Davidson County	DEEDWARRSP
Recvd: 12/30/14 14:11	6 pgs
Fees:33.00 Taxes:832.50	
20141230-0118956	

THIS INSTRUMENT PREPARED BY:
Frederick B. Tyler, Jr., Esq.
Mid South Waffles, Inc.
5986 Financial Drive
Norcross, GA 30071
Telephone: 770-729-5700
(as counsel to Grantee only)

SPECIAL WARRANTY DEED

Address New Owner(s)	Send Tax Bills To:	Map & Parcel #163-420.00
Mid South Waffles, Inc. 5986 Financial Drive Norcross, GA 30071	Mid South Waffles, Inc. 5986 Financial Drive Norcross, GA 30071 Attn: Tax Department	

FOR AND IN CONSIDERATION of the sum of TEN AND NO/100 ($10.00) DOLLARS cash in hand paid and other good and valuable consideration, the receipt of which is hereby acknowledged, **PNB HOLDING CO. 2, INC.**, a Tennessee corporation ("**Grantor**") has bargained and sold, and by these presents transfers and conveys unto **MID SOUTH WAFFLES, INC.**, a Georgia corporation ("**Grantee**"), its successors and assigns, a certain tract or parcel of land in Davidson County, Tennessee, described ON **EXHIBIT "A"** attached hereto (the "**Property**").

This is unimproved property located on Bell Road, Nashville, Davidson County, Tennessee.

TO HAVE AND TO HOLD said Property with the appurtenances, hereditaments, estate, title, and interest thereto belonging to Grantee, its successor and assigns, forever. Grantor covenants that Grantor is lawfully seized and possessed of said Property in fee simple, has good right to convey it, and that same is unencumbered, except for taxes for the years 2015 and thereafter and matters shown on **EXHIBIT "B"** attached hereto (collectively, "**Permitted Encumbrances**").

Grantor further covenants and binds itself and its successor and assigns to warrant and forever defend the title to said Property to Grantee, and its successors and assigns, against the lawful claims of all persons claiming by, through or under Grantor (other than claims arising out of the Permitted Encumbrances) but not further or otherwise.

IN WITNESS WHEREOF, Grantor executed this instrument on this 17th day of December, 2014.

GRANTOR:

PNB HOLDING CO. 2, INC.,
a Tennessee corporation

By: _____
Allen Dixon
Title: Authorized Officer

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me the undersigned authority, a Notary Public in and for the State and County aforesaid, the within named **ALLEN DIXON**, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), who acknowledged himself to be the AUTHORIZED OFFICER, of the within named PNB HOLDING CO. 2, INC., a Tennessee corporation and who upon oath acknowledged that he as such AUTHORIZED OFFICER executed the foregoing instrument for the purposes therein contained and that the same is the free act and deed of said corporation, and the free act and deed of him personally and as such AUTHORIZED OFFICER.

WITNESS my hand, at office, as of the 17th, day of December, 2014.

(Affix Seal)

LARRY D. CRAIG NOTARY PUBLIC AT LARGE CHEATHAM COUNTY, TENN.

_____
Notary Public
My Commission Expires: 10-28-2015

AFFIDAVIT OF VALUE

STATE OF GEORGIA)
COUNTY OF GWINNETT)

I, Jeffrey S. Cole, an Authorized Signatory of Mid South Waffles, Inc., a Georgia corporation, hereby swear or affirm that, to the best of my knowledge, information and belief, the actual consideration for this transfer or value of the property or interest in property transferred, whichever is greater, is $225,000.00.

Affiant:

Jeffrey S. Cole

Subscribed and sworn before me, this 18, day of DECEMBER, 2014.

Notary Public
My Commission Expires: 10-6-2017

(Affix Seal)

ANITA DUNIO NOTARY PUBLIC WALTON COUNTY, GA My Comm. Exp. Oct. 6, 2017

EXHIBIT "A"

Property

Land situated in the 32nd Council District of Davidson County, Tennessee, being all of **Lot 3** on the Final Plat Resubdivision of Lot 2, The Shoppes at Ridgeview, Planned Unit Development & Specific Plan District, of record in Instrument Number 20121017-0095264, in the Register's Office for Davidson County, Tennessee, to which said plat reference is made for a more particular description of said Lot 3.

The tract herein described is a portion of the land described in Instrument Number 20111228-0101445, in the Register's Office for Davidson County, Tennessee and is based upon an ALTA/ACSM survey conducted by Dale and Associates in November of 2014 under Project No. 14097.

TOGETHER WITH the non-exclusive easements and rights set forth in that certain Declaration of Reciprocal Easement Agreement with Covenants and Restrictions of record in Instrument No. 20081203-0117279, in the Register's Office for Davidson County, Tennessee.

AND TOGETHER WITH the non-exclusive easements and rights set forth in that certain Ingress-Egress Easement Agreement between PNB Holding Co. 2, Inc. and Lakeshore Christian Church of record in Instrument No. 20141230-0118955, in the Register's Office for Davidson County, Tennessee.

EXHIBIT "B"

Permitted Encumbrances

1. Taxes and assessments for the year of 2015 and subsequent years, a lien not yet due and payable.

2. Applicable zoning and building regulations.

3. Any mineral or mineral rights leased, granted or retained by prior owners.

4. All matters shown on the plat of record in Instrument No. 200806030056596 and Instrument No. 20121017-0095264, in the Registers Office for Davidson County, Tennessee.

5. Stormwater Detention Agreement of record in Instrument No. 20060809-0097641, in the Register's Office for Davidson County, Tennessee.

6. Declaration of Reciprocal Easement Agreement with Covenants and Restrictions of record in Instrument No. 20081203-0117279, in the Register's Office for Davidson County, Tennessee.

7. Grant of Easement of record in Instrument No. 20090316-0023090, in the Register's Office for Davidson County, Tennessee.

8. Ingress-Egress Easement Agreement between PNB Holding Co. 2, Inc. and Lakeshore Christian Church of record in Instrument No. 20141230-0118955, in the Register's Office for Davidson County, Tennessee.

True Copy Certification

I, William L. Rosenberg, do hereby make oath that I am a licensed attorney and/or the custodian of the electronic version of the attached document tendered for registration therewith and that this is a true and correct copy of the original documents executed and authenticated according to law.

Signature

State of Tennessee

County of Davidson

Personally appeared before me, Jodean M. King, a notary public for this county and state, William L. Rosenberg who acknowledges that this certification of an electronic document is true and correct and whose signature I have witnessed.

Notary's Signature

My Commission Expires: 6/20/2017

Notary Seal:

