When recorded return to:
TrustLand Title & Escrow, LLC.
1720 West End Avenue, Suite 400
Nashville, TN. 37203
Box 32

SPECIAL WARRANTY DEED

Davidson County DEEDWARR
Recvd: 12/27/07 11:03 9 pgs
Fees:48.00 Taxes:1887.00
20071227-0147816

This instrument was prepared by:
Eric E. Landen, Esq.
Frost Brown Todd LLC
2200 PNC Center
201 E. Fifth Street
Cincinnati, Ohio 45202

Address of New Owners as follows:	**Send Tax Bill to:**	**Tax/Parcel Numbers:**
TY Investments, LLC 15 Bull St., Suite 200 Savannah, GA 31401	Same	Tax Parcel No.: 133-150-132.00

STATE OF Ohio

COUNTY OF Warren

The undersigned Affiant affirms that to the best of Affiant's knowledge, information and belief, the actual consideration for the transfer or value of the property transferred, whichever is greater, is $510,000.00, which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

Pearle Vision, Inc
Affiant By: Jeanine Dennis
Its: Chief Financial Officer

Subscribed and sworn to before me this 19 day of December, 2007.

Notary Public: JAMES D. GRIFFITHS

My Commission expires:_____

NOTARIAL SEAL
STATE OF OHIO
Notary Public, State of Ohio
My commission has no expiration date.
Section 147.03 R.C.

SPECIAL WARRANTY DEED

PEARLE VISION, INC., a Delaware corporation (formerly known as Pearle Vision Center, Inc., a Texas Corporation and Pearle Vision Center, Inc., a Delaware Corporation) ("Grantor"), for valuable consideration paid, has bargained and sold, and by these presents does bargain, sell, grant and convey to **TY INVESTMENTS, LLC** a Georgia limited liability company, whose tax mailing address is identified above ("Grantee"), the following described real estate (the "Property"):

That certain real property in the 6th Civil District of Davidson County, Tennessee, more particularly described as follows:

Beginning at an iron stake on the easterly margin, as widened of Nolensville Road at the beginning of a short radius curve to the right (return to Welch Road);

thence, with said curve northeasterly, (radius 26.25 feet) 46.95 feet to an iron stake, the intersection of where the new return to Welch Road meets the original return; thence, continuing with said return (radius 50.0 feet) 5.32 feet to an iron stake on the southerly margin of Welch Road thence with southerly margin of Welch Road 84 degrees 55 minutes 40 seconds east 93.90 feet to an iron stake; thence south 13 degrees 30 minutes east 149.33 feet to an iron stake; thence, south 76 degrees 20 minutes west 126.00 feet to an iron stake on the easterly margin of Nolensville Road as widened; thence, with easterly margin of Nolensville Road north 13 degrees 30 minutes west 155.57 feet to the point of beginning.

Being the same property conveyed to Pearle Vision Center, Inc., a Texas Corporation, by deed from Chevron U.S.A. Inc., a California Corporation, dated July 12, 1982 as recorded in Book 5941, page 992, Register's Office for Davidson County, Tennessee. Pearle Vision Center, Inc., a Texas Corporation, merged into Pearle Vision Center, inc., a Delaware Corporation and further merged into Pearle Vision, Inc., a Delaware Corporation, by Certificate of Merger and Certificate of Amendment to Certificate of Incorporation attached hereto as Exhibit"B".

Grantor covenants with respect to the foregoing conveyance that Grantor (a) is lawfully seized and possessed of the Property, (b) has full power and lawful authority to sell and convey the same, and (c) will forever warrant and defend the title against the lawful claims of all persons claiming by, through or under Grantor but not further nor otherwise. Grantor further covenants that the Property is free and clear of all liens and encumbrances, except liens for real property taxes and assessments due and payable in 2007 and thereafter, which Grantee assumes and agrees to pay. This conveyance is made subject to all (i) easements, restrictions and stipulations of record, (ii) governmental laws, ordinances and regulations affecting the Property, and (iii) such "Permitted Exceptions" as are listed in Exhibit A, attached hereto and made a part hereof.

TO HAVE AND TO HOLD the said Property, together with all rights and appurtenances thereunto belonging or in any wise appertaining to Grantor, its successors and assigns, forever in fee simple.

IN WITNESS WHEREOF, Grantor has cause this Special Warranty Deed to be executed this 19th day of December, 2007.

PEARLE VISION, INC.,
a Delaware Corporation

By: _____
Print Name: Jack Dennis
Title: Chief Financial Officer

STATE OF Ohio)
) SS:
COUNTY OF Warren)

Before me, William D. Griffiths the undersigned, Notary Public in and for the County and State aforesaid, personally appeared Jack Dennis, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged himself/herself to be Chief Financial Officer of PEARLE VISION, INC., the within named bargainor, a Delaware corporation, and that he/she as such Chief Financial Officer being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself/herself as Chief Financial Officer

Witness my hand and seal, at office in Mason, Ohio, this the 19th day of December, 2007.

NOTARIAL SEAL
STATE OF OHIO

Notary Public

My commission expires:

WILLIAM D. GRIFFITHS
Notary Public, State of Ohio
My commission has no expiration date.
Section 147.03 R.C.

EXHIBIT A

Permitted Exceptions

1. County taxes for the year 2008 and thereafter for tax parcel number **Map 133, Group 15, Parcel 32.00**, not yet due and payable.
2. Subject to all matters shown on the Plan of Section One, Harding Mall Park of record in Plat Book 4350, Page 185, amended in Book 4465, Page 828, Register's Office for Davidson County, Tennessee.

CINLibrary 4897207.0537538 1800093v.2

"EXHIBIT B"

8600240184

FILED

JAN 24 1986

CERTIFICATE OF MERGER

OF

PEARLE HEALTH SERVICES, INC.

PEARLE VISION CENTER, INC.

INTO

Merger Pearle Vision Center, Inc.

* * * * *

The undersigned corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

NAME	STATE OF INCORPORATION
PEARLE HEALTH SERVICES, INC.	TEXAS
PEARLE VISION CENTER, INC.	TEXAS
Merger Pearle Vision Center, Inc.	Delaware

SECOND: That an agreement of merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of subsection

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(c) of section 252 of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation of the merger is Merger Pearle Vision Center, Inc., which shall herewith be changed to Pearle Vision Center, Inc.

FOURTH: That the amendments or changes in the Certificate of Incorporation of Merger Pearle Vision Center, Inc. the surviving corporation as are to be effected by the merger are as follows:

1. The name of the corporation shall be Pearle Vision Center, Inc.

FIFTH: That the executed agreement of merger is on file at the principal place of business of the surviving corporation. The address of the principal place of business of the surviving corporation is 2534 Royal Lane, Dallas, Texas 75229.

SIXTH: That a copy of the agreement of merger will be furnished by the surviving corporation, on request and without cost to any stockholder of any constituent corporation.

Dated: January 22, 1986.

Merger Pearle Vision Center, Inc.

By _____
William T. Sullivan, President

ATTEST:

By _____
William A. Yost, III, Secretary

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73935201

CERTIFICATE OF AMENDMENT

TO

CERTIFICATE OF INCORPORATION

OF

PEARLE VISION CENTER, INC.

* * * *

FILED

DEC 18 1989

SECRETARY OF STATE

10 A

PEARLE VISION CENTER, INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation, by the unanimous written consent of its members, filed with the minutes of the board, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

RESOLVED, that the Certificate of Incorporation of PEARLE VISION CENTER, INC. be amended by changing the first Article thereof so that, as amended, said Article shall be and read as follows:

"1. The name of the corporation is PEARLE VISION, INC."

FURTHER RESOLVED, that the said Amendment of the Certificate of Incorporation of PEARLE VISION CENTER, INC. be effective on the 1st day of January, 1990.

SECOND: That in lieu of a meeting and vote of stockholders, the stockholders have given unanimous written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said PEARLE VISION CENTER, INC. has caused this Certificate to be signed by R. Howard Stanworth, its Chairman and President and attested by William A. Yost, III, its Senior Vice President, Legal and Secretary, this 6th day of December, 1989.

PEARLE VISION CENTER, INC.

By _____
R. Howard Stanworth
Chairman and President

ATTEST:

By _____
William A. Yost, III
Senior Vice President, Legal
and Secretary

PEARLE VISION CENTER, INC.

UNANIMOUS CONSENT
OF STOCKHOLDER
IN LIEU OF MEETING

The undersigned, being the sole stockholder of Pearle Vision Center, Inc., a Delaware corporation (the "Corporation"), does hereby consent in writing to the adoption of the following resolution, which resolution shall have the same force and effect as though adopted unanimously at a duly convened meeting of the stockholders of the Corporation with all of the shares represented and acting throughout; and the Secretary of the Corporation is hereby authorized, empowered and directed to file a copy hereof with the minutes of proceedings of the stockholders.

RESOLVED, that the Certificate of Incorporation of Pearle Vision Center, Inc. be amended by changing the First Article thereof so that, as amended, said article shall be and read as follows:

"1. The name of the corporation is PEARLE VISION, INC."

FURTHER RESOLVED, that the said Amendment of the Certificate of Incorporation of PEARLE VISION CENTER, INC. be effective on the 1st day of January, 1990.

DATED this 6th day of December, 1989.

PEARLE, INC.
Stockholder

By: _____