

RETURN TO:
LAWYERS TITLE INSURANCE COMPANY
6363 Poplar Ave. - Suite 108
Memphis, TN 38119
File # 456623 Attn. Phyllis

BK 0416 PG 0781

WARRANTY DEED

In consideration of the sum of ten dollars (\$10.00) cash in hand paid, and other good and valuable consideration, KFC National Management Company, a Delaware corporation, undersigned, whose mailing address is 17901 Von Karman, Irvine, CA 92614, phone: 949.863.3740 ("Grantor"), does hereby convey and warrant unto Ang Vy Yang and W. Chung Yang, whose mailing address is 3770 Swinnea Road, Southaven, MS 38671, phone: 662.449.4783 ("Grantee"), the following described land located in the Office of the Chancery Clerk, DeSoto County, Mississippi:

Lot 101, Section B Revised, Carriage Hills Subdivision, in Section 24, Township 1, Range 8, as per plat thereof recorded in Plat Book 3, Pages 40-41, in the Office of the Chancery Clerk of DeSoto County, Mississippi.

Grantee, its successors and assigns, hereby agree that no portion of the Property shall be operated as a food outlet selling i) pizza or ii) Mexican food. Grantee, its successors and assigns, hereby agree that no portion of the Property shall be operated as a food outlet selling chicken where the sale of chicken exceeds 25% of gross sales on the Property. This non-competition clause shall be placed as a restriction on the Deed for a period of twenty (20) years from Closing and shall inure to the benefit and obligation of the successors and assigns of Grantor and Grantee, respectively.

Witness our signatures, this 11th day of April, 2002.

STATE MS. - DESOTO CO.
CLERK

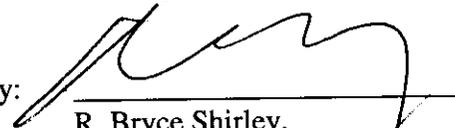
APR 16 8 55 AM '02

BK 416 PG 781
W.E. DAVIS CH. CLK.

STATE OF CALIFORNIA
COUNTY OF ORANGE

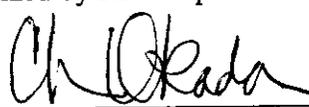
KFC National Management Company,
a Delaware corporation

By:


R. Bryce Shirley,
Attorney in Fact

RECORDED IN AA
DATE 4-11-02

Personally appeared before me, the undersigned authority in and for the said county and state, on this 11th day of April, 2002, within my jurisdiction, the within named R. Bryce Shirley, who acknowledged that he is the Attorney in Fact of KFC National Management Company, a Delaware corporation, and that for and on behalf of the said corporation, and as its act and deed, he executed the above and foregoing instrument, after first being duly authorized by said corporation so to do.



Notary Public

My Commission Expires:

August 9, 2003



THIS DOCUMENT PREPARED BY:

Awilda Aponte
17901 Von Karman, MSN 708
Irvine, CA 92614-6221
PH: 949.863.3740