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303,750 02
Send Tax Notice To:

Taco Bell Corp., a
California Corporation
c/o Nationwide Consulting Co., Inc.
P.O. Box 96
Fair Lawn, New Jersey 07410

STATE OF ALABAMA)
SHELBY COUNTY)

STATUTORY WARRANTY DEED

THIS IS A STATUTORY WARRANTY DEED executed and delivered this
11th day of January, 1991 by 119 PROPERTIES, LTD., an Alabama
limited partnership (hereinafter referred to as the "Grantor"), to
TACO BELL CORP., a California corporation (hereinafter referred to
as the "Grantee").

KNOW ALL MEN BY THESE PRESENTS:

That in consideration of the sum of Ten Dollars (\$10.00) in
hand paid by Grantee to Grantor and other good and valuable
consideration, the receipt and sufficiency of which is hereby
acknowledged by Grantor, the Grantor does by these presents, grant,
bargain, sell and convey unto the Grantee the following described
real estate situated in Shelby County, Alabama, to-wit:

Part of Block 1 of Cahaba Valley Park North as recorded
in Map Book 13, Page 140, in the Probate Office of Shelby
County, Alabama, more particularly described as follows:

BOOK 325 PAGE 927
Begin at the Southwest corner of said Block 1, said point
being on the Northerly right of way line of Alabama
Highway 119, and run Northwesterly for 150.00 feet;
thence 88°04'00" right and run Northeasterly for 227.16
feet to a point on the Westerly right of way line of
Cahaba Valley Parkway; thence 90°00' right and run
Southeasterly along said right of way line for 99.56 feet
to a point, said point being at the beginning of a curve
to the right, subtending a central angle of 89°53'17" and
having a radius of 50.00 feet; thence run Southwesterly
along the arc of said curve for 78.44 feet to a point on
the Northerly right of way line of Alabama Highway 119
and end of said curve; thence at tangent to said curve
run Southwesterly along said right of way line for 182.32
feet to the point of beginning,

TOGETHER WITH all appurtenances thereto belonging or in anywise
appertaining and all right, title and interest of Grantor in and
to any and all roads, alleys and ways bounding said premises.

This conveyance is subject to the following:

1. 1991 ad valorem taxes and all subsequent years;
2. Limitations to access and abutters rights as
conveyed to the State of Alabama for I-65;
3. Restrictive Covenants as recorded in Real 290,
Page 386, and Real 268, Page 140;
4. Assignment of Easement as recorded in Book 281,
Page 353;
5. Right of way to Alabama Power Company as
recorded in Deed Book 101, Page 52 and Deed Book 145,
Page 378;
6. Easement as recorded in Real 251, Page 49;

Berkowitz

7. Easement for constructing and maintenance of a channel change in Bishop Creek as set out in Easement #1 recorded in Deed Book 302, Page 15.

TO HAVE AND TO HOLD, to the said Grantee, its successors and assigns forever.

The Grantor hereby covenants and agrees with Grantee, its successors and assigns, that the Grantor, its successors and assigns, will warrant and defend the above described real estate against the lawful claims (unless otherwise noted above) of all persons claiming by, through, or under the Grantor, but not further or otherwise.

IN WITNESS WHEREOF, the Grantor has caused this Warranty Deed to be duly executed on this 11th day of January, 1991.

119 PROPERTIES, LTD., an Alabama limited partnership

By: Cahaba Valley Properties, Inc., Its General Partner

By: Charles H. Stephens
Charles H. Stephens
Its President

STATE OF ALABAMA)
JEFFERSON COUNTY)

I, the undersigned authority, a Notary Public in and for said County and State, hereby certify that Charles H. Stephens, whose name as President of Cahaba Valley Properties, Inc., the general partner of 119 Properties, Ltd., an Alabama limited partnership, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, he, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation acting in its capacity as general partner of said limited partnership.

Given under my hand and official seal this 11th day of January, 1991.

Inga L. Thompson
Notary Public
My Commission Expires: 8/23/93

THIS INSTRUMENT PREPARED BY:

DAVID L. SILVERSTEIN
Berkowitz, Lefkovits, Isom & Kushner
1100 Financial Center
Birmingham, Alabama 35203

0011655

STATE OF ALA. SHELBY CO.
I CERTIFY THIS
INSTRUMENT WAS FILED

91 JAN 15 AM 10:11

William A. Henderson, Jr.
JUDGE OF PROBATE

1. Deed Tax	304.00
2. Mtg. Tax	0.00
3. Recording Fee	5.00
4. Indexing Fee	2.00
5. No Tax Fee	0.00
6. Certified Fee	1.00
Total	312.00