BILL GARRETT, Davidson County
Trans:T20100010304 DEEDWARRSP
Recvd: 02/22/10 10:33 5 pgs
Fees:28.00 Taxes:7196.34
20100222-0013212

This Instrument Prepared By:
Wayne Harris, Esq.
Newton Oldacre McDonald, LLC
3841 Green Hills Village Dr. Suite 400
Nashville, Tennessee 37217

Address New Owner:
Rite Aid of Tennessee, Inc.
P. O. Box 3165
Harrisburg, PA 17105

Send Tax Bills to:
Same

Tax Map/Parcel Nos.:
156090A00500CO

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of Ten and 00/100 Dollars ($10.00) cash in hand paid and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, **BELLEVUE RA, LLC**, an Alabama limited liability company (the "Grantor"), has bargained and sold, and hereby transfers and conveys to **RITE AID OF TENNESSEE, INC.,** a Tennessee corporation (the "Grantee") and its successors and assigns, certain real property located in Davidson County, Tennessee, more particularly described as follows:

See Exhibit A attached hereto and incorporated herein by this reference.

This is unimproved property known as Outparcel 5 on Highway 100 and Temple Road, Nashville, Tennessee 37221.

TO HAVE AND TO HOLD said property, together with the appurtenances, hereditaments, estate, title and interest thereunto belonging, to Grantee, forever.

Said property is conveyed subject to the matters described on Exhibit B attached hereto and incorporated herein by this reference.

GRANTOR COVENANTS and binds itself and its successors and assigns to warrant specially and defend to Grantee forever the title to said property against the lawful claims of all persons claiming through or under Grantor (excluding claims arising out of the matters set forth on Exhibit B), but no further or otherwise.

IN WITNESS WHEREOF, Grantor has caused this instrument to be executed by the undersigned, a duly authorized officer of Corporate General, Inc., an Alabama corporation, the Manager of Grantor, on this the 19th day of February, 2010.

BELLEVUE RA, LLC,
an Alabama limited liability company

By: Corporate General, Inc., an Alabama corporation, its Manager

By: _____
Its: Vice President

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

I, the undersigned authority, a Notary Public in and for said County, in said State, hereby certify that Corporate General, Inc., an Alabama corporation, Manager of Bellevue RA, LLC an Alabama limited liability company, has signed the foregoing conveyance by Mark McDonald, its Vice President, who is known to me, and who acknowledged before me on this day that, being informed of the contents of the conveyance, he, as such officer and with full authority, executed the same voluntarily for and as act of Corporate General, Inc. in its capacity as the Manager of Bellevue RA, LLC.

Given under my hand and seal of office this the 19th day of February, 2010.

_____
NOTARY PUBLIC

DEBBIE L. SLOAN
STATE OF TENNESSEE
NOTARY PUBLIC
DAVIDSON COUNTY, TENN.

My Commission Expires: 5-22-2010

My Commission Expires MAY 22, 2010

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

The actual consideration for this transfer or value of the property transferred (whichever is greater) is $1,944,955.71.

Grantee or Grantee's Agent

Sworn to and subscribed before me,
this 18th day of February, 2010.

NOTARY PUBLIC

My commission expires: _____

COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
LINDA L. BROWN, NOTARY PUBLIC
EAST PENNSBORO TWP., CUMBERLAND CO.
MY COMMISSION EXPIRES JUNE 18, 2012

EXHIBIT A

Legal Description

Land in Davidson County, being Outparcel 5 in the Final Plat for Harpeth Village P.U.D., as shown on the Plat of record at Instrument Number 20060505-0052434, in the Register's Office for Davidson County, Tennessee, to which plat reference is here made for a more complete legal description.

Being the same property conveyed to Bellevue RA, LLC, an Alabama limited liability company, by deed from Kimco Barclay Harpeth, L.P., a Tennessee limited partnership recorded as Instrument No. 20080617-0062369 in the Register's Office for Davidson County Tennessee.

EXHIBIT B

Permitted Encumbrances

1. City, State and County Taxes for the year 2010 and subsequent years.

2. All matters as shown on Plats recorded as Instrument No. 20060505-0052434, No. 20051227-0153838, and No. 20080618-0062694, respectively, in the Register's Office for Davidson County, Tennessee.

3. Agreement for Dedication of Public Utilities and Abandonment of Existing Easement in favor of Harpeth Valley Utilities District recorded under Instrument No. 20000510-0047300 said Register's Office.

4. Agreement for the Dedication of Easement for Water Line in favor of Harpeth Valley Utilities District as recorded under Book 8019, page 168, said Register's Office.

5. Storm Water Detention Agreement as recorded under Instrument No. 20051219-0151714, said Register's Office.

6. Covenants, Conditions and Restrictions as recorded under Instrument No. 20070117-0007069, said Register's Office.

7. Declaration of Restrictions, Covenants and Conditions and Grant of Easements as recorded under Instrument No. 20070117-0007067, said Register's Office.

8. Matters shown on that certain ALTA/ACSM Land Title Survey prepared by Atwell-Hicks, bearing the seal of Jeffrey N. Lucas, Registered Professional Surveyor No. 2082, dated May 14, 2007, last revised April 1, 2008.

10. Covenants, Conditions and Restrictions as recorded under Instrument No. 20080617-0062370, said Register's Office.

11. Agreement for Dedication of Public Utilities Easement in favor of Harpeth Valley Utilities District recorded under Instrument No. 20080617-0062371, said Register's Office.

12. That certain unrecorded Agreement for Dedication of Easement for Sanitary Sewers and/or Storm Drainage, Water Mains, Pumps and Appurtenances to the Metropolitan Government of Nashville and Davidson County, Tennessee dated September 8, 2008.