAST CORNER OF THE HEREIN DESCRIBED PROPERTY AND A COMMON CORNER WITH LOT TWO, SECTION ONE, RIVERGATE STATION AS OF RECORD IN PLAT BOOK 6900, PAGE 813, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE; THENCE FOLLOWING SAID SOUTHWESTERLY RIGHT-OF-WAY LINE SOUTH 34 DEG. 30 MIN. 00 SEC. EAST 27.63 FEET TO AN IRON ROD (NEW); THENCE SOUTH 33 DEG. 04 MIN. 00 SEC. EAST 134.92 FEET TO A CONCRETE MONUMENT (OLD); THENCE WITH A CURVE TO THE LEFT HAVING A CENTRAL ANGLE OF 00 DEG. 16 MIN. 00 SEC., A RADIUS OF 5,774.58 FEET, AN ARC LENGTH OF 26.88 FEET AND A CHORD BEARING AND LENGTH OF SOUTH 33 DEG. 11 MIN. 33 SEC. EAST 26.88 FEET TO AN IRON ROD (NEW); SAID IRON ROD BEING THE SOUTHEAST CORNER OF THE HEREIN DESCRIBED PROPERTY AND THE NORTHEAST CORNER OF LOT ONE ON THE REVISED FINAL PLAT OF THE FIRST ADDITION OF ARMSTRONG COMMERCIAL AREA AS OF RECORD IN PLAT BOOK 5190, PAGE 235, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE; THENCE LEAVING SAID SOUTHWESTERLY RIGHT-OF-WAY LINE AND FOLLOWING THE NORTH LINE OF SAID LOT ONE, ARMSTRONG COMMERCIAL AREA SOUTH 57 DEG. 42 MIN. 00 SEC. WEST 383.54 FEET, PASSING THE NORTHWEST CORNER OF SAID LOT ONE, ARMSTRONG COMMERCIAL AREA AT 251.22 FEET TO A P.K. NAIL (NEW), BEING A COMMON CORNER WITH THE AFOREMENTIONED LOT TWO, SECTION ONE, RIVERGATE STATION AND THE SOUTHWEST CORNER OF THE HEREIN DESCRIBED PROPERTY; THENCE FOLLOWING COMMON LINES WITH SAID LOT TWO, SECTION ONE, RIVERGATE STATION NORTH 41 DEG. 32 MIN. 06 SEC. WEST 107.40 FEET TO A P.K. NAIL (NEW); BEING THE NORTHWEST CORNER OF THE HEREIN DESCRIBED PROPERTY; THENCE CONTINUING WITH SAID COMMON LINES NORTH 28 DEG. 30 MIN. 10 SEC. EAST 170.94 FEET TO A P.K. NAIL (NEW); THENCE NORTH 57 DEG. 42 MIN. 00 SEC. EAST 248.27 FEET TO THE POINT OF BEGINNING, CONTAINING 68,508.38 SQUARE FEET OR 1.57 ACRES.

BEING THE SAME PROPERTY CONVEYED TO RIVERGATE VENTURES, LLC, A TENNESSEE LIMITED LIABILITY COMPANY BY WARRANTY DEED FROM LOGAN'S ROADHOUSE, INC., A TENNESSEE CORPORATION OF RECORD IN BOOK 11254, PAGE 102, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE; THE SAID RIVERGATE VENTURES, LLC, A TENNESSEE LIMITED LIABILITY COMPANY HAVING SINCE MERGED INTO RIVERGATE VENTURES PARTNERSHIP BY CERTIFICATE OF RECORD IN INSTRUMENT NO. 20000105-0001534, SAID REGISTER'S OFFICE.