PL[illegible] TO
P[illegible]
3801 SPR[illegible] SUITE 102
LO[illegible], KY 40241

Davidson County DEEDWARR
Recvd: 12/05/06 13:44 8 pgs
Fees:43.00 Taxes:30028.10
20061205-0150062

THIS INSTRUMENT PREPARED BY:

LeeAnn W. Aldridge, Esquire
Hunter, Maclean, Exley & Dunn, P.C.
200 East Saint Julian Street
Savannah, GA 31401

ADDRESS NEW OWNER AND PARTY RESPONSIBLE FOR TAXES:

GE CAPITAL FRANCHISE FINANCE CORPORATION
1903 Stanley Gault Parkway
Louisville, KY 40223

MAP-PARCEL NOS.:

Map:_____
Parcel:_____

WARRANTY DEED

THIS INDENTURE, made this 1ST day of ~~November~~ December 2006, by and between ULB PROPERTIES OF TENNESSEE, LLC, a Tennessee limited liability company, whose address is 1903 Stanley Gault Parkway, Louisville, Kentucky 40243, hereinafter called "Grantor"; and GE CAPITAL FRANCHISE FINANCE CORPORATION, a Delaware corporation, whose address is 8377 East Hartford Drive, Suite 200, Scottsdale, Arizona 85255, hereinafter called Grantee.

WITNESSETH:

That the said Grantor, for and in consideration of the sum of One Dollar ($1.00) cash and other good and valuable considerations to it in hand paid by the said Grantee the receipt of which is hereby acknowledged, has granted, bargained, sold, conveyed and does hereby grant, bargain, sell and convey unto said Grantee the premises described on Exhibit A attached hereto as a part hereof.

These are improved properties known as:

5640 Franklin Pike Circle, Brentwood, Davidson County, Tennessee
551 Donelson Pike, Nashville, Davidson County, Tennessee
1905 South Church Street, Murfreesboro, Rutherford County, Tennessee
3131 Dickerson Pike, Nashville, Davidson County, Tennessee
82 Expressway Drive, Manchester, Coffee County, Tennessee
1354 Sparta Street, McMinnville, Warren County, Tennessee

With the hereditaments, and appurtenances thereto appertaining, hereby releasing all claims to Homestead, Dower, and Curtesy therein, TO HAVE AND TO HOLD the said premises to the said Grantee, its successors and assigns forever.

The particular property herein conveyed is further subject to the easements, covenants, conditions and restrictions of record.

The Grantor for itself, its successors and assigns, does hereby covenant with the said Grantee, its successors and assigns, that it is lawfully seized and possessed of said premises, has full power, authority, and right to sell and convey the same, and that said premises are free and unencumbered except as set out herein, and that it will forever warrant and defend the title thereto against the lawful claims of all persons claiming under it.

GEFF Contract No. 32126
Property Nos. 4940-0618, et al.
Tennessee

IN WITNESS WHEREOF, the said Grantor has caused these presents to be subscribed on the day and year first above written.

ULB PROPERTIES OF TENNESSEE, LLC
a Tennessee limited liability company

By _____
Ulysses L. Bridgeman, Jr., Member

STATE OF Kentucky)
) SS.
COUNTY OF Jefferson)

Personally before me on November 28, 2006, Ulysses L. Bridgeman, Jr., Member of ULB Properties of Tennessee, LLC, a Tennessee limited liability company, with whom I am personally acquainted, and who acknowledged that such person executed the within instrument for the purposes therein contained, and who further acknowledged that such person is the Member of ULB Properties of Tennessee, LLC, a Tennessee limited liability company, and is authorized to execute this instrument on behalf of the corporation.

_____
Notary Public

My Commission Expires:
10/24/2008

BRENDA L. HITES NOTARY PUBLIC STATE AT LARGE, KY

GEFF Contract No. 32126
Property Nos. 4940-0618, et al.
Tennessee

STATE OF TENNESSEE, WARREN COUNTY

I, or we, hereby swear or affirm that the actual consideration for this transfer, or value of the property transferred, whichever is greater is $8,115,702.00 which amount is equal to, or greater than, the amount which the property transferred would command at a fair voluntary sale.

Ulysses L. Bridgeman, Jr./Affiant

Subscribed and sworn to before me, the undersigned authority, 29 day of November, 2006.

Notary Public

My commission expires: 10/28/2008

BRENDA L. HITES NOTARY PUBLIC STATE AT LARGE, KY

GEFF Contract No. 32126
Property Nos. 4940-0618, et al.
Tennessee

EXHIBIT "A"

TRACT I:
Street Address: 5640 Franklin Pike Circle
Brentwood, Tennessee 37027

Being Lot No. 3 on the Plan of McArthur Subdivision as of record in Plat Book 5200, Page 363, Register's Office for Davidson County, Tennessee, to which said plan reference is hereby made for more complete and accurate legal description thereof.

Being the same property conveyed to ULB Properties of Tennessee, LLC, a Tennessee Limited Liability Company, by Deed dated June 24, 2004, of record in Official Record Instrument No. 2004062876436, in the Office aforesaid. * 20040628 - 0076436

Parcel ID: MAP 160, PARCEL 186, 6DU-60662

TRACT II:
Street Address: 551 Donelson Pike
Nashville, Tennessee 37214

551 Donelson Pike, Nashville, Davidson Co., TN. Known as Tax Parcel #108-1-64 being more particularly described as follows: Being Lot 3 of Re-Subdivision of a Part of Revised Lot No. 2 DONELSON VILLAGE, according to the plat thereof as recorded in Plat Book 5190 at Page 582 in the Register's Office of Davison Co., TN. TOGETHER WITH AN EXCLUSIVE PARKING EASEMENT as granted to FFCA Acquisition Corporation, their successors or assigns, in Book 11502 Page 436 over the following: A portion of Lot 3 of Re-Subdivision of a Part of Revised Lot No. 2 DONELSON VILLAGE, according to the plat thereof as recorded in Plat Book 5190 at Page 582 in the Register's Office of Davison Co., TN. And being more particularly described as follows: Beginning on an iron pin (Old) located at the southeast corner for Lot 3 re-subdivision of revised Lot 2 Donelson Village of record in Plat Book 5190 Page 582 R.O.D.C.T., said pin also being the southeast corner of subject tract, said pin also being a corner to original Lot 2 re-subdivision of a part of revised Lot 2 Donelson Village Section 4 of record in Plat Book 6200 Page 08, R.O.D.C.T.; thence with said original Lot 2 North 82 deg. 07' 41" West, 106.56' to an iron pin (new); thence, with a new line severing said Lot 3 North 87 deg. 27' 19" East 108.35 feet to an iron pin (new) in the line of said original Lot 2; thence, with said original Lot 2 South 07 deg. 53' 04" West 19.59 feet to the pint of beginning, containing .024 acres more or less.

Being the same property conveyed to ULB Properties of Tennessee, LLC, a Tennessee Limited Liability Company, by Deed dated June 24, 2004, of record in Official Record Instrument No. 200406280076439, in the Office aforesaid.

Parcel ID: MAP 108-01 PARCEL 064.00

EXHIBIT "A" (Continued)

TRACT III:
Street Address: 1905 South Church Street
Murfreesboro, Tennessee 37130

A tract of land in the Thirteenth Civil District, Rutherford County, City of Murfreesboro, Tennessee, being Lot 1 on the plat entitled Carter Sloan Addition, a Resubdivision of part of Lots 1 through 6 and all of Lots 12 and 13 of Block B, recorded in Plat Book 8, page 109, Register's Office Rutherford County, Tennessee and being more particularly described as follows: Beginning at an iron pin on the south right of way line of Carter Street at the end of the return curve to South Church Street (US 231). Said pin being N 88 deg. 54' E 27.04 feet from the easterly right of way line of South Church Street; thence, with the south right of way line of Carter Street N 88 deg. 54' E 160.93 feet to an iron pin in the west line of Robert C. Lamb; thence, with Lamb's west line, S 2 deg. 56' W 131.64 feet to an iron pin in the north line of Lucy Mae Fann property; thence, with the north line of Fann, N 89 deg. 12' W, 50 feet to a point at the common corner of Fann and Cleanco Joint Venture's property; thence, with the north line of Cleanco Joint Venture, N 89 deg. 12' W 137.60 feet to an iron pin on the easterly right of way line of South Church Street (US 231); thence, with the easterly right of way line of South Church Street, N 2 deg. 55' E 98.36 feet to a point at the beginning of a curve; thence, with said curve to the right (radius 29.00) northeastwardly a distance of 43. 52 feet to the point beginning and having chord bearing and distance of N 45 deg. 54' 30" E 39.550 and containing 23,943 square feet, more or less.

ALSO DESCRIBED AS:
All that certain piece, parcel or tract of land situate, lying, and being located in the City of Murfreesboro, Rutherford County, State of Tennessee, containing 0.546 acres, as shown on a plat entitled "ALTA/ACSM Land Title Survey for Wendy's", dated September 20, 2006, prepared by Barrett Surveying Group (R. Scott Barrett, PLS, TN Registration No. 2473) and according to said plat having the following metes and bounds to wit:

Beginning at an iron pin old ½" rebar with cap, (Labeled as P.O.B.) on the southern right-of-way line of Rutherford Boulevard, thence running along the southern right-of-way of Rutherford Boulevard N 88°53'54" E 160.94 feet to an old iron pin ½" rebar with cap at the common corner of lands no or formerly Charles L. Smith (D.B. 571-152), thence running along the common property line of lands no or formerly Charles L. Smith S 02°55'56" W 131.83 feet to an iron pin old 5/8" solid rod at the common corner of lands no or formerly JW Tomberlain and Virgil Turner (DB 27-1325) and lands no or formerly Racetrac Petroleum (DB 457-590) thence running along the common property line of lands no or formerly Racetrac Petroleum N 89°11'01" W 187.59 feet to an iron pin old 5/8" rebar on the eastern right-of-way line of South Church Street, thence running along the eastern right-of-way line of south Church Street N 02°53'59" feet to an iron pin old ½" rebar, thence with a curve to the right having an arc length of 43.48 feet, a radius of 29 feet and a chord bearing and distance of N 45°57'46" E 39.52 feet to the point of beginning.

Being the same property conveyed to ULB Properties of Tennessee, LLC, a Tennessee Limited Liability Company, by Deed dated June 24, 2004, of record in Book 401, Page 1075, in the Office aforesaid.

Parcel ID: Map 113-C, Group A, Parcel 22.00

EXHIBIT "A" (Continued)

TRACT IV:
Street Address: 3131 Dickerson Pike
Nashville, Tennessee 37207

Being a certain tract of land located at 3131 Dickerson Pike in the First Civil District of Metropolitan Nashville, Davidson County Tennessee, and being particularly described by metes and bounds as follows:
Beginning at a P.K. nail (new), said nail being the northwest corner of the herein described tract, in the East right of way of Dickerson Pike and in the South right of way of Maplewood Lane; Thence with said right of way and then the line of Sharad M. Patel as evidenced in Book 8837, Page 84, Register's Office for Davidson County, Tennessee South 05 deg. 37' 46" West, passing a concrete monument (old) at 9.48 feet, in all 161.50 feet to an iron pin (old), said pin being in the line of Oliver Dale as evidenced in Book 4421, page 44, Register's office for Davidson County, Tennessee; Thence with the line of Dale North 83 deg. 26' 00" West, 149.77 feet to a concrete monument (old), said monument being in the East right of way of Dickerson Pike; Thence with the said right of way North 05 deg. 37' 46" East, 161.50 feet to the point of beginning and containing 24, 184 square feet or .555 acre more or less.

ALSO DESCRIBED AS:
All that certain piece, parcel or tract of land situate, lying, and being located in the City of Nashville, Davidson County, State of Tennessee, containing 0.555 acres as shown on a plat entitled "ALTA/ACSM Land Title Survey for Wendy's", dated September 21, 2006, prepared by Barrett Surveying Group (R. Scott Barrett, PLS, TN Registration No. 2473) and according to said plat having the following metes and bounds to wit:

Beginning at an existing pk nail found (Labeled P.O.B) at the intersection of Dickerson Pike and Maplewood Trace, thence running along the southern right-of-way of Maplewood Trace S 84°06'23" E 149.83 feet to an iron pin old ½" rebar at the common corner of lands no or formerly Yogi Motel Inc. (DB 20030531 00-73511), thence running along the common property line of lands no or formerly Yogi Motel, Inc. S 05°00'00" W 161.49 feet to an iron pin old 5/8" rebar at the common corner of lands now or formerly Oliver H. Dale (DB 4421-44) thence running along the common property line of lands no or formerly N 84°05'33" W 149.69 feet to a concrete monument found on the eastern right-of-way line of Dickerson Pike, thence running along the eastern right-of-way line of Dickerson Pike N 04°57'04" E 161.46 feet to the point of beginning.

Being the same property conveyed to ULB Properties of Tennessee, LLC, a Tennessee Limited Liability Company, by Deed dated August 17, 2004, of record in Official Record Instrument No. 20040820 0101062, in the Office aforesaid.

Parcel ID: MAP 060 PARCEL 034.01 GROUP 04-0

EXHIBIT "A" (Continued)

TRACT V
Street Address: 82 Expressway Drive
Manchester, Tennessee 37355

Land in the 1st Civil District of Coffee County, Tennessee, described as follows:
BEGINNING at an iron rod at the Burger King Co., northmost corner in the Interstate 24 West right of way line and being North 10 degrees 02 minutes West, 165.0 feet from the Burger King Company, eastmost corner at a concrete Interstate 24 Right of way monument; thence proceeding South 79 degrees 58 minutes West, 196.18 feet with the Burger King company line to an iron pin property corner in the Expressway Drive East right of way line, said corner being North 364.99 feet from the US Highway 41 North right of way line as measured along the Expressway Drive East right of way; thence proceeding along the Expressway Drive East right of way, along a curve 52.64 feet whose radius is 332.95 feet and whose chord in North 17 degrees 58.6 minutes West, 52.58 feet to an iron rod curve end and then continuing along said right of way North 22 degrees 54 minutes West, 64.08 feet to an iron pin corner with the north most 2.70 acres portion of Tract #3, Section 1 of Expressway Park Subdivision, this corner also being South 22 degrees 54 minutes East, 511.88 feet from the northwest concrete corner monument of said Tract #3; thence proceeding with the northmost 2.70 acres lot line North 67 degrees 06 minutes East, 223.32 feet to an iron rod corner in the Interstate 24 West right of way line, said iron rod being South 10 degrees 02 minutes East, 29.98 feet form an Interstate 24 concrete right of way monument corner; thence proceeding with the Interstate 24 West right of way line South 10 degrees 02 minutes East, 164.28 feet to the beginning

ALSO DESCRIBED AS:
All that certain piece, parcel or tract of land situate, lying, and being located in the City of Manchester, Coffee County, State of Tennessee, containing 0.666 acres, as shown on a plat entitled "ALTA/ACSM Land Title Survey for Wendy's", dated September 22, 2006, prepared by Barrett Surveying Group (R. Scott Barrett, PLS, TN Registration No. 2473) and according to said plat having the following metes and bounds to wit:

Beginning at an iron pin old 5/8" rebar with cap, (Labeled as P.O.B.) on the eastern right-of-way line of Expressway Drive and the common corner of lands no or formerly CNL APF Partners LP (DB316-428), thence running along the eastern right-of-way line of Expressway Drive with a curve to the left having an arc length of 53.09 feet, a radius of 332.95 feet and a chord bearing and distance of N 17°37'27" W 53.04 feet to an iron pin old 5/8" rebar, thence N 22°54'02" W 64.23 feet to an iron pin old ½" rebar at the common corner of lands no or formerly OM Shanti Assoc. (DB270-465), thence running along the common property line of lands no or formerly OM Shanti Assoc. N 67°10'06" E 223.15 feet to an old iron pin 5/8" rebar on the western right-of-way line of Highway 24, thence running along the western right-of-way line of Highway 24 S10°02'00" E 164.32 feet to an iron pin old ½" rebar at the common corner of lands no or formerly CNL APF Partners LP (DB 316-428), thence running along the commpn property line of lands no or formerly CNL APF Partners LP S 79°52'41" W 196.29 feet to the point of beginning.

Being the same property conveyed to ULB Properties of Tennessee, LLC, a Tennessee Limited Liability Company, by Deed dated June 24, 2004, of record in Book W302, Page 189, in the Office aforesaid.

Parcel ID: 85E-A-22.02

EXHIBIT "A" (Continued)

TRACT VI:
Street Address: 1354 Sparta Street
McMinnville, Tennessee 37110

Lying and being in the 1st Civil District of Warren County, Tennessee, and beginning on an iron pin in the South margin of Highway 70, the Northwest corner of Three Star Mall, thence with the South margin of Highway 70, S 56 deg. 34' West, 130 feet to an iron pin; thence S 35 deg 56' E. 200 feet to an iron pin; thence N 56 deg 34' E, 130 feet to an iron pin in the line of Three Star Mall; thence with Three Star Mall line N 35 deg. 56' W, 200 feet to the point of beginning. Together with easements appurtenant thereto as shown in Deed Book 226, Page 714, Register's Office for said County.

Being the same property conveyed to ULB Properties of Tennessee, LLC, a Tennessee Limited Liability Company, by Deed dated June 24, 2004, of record in Book 101, Page 368, in the Office aforesaid.

Parcel ID: 58.82.03