

Grantee's Address:
c/o Robert L. Robinson
3908 Jackson Boulevard
Birmingham, AL 35213

WARRANTY DEED

Inst # 1994-11027

Grantor hereby reserves from this conveyance a perpetual, non-exclusive easement for pedestrian and vehicular access over the existing gravel driveway between the rear of the adjacent property retained by the Grantor and Depot Street. Grantor agrees to relocate said easement at such time as Grantee provides, at his expense, a driveway comparable in size and quality to the present driveway.

The real property conveyed by this Deed (the "Restricted Property") will not be used, leased, or sold for use as a fast food business, whether standing alone or in combination with other businesses. This covenant shall run with and bind the Restricted Property for the benefit of the adjacent property retained by the Grantor. This restriction shall automatically terminate should the Grantor's adjacent property cease being used as a restaurant for a period in excess of six (6) consecutive months. This restriction shall not prohibit any restaurant where orders are taken from and delivered to customers at their tables.

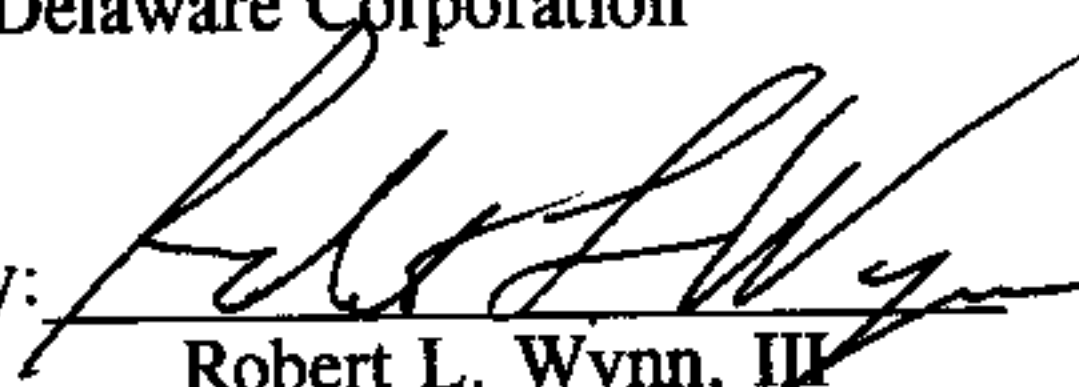
TO HAVE AND TO HOLD to the said Grantee, its successors and assigns forever. And the

04/05/1994-11027
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SHELBOURN COUNTY JUDGE OR. ORDATE


Grantor does for itself, its successors and assigns, covenant with the said Grantee, its successors and assigns, that the Grantor is lawfully seized in fee simple of said premises; that it is free from all encumbrances, unless otherwise noted; that the Grantor has a good right to sell and convey the same as aforesaid; and the Grantor, its successors and assigns, shall warrant and defend the same to the said Grantee, its successors and assigns forever, against the lawful claims of all persons.

IN WITNESS WHEREOF, the Grantor by its Vice-President, who is authorized to execute this conveyance, has hereunto set its signature and seal on this the 31st day of March, 1994.

FLAGSTAR ENTERPRISES, INC.
a Delaware Corporation

TEF By: 
Robert L. Wynn, III
Its: Vice-President

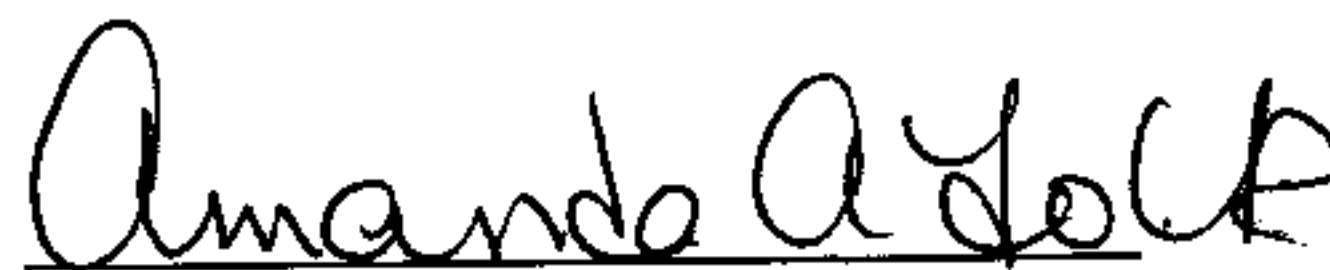
ATTEST:


George E. Moseley
Its: Secretary

STATE OF SOUTH CAROLINA,)
COUNTY OF SPARTANBURG.)

I, the undersigned authority, a Notary Public in and for said County and State, hereby certify that Robert L. Wynn, III, whose name as Vice President of Flagstar Enterprises, Inc., a Delaware corporation, is signed to the foregoing conveyance, and who is known to me, acknowledged before me on this day that, being informed of the contents of the conveyance, he, as such officer and with full authority, executed same voluntarily on the day the same bears date, for and as the act of said corporation.

Given under my hand and official seal this 31st day of March, 1994.



Amanda A. Folk
Notary Public
State of South Carolina

My commission expires: 4-15-97

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SHELBY COUNTY JUDGE OF PROBATE
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