First Pl

THIS INSTRUMENT PREPARED BY:
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511 Union Street, Suite 2700
Nashville, Tennessee 37219

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $3,550,000.00.

Affiant

Subscribed and sworn to before me this 12th day of Dec., 2007.

Notary Public
My Commission Expires:

SALLY A. MORGAN STATE OF TENNESSEE NOTARY PUBLIC DAVIDSON COUNTY, TENN. My Commission Expires JAN. 23, 2010

Davidson County DEEDWARR
Recvd: 12/14/07 10:29 4 pgs
Fees:23.00 Taxes:13135.00
20071214-0143955

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ADDRESS OF NEW OWNER:	SEND TAX BILL TO:	MAP-PARCEL NO.
Elm Hill Pike Properties, LLC Attn: David Davoudpour c/o Shoney's USA, Inc. 255 East Paces Ferry Road, Suite 300 Atlanta, GA 30305	SAME	Map 107-10 Parcel 1.00

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SPECIAL WARRANTY DEED

KNOW ALL MEN BY THESE PRESENTS, that for and in consideration of the sum of TEN DOLLARS ($10.00) cash in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, SHOLAND, LLC, a Tennessee limited liability company ("Grantor") has bargained and sold, and by these presents does transfer and convey unto ELM HILL PIKE PROPERTIES, LLC, a Tennessee limited liability company ("Grantee"), the successors and assigns of Grantee, that certain tract or parcel of land in Davidson County, Tennessee (the "Property"), described as follows, to-wit:

See attached Exhibit A

TO HAVE AND TO HOLD the Property together with all appurtenances and hereditaments thereunto belonging or in any wise appertaining to Grantee, the representatives, successors and assigns of Grantee, forever.

Grantor further covenants and binds itself, its representatives, successors and assigns to warrant specially and forever defend the title to said Property to Grantee, the representatives, successors and assigns of Grantee, against the lawful claims of all persons whomsoever claiming by, through or under Grantor, but not further or otherwise (other than claims arising out of the matters set forth on Exhibit B). All exhibits referred to herein are attached hereto and incorporated herein by reference. 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.

IN WITNESS WHEREOF, Grantor has caused this Special Warranty Deed to be executed on the 13th day of December, 2007.

GRANTOR:

SHOLAND, LLC, a Tennessee limited liability company

By: Ted R. Habermann
Ted R. Habermann, Vice President

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared Ted R. Habermann, with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged himself to be the Vice President of Sholand, LLC, the within named bargainor, a limited liability company, and that he, as such Vice President, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the limited liability company by himself as such Vice President.

Witness my hand and seal, at office, this the 12th day of Dec., 2007.

Sally A. Morgan
Notary Public

My Commission Expires

SALLY A. MORGAN
STATE OF TENNESSEE
NOTARY PUBLIC
DAVIDSON COUNTY, TENN.
My Commission Expires JAN. 23, 2010

Exhibit A

Description of the Property

Land being in the Fifteenth (15th) Councilmanic District of Nashville, Davidson County, Tennessee, and being Lot 44 as shown on the revised plat of "Metropolitan Industrial Park, Section 36 and Revision Section 19", as of record in Plat Book 4955, page 36, Register's Office for Davidson County, Tennessee.

Being the same property conveyed to Shoney's, Inc. by deed of record in Book 7783, page 449, said Register's Office; Shoney's, Inc. having since changed its name to Shoney's, LLC as evidenced by instrument of record in Instrument No. 20041011-0122642; and Shoney's, LLC having since changed its name to Sholand, LLC as evidenced by instrument of record in Instrument No. 20070308-0028350 and Instrument No. 20070323-0035520, said Register's Office.

Exhibit B

Permitted Exceptions

1. Taxes and assessments for the year 2007.

2. Easements of record in Book 2906, page 189 and Book 2906, page 235, Register's Office for Davidson County, Tennessee.

3. Declaration of Easements of record in Instrument No. 20030320-0036789, said Register's Office.

4. Declaration of Easements of record in Instrument No. 20010614-0063122, said Register's Office.

5. Non-Exclusive Easement Agreement of record in Instrument No. 20000908-0089323, said Register's Office.

6. Non-Exclusive Permanent Utilities Easement of record in Instrument No. 20000908-0089324, said Register's Office.

7. Right of First Refusal contained in Deed of record in Instrument No. 20010409-0034499, said Register's Office.

8. All matters as shown on plat of record in Plat Book 4955, page 36, said Register's Office.

9. Rights of tenants under unrecorded leases.

10. Matters shown on survey prepared by J. Alan Cummings, RLS No. 2351, Crawford Land Surveyors, P.C., dated October 18, 2007.