This instrument prepared by:
Suzanne P. Viana
Burger King Corporation
5505 Blue Lagoon Drive
Miami, Florida 33126

Davidson County DEEDWARR
Recvd: 08/10/05 11:56 3 pgs
Fees:18.00 Taxes:1631.70
20050810-0094751

SPECIAL WARRANTY DEED

Restaurant # 12357

ADDRESS NEW OWNER(s) AS FOLLOWS:	SEND TAX BILLS TO:	MAP PARCEL NUMBERS
SREP, LLC Re: Restaurant # 12357	SREP, LLC Re: Restaurant # 12357	92-8-302
914 Calloway Drive,	914 Calloway Drive	
Brentwood, TN 37027	Brentwood, TN 37027	

THIS SPECIAL WARRANTY DEED is made the 9th day of AUGUST, 2005, by **Burger King Corporation,** a Florida corporation, having an address at 5505 Blue Lagoon, Miami, FL, 33126 (the **"Grantor"**) to **SREP, LLC,** a Tennessee limited liability company, having an address at 914 Calloway Drive, Brentwood, TN 37027 (the "Grantee").

(Wherever used herein, the terms "Grantor" and "Grantee" include all the parties to this instrument and the heirs, legal representatives and assigns of individuals, and the successor and assigns of corporations.)

W I T N E S S E T H:

That the Grantor, for and in consideration of the sum of TEN AND NO/100 DOLLARS ($10.00) and other good and valuable consideration paid to Grantor by Grantee, receipt whereof is hereby acknowledged, does hereby grant, bargain, sell, alien, remise, release, convey and confirm unto the Grantee, that certain real estate, (the "{Property") situated in the County of Davidson, State of Tennessee, as more particularly described on Exhibit "A", attached and made a part hereof, together with all other improvements located thereon (collectively, the "Improvements").

This conveyance is made subject to: Taxes and assessments for the current calendar year and all subsequent years; zoning ordinances, restrictions, prohibitions and other requirements imposed by governmental authority; all restrictions, conditions, reservations, limitations and easements of record and in place, if any, but this reference shall not operate to reimpose same.

TOGETHER with all the tenements, hereditament and appurtenances thereunto belonging or in anywise appertaining.

This is unimproved ( ) property, known as: 1501 Charlotte Avenue, Nashville, Tennessee 37203
improved (X)

TO HAVE AND TO HOLD the same in fee simple forever.

GRANTOR HEREBY warrants the title to the Property and the Improvements subject to the foregoing matters and will defend the same against the lawful claims of all persons claiming by, through or under Grantor.

IN WITNESS WHEREOF, the Grantor has caused this Special Warranty Deed to be executed

IN WITNESS WHEREOF, the Grantor has caused this Special Warranty Deed to be executed in its name, on the day and year first above written.

Signed, sealed and delivered in the presence of:

WITNESSESS

Daryl Culp

Print Name: DARYL CULP

Print Name: DONNA GLAZE

GRANTOR:

BURGER KING CORPORATION

BY: Craig S. Prusher

Name: **Craig S. Prusher**

Title: **Vice President**

ATTEST: Suzanne P. Viana

Suzanne P. Viana, Assistant Secretary

(CORPORATE SEAL)

STATE OF FLORIDA)
)
COUNTY OF MIAMI-DADE)

Personally appeared before me, Orla Amaiz Villar, a Notary Public in and for said County and State, **Craig S. Prusher** and Suzanne P. Viana with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that they executed the within instrument for the purposes therein contained, and who further acknowledged that they are the **Vice President** and the Assistant Secretary as indicated above of the maker or constituents of the maker and is authorized by the maker or by its constituents, the constituents being authorized by the maker, to execute this instrument on behalf of the maker.

Witness my hand, at office in Miami-Dade, Florida, this 2nd day of August, 2005.

Notary: _____

Print name: _____

Notary Public, State of Florida

My commission expires: _____

Orla Amaiz Villar
My Commission DD209213
Expires May 11, 2007

[NOTARIAL SEAL]

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $441,000.00.

Affiant

Sworn to and subscribed before me, this 9th day of August, 2005.

GEORGE E. MUDTER, JR.
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY, TENN.

Notary Public

My Commission Expires JULY 19, 2008

Exhibit "A"

Legal Description #12357

Land in the Nineteenth Councilmanic District of Davidson County, Tennessee, being described according to a survey prepared by Ragan-Smith Associates, Inc., 315 Woodland Street, Nashville, Tennessee 37206, Job Number 98-097/5890, and being more particularly described as follows:

Beginning at an iron pin (new) in the easterly right-of-way margin of McMillin Avenue, a 40' public right-of-way; said pin being at the intersection of the easterly right-of-way margin of said McMillin Avenue with the northerly margin of Alley #372, a 12-foot alley; thence, with the easterly right-of-way margin of said McMillin Avenue, North 44 deg. 01 min. 30 sec, West, a distance of 171.77 feet to an iron pin (new); thence, North 04 deg. 40min. 59 sec. East, a distance of 5.57 feet to an iron pin (new) in the southerly right-of-way margin of Charlotte Avenue, a 92 foot public right-of-way; thence, with the southerly right-of-way margin of said Charlotte Avenue, along a curve to the left having a radius of 5,135.39 feet, a central angle of 02 deg. 23 min. 10 sec, for an arc distance of 213.87 feet to an iron pin (new) in the westerly right-of-way margin of 15th Avenue North, a 50' public right-of-way, said curve has a chord bearing and distance of North 59 deg. 37 min. 00 sec. East, 213.85 feet; thence, with the westerly right-of-way margin of said 15th Avenue North, South 44 deg. 01 min. 30 sec. East, a distance of 125.00 feet to an iron pin (new) in the northerly margin of said Alley #372; thence, with the northerly margin of said Alley #372, South 45 deg. 58 min. 30 sec. West, a distance of 212.00 feet to the Point of Beginning and containing 31,786 square feet or .730 acres, more or less as calculated by the above courses and distances which were determined within the precision requirements of an ALTA/ACSM "Urban" Land Title Survey of 1997.

Being the same property conveyed to Burger King Corporation, a Florida Corporation by Special Warranty deed dated 06/07/2005 from E.R. Smith Real Estate, LLC, a Tennessee limited liability company of record in Instrument No. 20050609-0066279, Register's Office for Davidson County, Tennessee.