

*This Instrument Prepared By, And
After Recording Return To:*

Elizabeth J. Harkins
Tacala, LLC
3750 Corporate Woods Drive
Birmingham, Alabama 35242

MEMORANDUM OF LEASE

THIS MEMORANDUM OF LEASE entered into as of the 6th day of September, 2023 (the "Execution Date") by and between **CGP CALERA (HWY 31) TB, LLC**, a Delaware limited liability company, whose address is 361 Summit Boulevard, Suite 110, Birmingham, Alabama 35243, ("Landlord"), and **TACALA, LLC**, a Delaware limited liability company ("Tenant"), whose address is 3750 Corporate Woods Drive Birmingham, Alabama 35242.

WITNESSETH:

WHEREAS, Landlord and Tenant are parties to that certain Lease dated as of the Execution Date (as heretofore or hereafter extended, amended, modified or renewed, the "Lease"); and,

WHEREAS, Landlord and Tenant desire to execute this Memorandum of Lease in order to publish record notice of the existence of the Lease and the rights created thereby;

NOW, THEREFORE, Landlord and Tenant do hereby acknowledge and agree that the Lease contains the following terms:

1. **Landlord:** The name of the Landlord is **CGP Calera (Hwy 31) TB, LLC**, a Delaware limited liability company.
2. **Tenant:** The name of the Tenant is **Tacala, LLC**, a Delaware limited liability company.
3. **Term:** The initial term of the Lease commences on the Commencement Date described in the Lease and expires twenty-five (25) years thereafter (the "Initial Term"). Without limiting the terms of the Lease, the Commencement Date shall be the earlier of: (i) the date Tenant's restaurant opens for business; or (ii) one hundred eighty (180) days from the Effective Date. The Initial Term shall terminate on the last day of the month following the twenty fifth (25th) anniversary of the Commencement Date.
4. **Renewal Options:** The Lease contains six (6) successive renewal options, each of which is for a term of five (5) years.
5. **Description of Leased Premises:** The leased premises are described in Exhibit A attached hereto and made a part hereof.
6. **Notice of Rights of Taco Bell Franchisor, LLC:** Landlord and Tenant have granted

Taco Bell Franchisor, LLC, a Delaware limited liability company, and its affiliates certain conditional rights, including possession, in and to the Premises, pursuant to that certain Addendum to Lease dated of even date herewith between Landlord and Tenant.

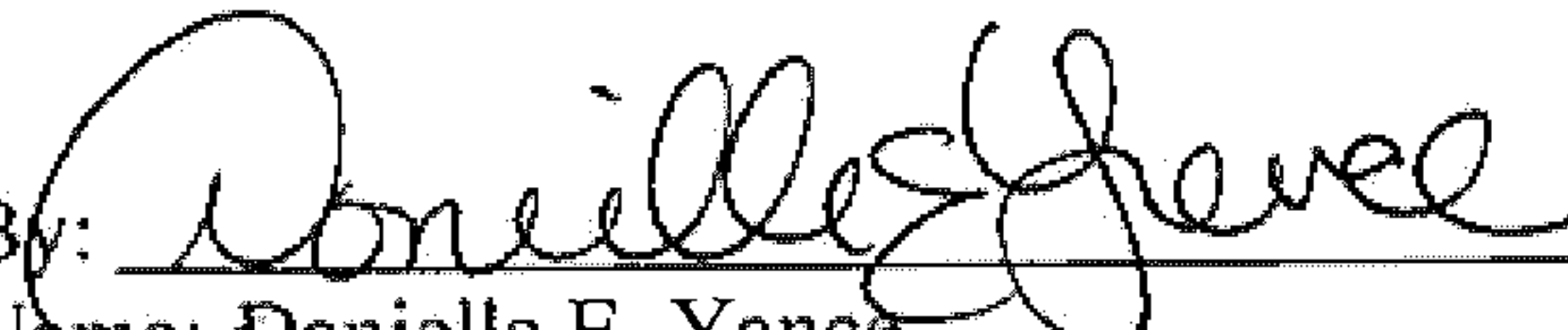
7. **Miscellaneous:** This Memorandum of Lease is for informational purposes only and nothing contained herein shall be deemed in any way to modify or otherwise affect any of the terms and conditions of the Lease, all of which are incorporated herein by this reference. In the event of any inconsistency between the terms of the Lease and this instrument, the terms of the Lease shall prevail. The rights and obligations set forth herein shall be binding upon and shall inure to the benefit of the parties hereto in their respective successors and assigns.

[Remainder of page intentionally left blank. Signatures on following page.]

IN WITNESS WHEREOF, Landlord and Tenant have caused this Memorandum of Lease to be properly executed and delivered as of the date set forth above.

LANDLORD:

CGP CALERA (HWY 31) TB, LLC,
a Delaware limited liability company

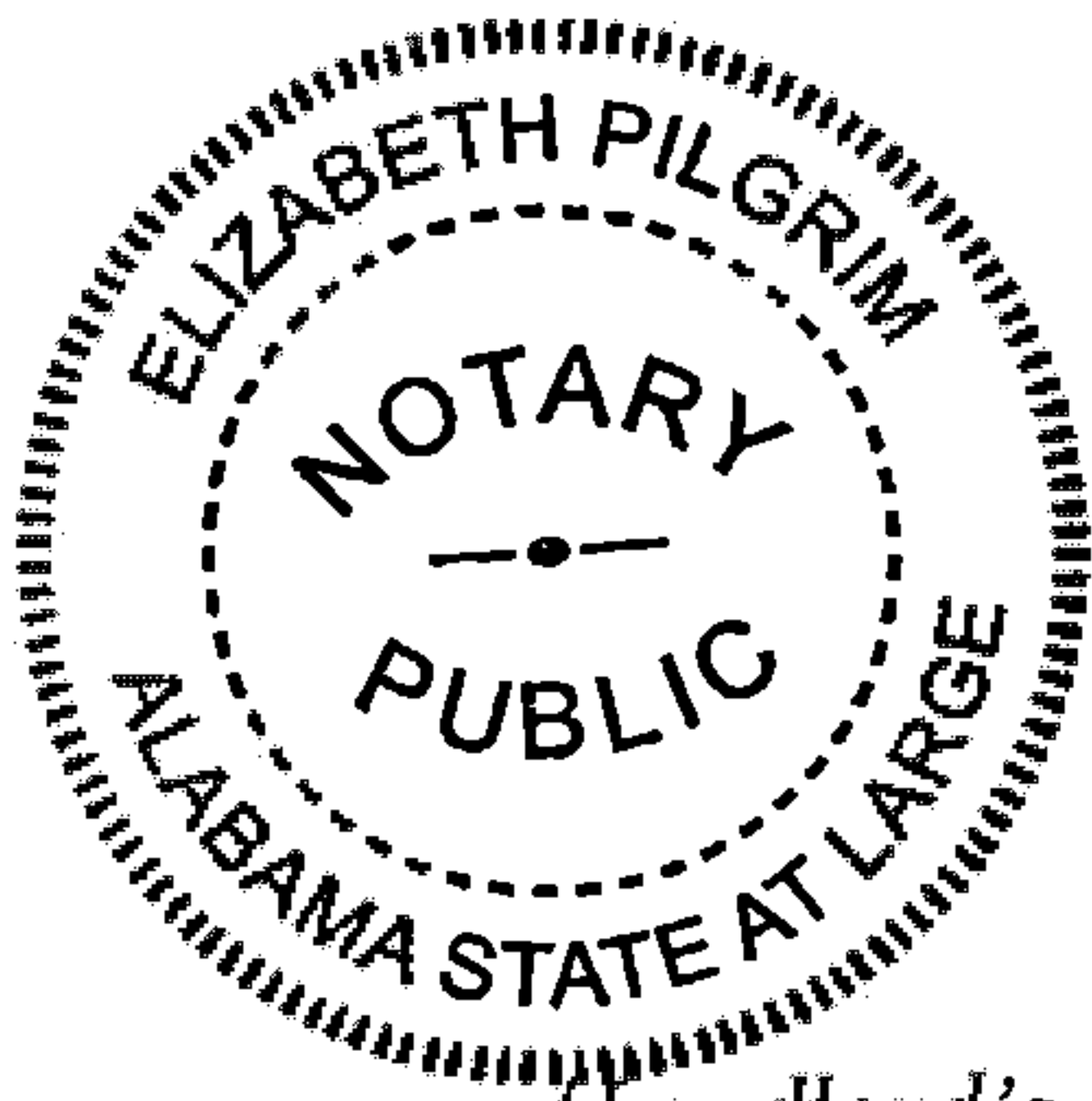
By: 
Name: Danielle E. Yance
Title: Authorized Agent

STATE OF ALABAMA)
COUNTY OF JEFFERSON)

I, the undersigned authority, a Notary Public in and for said County, in said State, hereby certify that Danielle E. Yance whose name as Authorized Agent of CGP Calera (Hwy 31) TB, LLC, a Delaware limited liability company, 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 said instrument, she, in his/her capacity as such Authorized Agent and with full authority, executed the same voluntarily for and as the act of said limited liability company.

Given under my hand and seal this the 1st day of September, 2023.

[SEAL]





Notary Public; Elizabeth Pilgrim

My Commission Expires: November 12, 2024

[Landlord's Signature Page to Memorandum of Lease]

TENANT:

TACALA, LLC,
a Delaware limited liability company

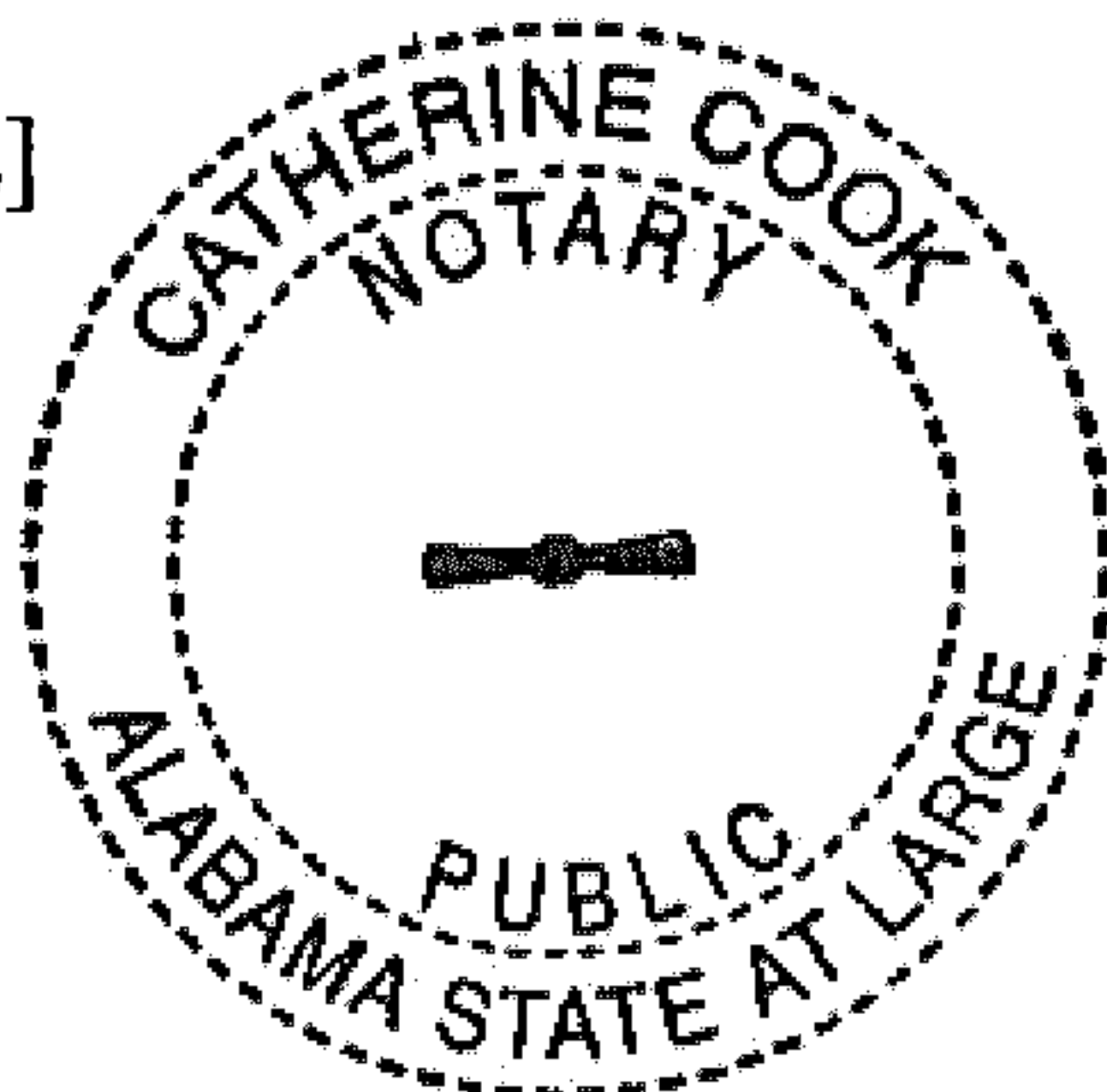
By: 
Name: Michael Border
Title: Chief Development Officer

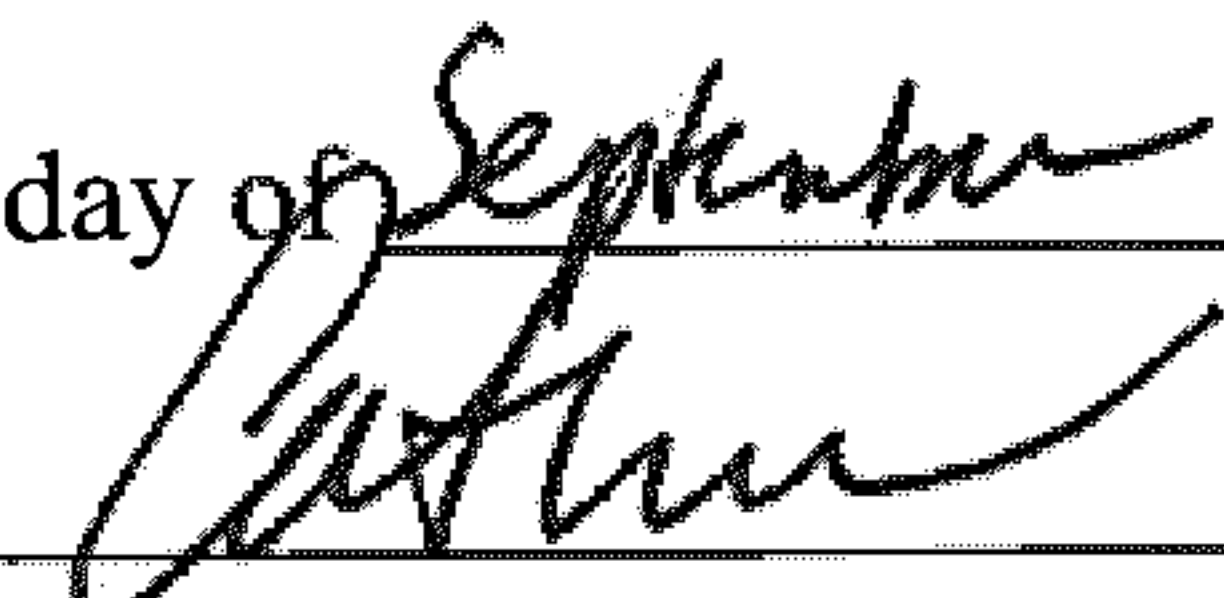
STATE OF ALABAMA)
COUNTY OF JEFFERSON)

I, the undersigned authority, a Notary Public in and for said County, in said State, hereby certify that Michael Border whose name as Chief Development Officer of Tacala, LLC, a Delaware limited liability company, 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 said instrument, he, in his capacity as such Chief Development Officer and with full authority, executed the same voluntarily for and as the act of said company.

Given under my hand and seal this the 1st day of September, 2023.

[SEAL]



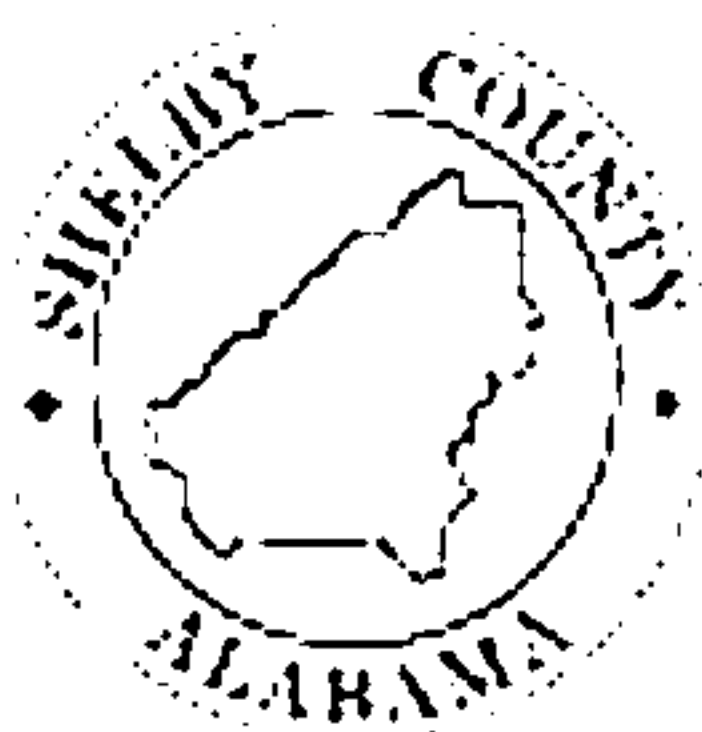

Notary Public

My Commission Expires: My Commission Expires 03/04/2026

[Tenant's Signature Page to Memorandum of Lease]

EXHIBIT A

Lot 1, according to the Map of Taco Bell Calera No. 1, as recorded in Map Book 58, Page 60, in the Probate Office of Shelby County, Alabama.



Filed and Recorded
Official Public Records
Judge of Probate, Shelby County Alabama, County
Clerk
Shelby County, AL
09/11/2023 02:00:55 PM
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Allen S. Bayl