This instrument prepared by:
Joseph B. Pitt, Jr, Attorney
Fidelity National Title Insurance Co.
6840 Carothers Parkway, Suite 200
Franklin, TN. 37067

BILL GARRETT, Davidson County
Trans:T20110036690 DEEDWARRSP
Recvd: 06/20/11 11:01 4 pgs
Fees:23.00 Taxes:2497.50
20110620-0047015

SPECIAL WARRANTY DEED

ADDRESS NEW OWNER(s) AS FOLLOWS:	SEND TAX BILLS TO:	MAP PARCEL NUMBERS
KROGER LIMITED PARTNERSHIP I	SAME AS NEW OWNER	Map 83-5, Parcel 195
1014 Vine St.		Map 83-5, Parcel 196
Cincinnati, OH 45202-1100		Map 83-5, Parcel 197

FOR AND IN CONSIDERATION of the sum of Ten dollars and no/100 ($10.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, **Rudd Seeley Wallis, LLC, a Tennessee limited liability company** (Grantor), has this day barga*ined and sold, and does hereby transfer and convey unto* ***KROGER LIMITED PARTNERSHIP I, an Ohio limited partnership*** *("Grantee"), its successors and assigns, certain real estate in Davidson County, Tennessee, described in Exhibit "A", which is attached hereto and incorporated herein by reference (the "Property").*

STATE OF TENNESSEE
COUNTY OF WILLIAMSON

The actual consideration or value whichever is greater, for this transfer is $675,000.00 .

PAMELA B. HAMPTON
STATE OF TENNESSEE NOTARY PUBLIC
CHEATHAM COUNTY

Joseph B Pitt Jr
Affiant

Subscribed and sworn to before me this the 17th day of June, 2011

Pamela B. Hampton
Notary Public

My commission expires: 4-29-2015

(Affix Seal)

This is improved property located at 725 Gallatin Road and 1100 Seymour Avenue, Nashville, TN. 37206

TO HAVE AND TO HOLD the Property with the appurtenances, estate, title and interest thereto belonging, to the Grantee, its successors and assigns forever.

Grantor further covenants and binds itself and its successors and assigns, to warrant and forever defend the title to the Property to Grantee, its successors and assigns against the lawful claims of all persons claiming by, through, or under Grantor, provided however, that this conveyance is subject to those matters set forth in Exhibit "B" which is attached hereto and incorporated herein by this reference.

In Witness Whereof, Grantor has caused this Special Warranty Deed to be executed by its duly authorized partner on this the 17th day of June, 2011.

RUDD SEELEY WALLIS, LLC, by:

Stephen D. Rudd

William C. Seeley

William G. Wallis, Jr.

STATE OF TENNESSEE
COUNTY OF WILLIAMSON

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, Stephen D. Rudd, William C. Seeley and William G. Wallis, Jr. with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence, and who upon oath acknowledged that they executed the within named instrument for the purposes therein contained, and who further acknowledged that they are members of Rudd Seeley Wallis, LLC, a Tennessee limited liability company and that as such members, being authorized so to do, executed the foregoing instrument by signing the name of the limited liability company by themselves as members.

Witness my hand and official seal, at office in Franklin, Tennessee, this 17th day of June, 2011.

Pamela B. Hampton
Notary Public

My Commission Expires: 4-29-2015

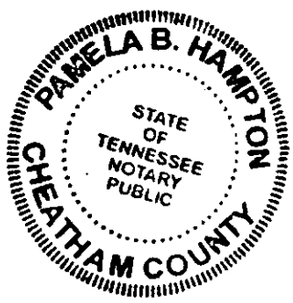


EXHIBIT "A"

TRACT 1:

Being parts of Lots Nos. 12 and 13 on the Plan of Edgewood E.T. Brown's Subdivision, of the Bransford Place, of record in Book 332, Page 73, Register's Office for Davidson County, Tennessee.

Said parts of said lots adjoin and front together 77 feet on the East side of Gallatin Pike and run back between lines, Lot No. 13 along the south margin of Seymour Avenue 120-1/4 feet, and 120 feet, more or less on the south line to the west line of the property conveyed to W.H. Goodrich and wife, from Walter Stokes and wife, of record in Book 848, Page 607, Register's Office for said County, and measures 84 feet, more or less, on said line.

TRACT 2:

Land in Davidson County, Tennessee, being the easterly 50 feet of Lot No. 13 and the easterly 50 feet of the northerly 26-1/2 feet of Lot No. 12 on the Plan of Edgewood, E.T. Brown's Subdivision of the Bransford Place, as of record in Book 332, Page 73, Register's Office for said County.

Said part of Lots 13 and 12 fronts 50 feet on the southerly side of Seymour, formerly Johnson Avenue, and runs back 84 feet more or less on the westerly line and 92.7 feet on the easterly line, with the westerly margin of an alley to a point 23-1/2 feet north of the line between Lots 11 and 12, and measures 50 feet on said rear line.

TRACT 3:

Being the north 26.5 feet of Lot No. 11 and the South 23.5 feet of Lot No. 12 on the Plan of Edgewood, being E.T. Brown's Subdivision, of record in Book 332, Page 73, Register's Office for said County.

Said parts of said lots front together 50 feet on the easterly side of the Gallatin Pike and run back between parallel lines 170 feet more or less to an alley.

Being the same property conveyed to Rudd Seeley Wallis, LLC, a Tennessee limited liability company, by Deed from John T. Bottom, Jr., Trustee, recorded at Instrument No. 20110620-0047014, Register's Office for Davidson County, Tennessee.

EXHIBIT "B"

Conveyance is made subject to the following matters:

(a) Taxes for the year 2011, a lien, but not yet due and payable.

(b) Terms and Provisions of Ground Lease by and between John T. Bottom, Jr. (Lessor) and Holmes Outdoor Advertising, Inc. (Lessee) of record at Instrument No. 20000912-0090381, Register's Office for Davidson County, Tennessee.

(c) Survey prepared by R. Scot Cherry, TRLS #1512, dated April 20, 2011, Job No. 11048, shows a 30" storm drain, as shown per Metro Storm Atlas, no evidence found.