

10.00

NBU GF#: 96-11221 SC

MEMORANDUM OF ASSIGNMENT OF LESSEE'S INTEREST

STATE OF ALABAMA §
COUNTY OF SHELBY §

THIS MEMORANDUM OF ASSIGNMENT OF LESSEE'S INTEREST is made and entered into by and between SUNSTATE VENTURES, INC., a Florida corporation ("Sunstate"), and BRINKER ALABAMA, INC., a Delaware corporation ("Brinker").

WITNESSETH:

Whereas, by Assignment Agreement executed simultaneously herewith, Sunstate assigned and transferred to Brinker, and Brinker has taken from Sunstate, that certain Lease Agreement (as modified, supplemented or amended, the "Lease") dated August 6, 1990, by and between Metropolitan Life Insurance Company, a New York corporation, as Landlord, and Sunstate, as Tenant, relating to the premises known as Chili's Grill & Bar, located at 101 Inverness Corners, Birmingham, Shelby County, Alabama 35242, and more particularly described in Exhibit A attached hereto and made a part hereof.

This Memorandum of Assignment of Lessee's Interest is not intended to alter the Lease.

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MOA
Chili's Grill & Bar/BirmII
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Inst # 1996-34758

10/17/1996-34758
12:10 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
004 MCD 1361.50

Inst # 1996-34758

IN WITNESS WHEREOF, Sunstate and Brinker have executed this Memorandum of Assignment to be effective as of the 1st day of October, 1996.

SUNSTATE:

SUNSTATE VENTURES, INC.,
a Florida corporation

By: Eugene B. Knippers
Name: Eugene B. Knippers
Title: Chief Executive Officer

BRINKER:

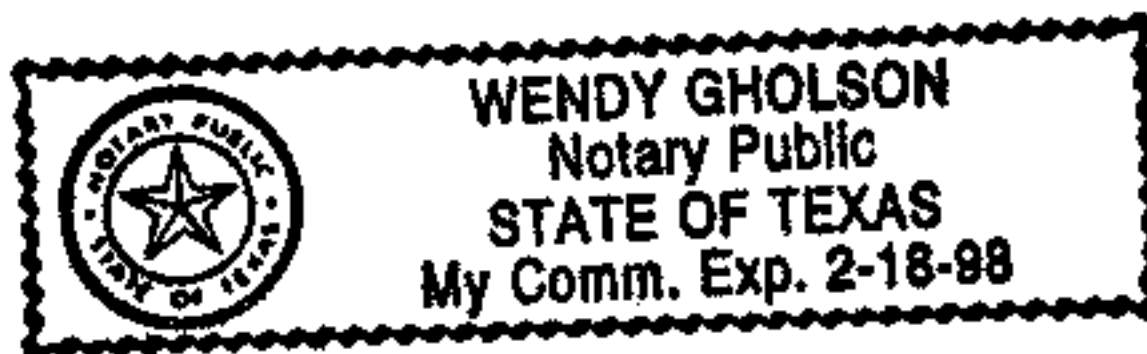
BRINKER ALABAMA, INC.,
a Delaware corporation

By: Debra L. Smithart
Name: Debra L. Smithart
Title: President and Chief Financial Officer

STATE OF TEXAS §
COUNTY OF DALLAS §

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Eugene B. Knippers, whose name as Chief Executive Officer of Sunstate Ventures, Inc., a Florida 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 the same voluntarily for and as the act of said corporation.

GIVEN under my hand and seal this the 1st day of October, 1996.

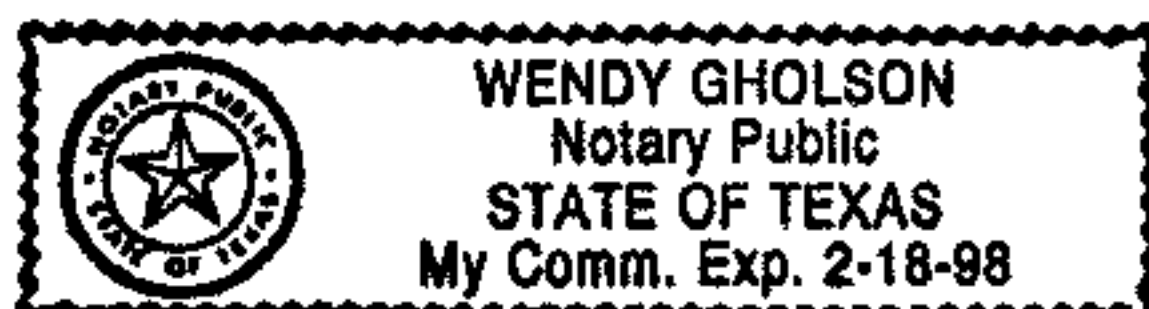


Wendy Gholson
Notary Public in and for the
State of Texas
Wendy Gholson
(Notary's Printed Name)
My Commission Expires: 2-18-98

STATE OF TEXAS §
COUNTY OF DALLAS §

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Debra L. Smithart, whose name as President and Chief Financial Officer of Brinker Alabama, 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, she, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation.

GIVEN under my hand and seal this the 1st day of October, 1996.



Wendy Gholson
Notary Public in and for the
State of Texas
Wendy Gholson
(Notary's Printed Name)
My Commission Expires: 2-18-98

SUNSTATE ADDRESS:

550 North Reo Street
Suite 105 B
Tampa, Florida 33609
Attn: Chuck Winship

PREPARED BY:

Jon B. Burgin, Esq.
Brinker International, Inc.
6820 LBJ Freeway
Dallas, Texas 75240

BRINKER ADDRESS:

6820 LBJ Freeway
Dallas, Texas 75240
Attn: General Counsel

AFTER RECORDING, RETURN TO:

Laurie Shaw
6820 LBJ Freeway
Dallas, Texas 75240

中国科学院
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CE COR CE 1/4-GE 1/4
CEC 36, T18C R2W
CHELDY COUNTY ALABAMA

PARAGON ENGINEERING INC.

REVISED JUNE 19, 1999

VERTICES CORNERS

GRAPHIC SCALE - 1" = 50'

0 25 50

Inst # 1996-34758

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SHELBY COUNTY JUDGE OF PROBATE

004 MCD 1361.50

