The name and address for
delivery of tax bills is:

BR Foods, LLC
1999-B Brownsboro Road
Louisville, KY 40206

Davidson County DEEDWARR
Recvd: 05/16/05 14:36 4 pgs
Fees:23.00 Taxes:1134.54
20050516-0055024

Following recordation, please return to:
Rita Bost
6077 Primacy Parkway
Suite 121-B
Memphis, TN 38119

SPECIAL WARRANTY DEED

THIS SPECIAL WARRANTY DEED made this 12TH day of May, 2005, between **ULB PROPERTIES OF TENNESSEE, LLC**, a Tennessee limited liability company with an address of 1903 Stanley Gault Parkway, Louisville, KY 40223 ("Grantor") and **BR FOODS, LLC**, a Kentucky limited liability company with an address of 1999-B Brownsboro Road, Louisville, KY 40206 ("Grantee"),

WITNESSETH:

That for and in consideration of the sum of $10.00 and other good and sufficient consideration paid by Grantee, the receipt of which is hereby acknowledged by Grantor, Grantor does this date hereby grant and convey unto Grantee and Grantee's successors and assigns with covenant of special warranty that certain land located in Davidson County, Tennessee, and being more particularly described in Exhibit A attached hereto and incorporated herein by reference (the "Land"), together with all structures, fixtures, buildings and improvements situated on the Land (such buildings, structures, fixtures and improvements being herein called the "Improvements"), together with all rights, privileges, easements and appurtenances thereto and all gaps, strips, hiatuses, gores and any land lying in the bed of any street, road or avenue, open or proposed, public or private, in front of or adjoining the Land or any part thereof (the Land, Improvements and other property, rights, privileges and interests described above are hereinafter collectively referred to as the "Property"), the foregoing Land being the same property described in and conveyed to Grantor by Deed of record as Instrument #20050113-0004997 in the Register's office of Davidson County, Tennessee.

To have and to hold the Property, with all singular the rights, members and appurtenances thereof, to the same being,

belonging, or in anywise appertaining thereto. Grantor warrants the title to the Land against all persons claiming under it.

Grantor covenants that it is lawfully seized of the Property and that the Property is free from all liens and encumbrances but subject to real estate taxes thereon due and payable for 2005 and thereafter which Grantee hereby agrees to pay and subject to declarations, easements, restrictions and stipulations of record.

Executed on the date set forth above.

ULB PROPERTIES OF TENNESSEE, LLC

By: _____
Ulysses L. Bridgeman, Manager

COMMONWALTH OF KENTUCKY)
)
COUNTY OF JEFFERSON)

Before me, the undersigned, a Notary Public at Large within said County and State, personally appeared Ulysses L. Bridgeman, Manager of ULB Properties of Tennessee, LLC, a Tennessee limited liability company, to me known (or proved to me on the basis of satisfactory evidence), to be the person described in and who executed the foregoing instrument, and acknowledged and affirmed that he is the Manager of such company and that said instrument was signed and sealed on behalf of said company as Manager of ULB Properties of Tennessee, LLC, by authority of its Operating Agreement and said manager executed the same for the purposes therein contained and acknowledged said instrument to be the free act and deed of said company.

Witness my hand and seal, at office, this 11 day of MAY, 2005.

_____
Notary Public John W. Hampton

My Commission Expires: 5-3-2006



COMMONWEALTH OF KENTUCKY)
)SS
COUNTY OF JEFFERSON)

I hereby swear or affirm that, to the best of my knowledge, information and belief, the actual consideration for the transfer

or value of the Property transferred by the foregoing Deed, whichever is greater, is $306,632.74.

BR FOODS, LLC

By: _____
Ulysses L. Bridgeman, Jr., Manager

COMMONWEALTH OF KENTUCKY)
)
COUNTY OF JEFFERSON)

Before me, the undersigned, a Notary Public at Large within said County and State, personally appeared Ulysses L. Bridgeman, Jr., as Manager of BR Foods, LLC, a Kentucky limited liability company, to me known (or proved to me on the basis of satisfactory evidence), to be the person described in and who executed the foregoing instrument, and acknowledged and affirmed that he is the Manager of such company and that said instrument was signed and sealed on behalf of said company by authority of its Operating Agreement and said Manager executed the same for the purposes therein contained and acknowledged said instrument to be the free act and deed of said company.

Witness my hand and seal, at office, this 11th day of May, 2005.

_____
Notary Public John W. Hampton

My Commission Expires: May 3, 2006



Property Address: 810 Vantage Way Court, Nashville, Tennessee

Tax Parcel I.D. No.: 81-4-227.00

Mail tax bills to:

Name and address of property owner:

BR FOODS, LLC
1999-B Brownsboro Road
Louisville, KY 40206

This Instrument Prepared By:

Edward L. Galloway
ACKERSON & YANN, P.S.C.
401 W. Main Street, Suite 1200
Louisville, KY 40202
(502) 583-7400

That certain real property located in Davidson County, Tennessee, being a tract more particularly described as:

Land in Davidson County, Tennessee, being Lot No. 1 on the Fourth Resubdivision of Lot 2, MetroCenter Tract 22, of record on the Plat in Instrument No. 20041029-0130004, Register's Office for Davidson County, Tennessee.

Being the same property conveyed to ULB Properties of Tennessee, LLC, a Tennessee limited liability company, from U.B. Properties, LLC, a Kentucky limited liability company, by deed of record in Instrument No. 20050113-0004997, Register's Office for Davidson County, Tennessee.

EXHIBIT A

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