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Send Tax Notice to:
Attention: Real Estate Director
Golden Corral Corporation
P.O. Box 29502
Raleigh, North Carolina 27626-0502

STATE OF ALABAMA)

COUNTY OF SHELBY)

GENERAL WARRANTY DEED

KNOW ALL PERSONS BY THESE PRESENTS, that in consideration of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt whereof is acknowledged, **BAPTIST HEALTH SYSTEM, INC.**, an Alabama non-profit corporation ("Grantor"), does hereby grant, bargain, sell and convey unto **GOLDEN CORRAL CORPORATION**, a North Carolina corporation (the "Grantee"), certain real property situated in Shelby County, Alabama, and being more particularly described as Lot 2, Golden Corral's Addition to Pelham, as recorded in Map Book 27, page 149, in the Probate Office of Shelby County, Alabama, together with rights in and to that certain Temporary Grading Easement as recorded in Instrument 2001-08587 in said Probate Office (the "Property").

Subject to the following matters of record:

1. Taxes and assessments for the year 2001, and subsequent years, which are not yet due and payable;
2. Restrictions, covenants and conditions as recorded in Real 268, page 140; Real 290, page 386; Real 325, page 929; Instrument 1993/25691, in the Probate Office of Shelby County, Alabama, but omitting any covenant or restriction based on race, color, religion, sex, handicap, familial status or national origin;
3. Transmission line permit to Alabama Power Company, as recorded in Deed Book 113, page 281 in said Probate Office;
4. Easement for Alabama Power Company recorded in Real 292, page 618, in said Probate Office;
5. All existing, future or potential common law or statutory rights of access between the right

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of way of I-65 and subject property as conveyed and relinquished to the State of Alabama;

6. Mineral and mining rights and rights incident thereto recorded in Deed Book 5, page 706, in said Probate Office; and
7. Rights of others in and to that certain Temporary Grading Easement recorded in Instrument 2001-08587 in said Probate Office.

This conveyance is further subject to the following deed covenants:

For a period of twenty (20) years from the date hereof, no property that is now or hereinafter owned or controlled by Grantor, that is located within a 1,000 feet radius of the Property, may be used for a cafeteria or buffet type restaurant. This condition shall constitute a covenant running with the land and shall be binding on Grantor, its successors and assigns, and the provisions of the covenant shall be enforceable by Grantee, its successors and assigns; and

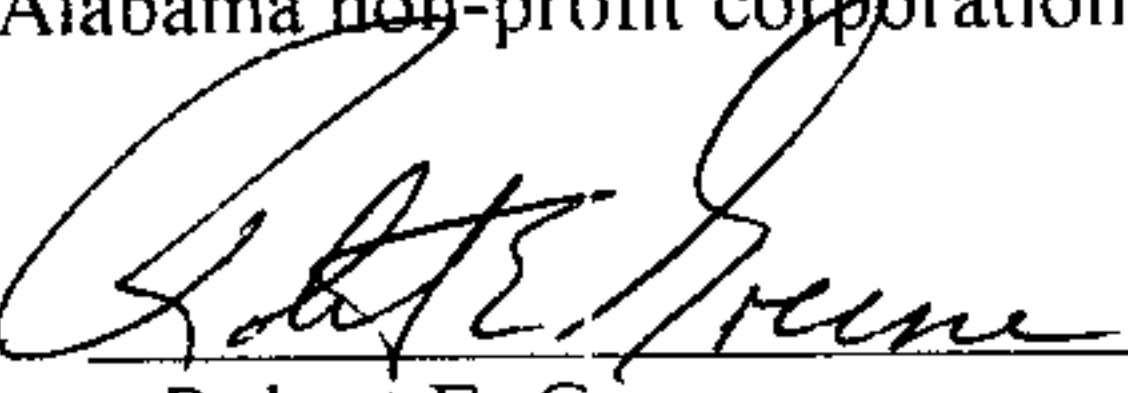
For a period of thirty (30) years from the date hereof, the Property, or any part thereof, shall not be used for the ownership or operation of (a) a liquor store or business which derives a substantial portion of its revenue from the sale of alcohol, or (b) health care related facilities such as hospitals, nursing facilities, assisted living facilities, senior housing facilities, medical clinics, doctor's offices, wellness centers, rehabilitation facilities, diagnostic facilities or any other health care or health related center or facility which would compete directly with the business of Grantor or its affiliates. This condition shall constitute a covenant running with the land and shall be binding on Grantee and all persons, firms or corporations holding title under or through Grantee.

TO HAVE AND TO HOLD to the Grantee and its successors and assigns forever. Grantor does for itself and its successors and assigns covenant with the Grantee and its successors and assigns that it is lawfully seized in fee simple of the Property; that it is free from all encumbrances, unless otherwise noted above; that it will, and its successors and assigns shall warrant and defend the same to the Grantee and its successors and assigns forever against the lawful claims of all persons.

[SIGNATURES ON FOLLOWING PAGE]

27th IN WITNESS WHEREOF, the undersigned Grantor has executed this instrument as of the day of February, 2001 to be effective as of March 2, 2001.

BAPTIST HEALTH SYSTEM, INC.,
an Alabama non-profit corporation

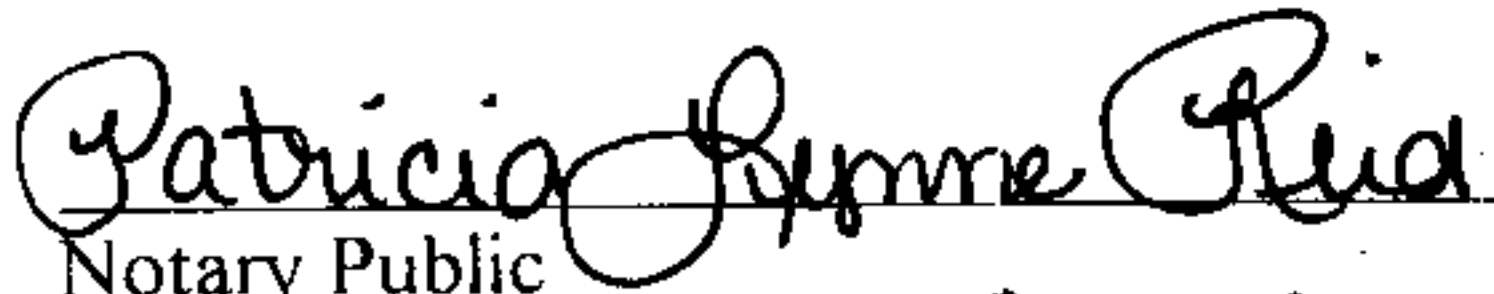
By 
Robert E. Greene
Its: Senior Vice President, Finance

STATE OF ALABAMA)

COUNTY OF JEFFERSON)

I, the undersigned Notary Public in and for said County, in said State, hereby certify that **Robert E. Greene**, whose name as Senior Vice President, Finance of **Baptist Health System, Inc.**, an Alabama non-profit corporation, is signed to the foregoing instrument and who is known to me, acknowledged before me on this date that, being informed of the contents of said instrument, he, as such officer and with full authority, executed the same voluntarily for and as the act of said non-profit corporation on the day the same bears date.

Given under my hand and official seal this 27th day of February, 2001.


Notary Public
My Commission Expires: August 15, 2004

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