(1)

Address New Owner:	Map-Parcel Numbers:	Send Tax Bills To:
EWG Nashville, LLC c/o Newton Oldacre McDonald, LLC 3841 Green Hills Village Dr., Suite 400, Nashville, TN 37215	62-167	Newton Oldacre McDonald, LLC P.O. Box 680176 Prattville, AL 36068
This instrument prepared by: E. H. Camp, III, Attorney at Law, c/o Newton Oldacre McDonald, 3841 Green Hills Village Drive, Suite 400, Nashville, TN 37215		

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of One Million One Hundred Ninety-Five Thousand and NO/100 DOLLARS ($1,195,000.00) cash in hand paid, and other good and valuable consideration, the receipt and sufficiency of all of which are hereby acknowledged, **Luby's Restaurants Limited Partnership**, a Texas limited partnership (the "Grantor"), has bargained and sold, and by these presents does transfer and convey to EWG Nashville, LLC, a Tennessee limited liability company (the "Grantee"), Grantee's (heirs) (successors) and assigns, certain land in County, State of Tennessee, being more particularly described in Exhibit A, which is attached hereto and incorporated herein by this reference (the "Property").

This conveyance of the Property, and all covenants and warranties contained herein, are made expressly subject to the following those matters set forth on Exhibit B, which is attached hereto and incorporated herein by this reference:

TO HAVE AND TO HOLD the Property with all appurtenances, estate, title, and interest thereto belonging to the Grantee, Grantee's (heirs) (successors) and assigns, forever.

Grantor covenants with the Grantee that Grantor is lawfully seized and possessed of the Property in fee simple; that Grantor has a good right to convey the Property, and that the Property is unencumbered except as set forth hereinabove.

Grantor further covenants and binds Conway Inn Corp. to warrant and forever defend the title to the Property to the said Grantee, Grantee's successors and assigns, against the lawful claims of all persons whomsoever, claiming by, through or under Grantor, except that no warranty is made as to the amount of acreage in the Property

Davidson County DEEDWARR
Recvd: 04/20/06 11:27 4 pgs
Fees:23.00 Taxes:4421.50

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IN WITNESS WHEREOF, the Grantor has executed this Deed this 17th day of April, 2006.

Luby's Restaurants Limited Partnership,
a Texas limited partnership
By: Luby's Management, Inc.
A Delaware corporation, General Partner

By: Bill Gordon
Its: Vice President

STATE OF Texas)
COUNTY OF Harris)

Before me, Lillian D. Pickett, a Notary Public in and for the County and State aforesaid, personally appeared Bill Gordon, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence) and who, upon oath, acknowledged him/herself to be the Vice Pres. of Luby's Management, Inc., General Partner of Luby's Restaurants Limited Partnership, a Texas limited partnership and that he/she as such Senior Vice President of the General Partner, being authorized so to do, executed the foregoing instrument for the purposes therein contained.

WITNESS my hand and seal at office in Harris County, TX, this 17th day of April, 2006.

My commission expires:
11-18-2008

Lillian D. Pickett
Notary Public

Lillian D. Pickett
NOTARY PUBLIC
STATE OF TEXAS
MY COMM. EXP. 11-18-2008

STATE OF Texas]
COUNTY OF Williamson]

The actual consideration or value, whichever is greater, for this transfer is $1,195,000.00.

Affiant

Sworn to and subscribed before me on this the 19 day of April, 2006.

Notary Public

My Commission Expires: 12-[illegible]

PATTI D. MORRIS NOTARY PUBLIC AT LARGE WILLIAMSON CO. TEXAS

EXHIBIT A

RIC- 3969 Tax Parcel 62-167 located at 2510 Music Valley Drive, Nashville, Tennessee

Lot 5 Phase 5 on the final Plat of MUSIC VALLEY P.U.D. according to the plat thereof as recorded in Plat Book 7900 Page 887, Register's Office for Davidson County, TN., and being more particularly described as follows:

Beginning at an iron rod situated in the westerly margin of Music Valley Drive, said point also being the southeast corner of the Lodgings, Inc. property of record in Book 6953, Page 939, R.O.D.C.;

Thence, along said road, along a curve to the right, having a central angle of 06deg 17' 22", a radius of 1938.95 feet, a tangent of 106.53 feet, a length of 212.84 feet, and having a chord which bears *S* 23deg 09' 10" E, a distance of 212.73 feet to an iron rod;

Thence, leaving said road, along a curve to the right, having a central angle of 26deg 52' 18", a radius of 217.06 feet, a tangent of 51.85 feet, a length of 101.80 feet, and having a chord which bears S 88deg 44' 31"W, a distance of 100.87 feet to an iron rod;

Thence, N 77deg 49' 31" W, a distance of 160.08 feet to an iron rod;

Thence, along a curve to the left, having a central angle of 60 deg 52' 55", a radius of 200.00 feet, a tangent of 117.53 feet, a length of 212.52 feet, and having a chord which bears S71deg 44' 01" W, a distance of 202.66 feet to an iron rod;

Thence, N 48deg 37' 10" W, a distance of 61.12 feet to an iron rod;

Thence, N 10deg 56' 49" E, a distance of 270.11 feet to an iron rod;

Thence, S 77deg 47' 37" E, a distance of 369.04 feet to the point of beginning.

Being the same property conveyed to Luby's Restaurants Limited Partnership of record in Book 10545, Page 93, in t h e Register's Office for Davidson County, Tennessee.

TOGETHER WITH easements appurtenant thereto as set forth in "Declaration of Covenants, Conditions, Restrictions and Owners Association for Music Valley P.U.D.", as recorded in Book 9582, page 690 and Book 9796, page 78, Register's Office for Davidson County, Tennessee.