

THIS INSTRUMENT PREPARED BY:
 SUSAN R. GIRARDEY
 RUST ENVIRONMENT & INFRASTRUCTURE
 3535 GRANDVIEW PARKWAY, SUITE 325
 BIRMINGHAM, ALABAMA 35243

STATE OF ALABAMA)

COUNTY OF SHELBY)

TRACT NO. 11 REV

Inst # 1997-39681

FEE SIMPLE

WARRANTY DEED

KNOW ALL MEN BY THESE PRESENTS, for and in consideration of the sum of Twenty-three Thousand Five Hundred & No/100 dollars, cash in hand paid to the undersigned by the State of Alabama, the receipt of which is hereby acknowledged, we (I) the undersigned grantor(s), Gregory L. Burns, President, O'Charley's Inc. have (has) this day bargained and sold, and by these presents do hereby grant, bargain, sell and convey unto the State of Alabama the following described property, lying and being in SHELBY County, and being more particularly described as follows:

And as shown on the right-of-way map of Project No. STPAA-7136(1) of record in the Alabama Department of Transportation a copy of which is also deposited in the Office of the Judge of Probate of Shelby County, Alabama as an aid to persons and entities interested therein and as shown on the Property Plat attached hereto and made a part hereof:

A part of the SW $\frac{1}{4}$ of the SE $\frac{1}{4}$ Section 31, Township 19 South, Range 2 West identified as Tract No. 11 on Project No. STPAA-7136(1) in Shelby County, Alabama and being more fully described as follows:

Commencing at the southwest corner of said SW $\frac{1}{4}$ of the SE $\frac{1}{4}$; thence north along the west line of said SW $\frac{1}{4}$ of the SE $\frac{1}{4}$ a distance of 923 feet, more or less, to the present north right-of-way line of Alabama Highway 119; thence northeasterly along said right of way line a distance of 270 feet, more or less, to the west property line and the point of beginning of the property herein to be conveyed; thence northeasterly a distance of 42 feet, more or less, to a transition in right of way; thence northeasterly along said transition a distance of 56 feet, more or less, to a point on the present north right of way that is 70 feet northwesterly of and at right angles to the centerline of said project; thence southwesterly along a line which, if extended, would intersect a point that is 70 feet northwesterly of and at right angles to said centerline at P.T. Station 23+89.72 a distance of 91 feet, more or less, to the west property line; thence southeasterly along said west line a distance of 30 feet, more or less, to the point of beginning.

Containing 0.05 acre, more or less.

12/05/1997-39681
 10:26 AM CERTIFIED
 SHELBY COUNTY JUDGE OF PROBATE
 004 SHA 17.00

TO HAVE AND TO HOLD, unto the State of Alabama, it's successors and assigns in fee simple forever.

AND FOR THE CONSIDERATION AFORESTATED, we (I) do for ourselves (myself), for our (my) heirs, executors, administrators, successors and assigns covenant to and with the State of Alabama that we (I) are (am) lawfully seized and possessed in fee simple title for said tract or parcel of land hereinabove described; that we (I) have a good and lawful right to sell and convey the same as aforesaid; that the same is free of all encumbrances, liens and claims, except the lien for ad valorem taxes which attached on October 1, last past, and which is to be paid by the grantor, and that we (I) will forever warrant and defend the title thereto against the lawful claims of all persons whomsoever.

THE GRANTOR(S) HEREIN FURTHER COVENANT(S) AND AGREE(S), that the purchase price above stated is in full compensation to them (him-her) for this conveyance, ~~and hereby release the State of Alabama and all of it's employees and officers from any and all damages to their (his her) remaining property arising out of the location, construction, improvement, landscaping, maintenance or repair of any public road or highway that may be so located on the property herein conveyed.~~

IN WITNESS WHEREOF, we (I) have hereunto set our (my) hand(s) and seal(s) this the 12th day of October, 19 97.

O'Charley's Inc.

By: _____

Gregory L. Burns, President

L.S.

L.S.

ACKNOWLEDGMENT

STATE OF ~~ALABAMA~~)

COUNTY OF _____)

I, _____, a Notary Public, in and for said County in said State, hereby certify that _____, whose name(s) _____, signed to the foregoing conveyance, and who _____ known to me, acknowledged before me on this day that, being informed of the contents of this conveyance, _____ executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this _____ day of _____ 19____.

NOTARY PUBLIC

My Commission Expires _____

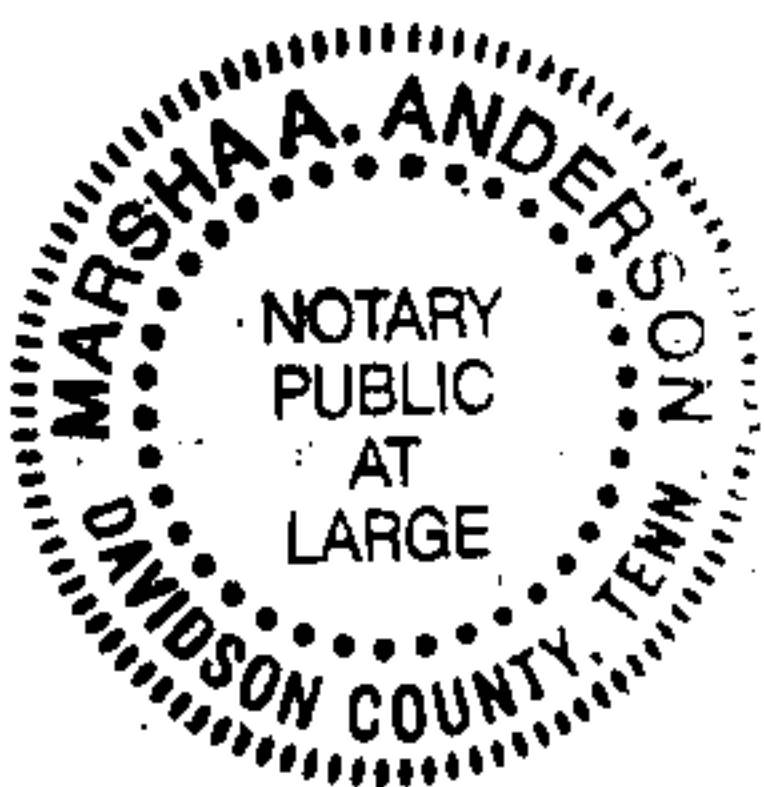
ACKNOWLEDGMENT FOR CORPORATION

STATE OF ~~ALABAMA~~ ^{TENNESSEE}

DAVIDSON County

I, MARSHA A. ANDERSON, a Notary Public in and for said County, in said State, hereby certify that Gregory L. Burns whose name as President and CEO of the O'CHARLEY'S INC. Company, a 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.

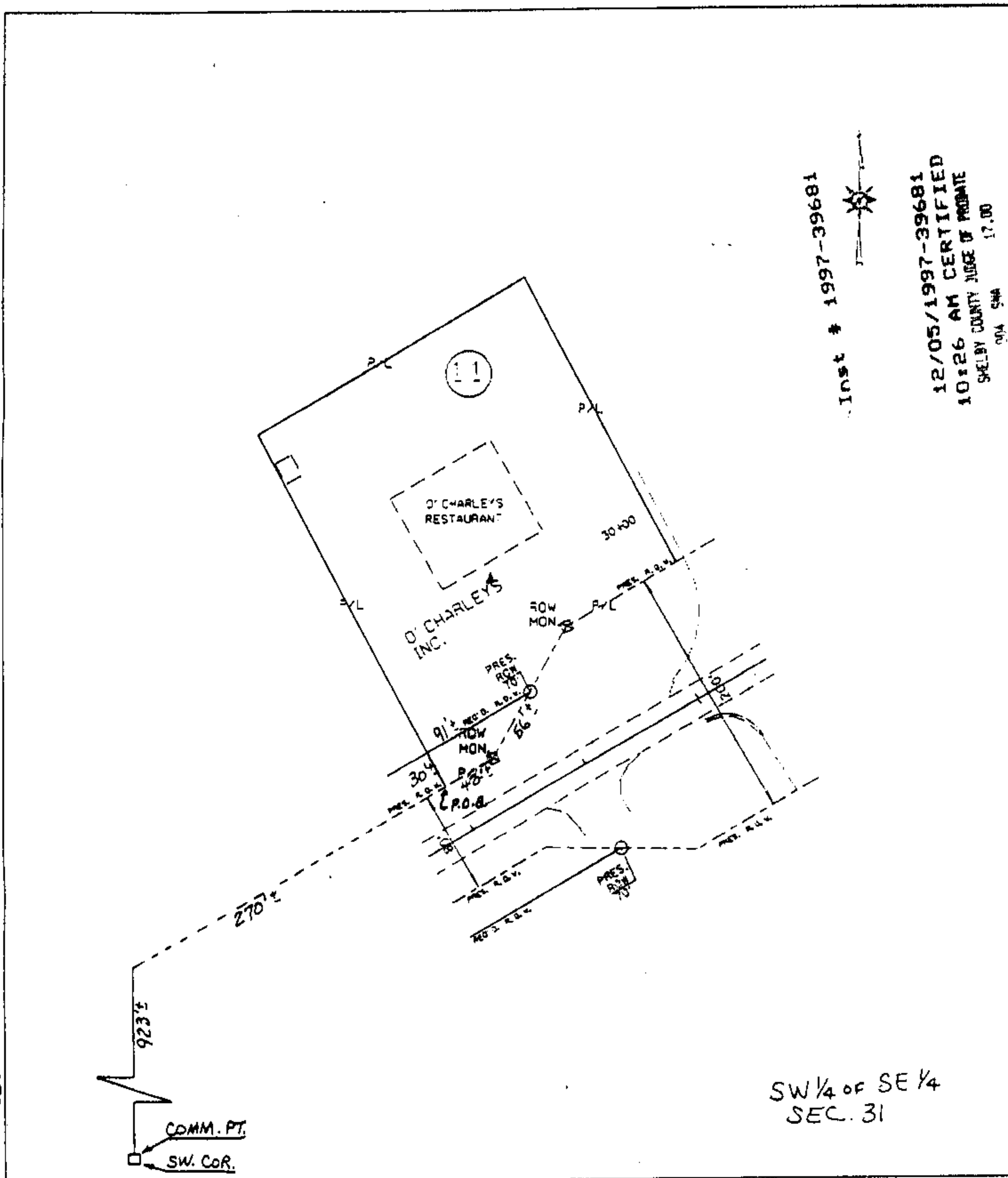
Given under my hand this 12th day of October A. D. 1997.



Marsha A. Anderson
Official Title Notary Public

My Commission Expires MAY 23 1999

to	STATE OF ALABAMA	FEE SIMPLE	WARRANTY DEED	STATE OF ALABAMA	County of _____	I, _____	Judge of Probate in and for said State and County,	hereby certify that the within conveyance was fil-	ed in my office at _____ o'clock _____ M., on	the _____ day of _____ 19____ and duly	recorded in Deed Record _____ page _____	Dated _____ day of _____ 19____.	_____ Judge of Probate	_____ County, Ala.
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ALABAMA DEPARTMENT OF TRANSPORTATION
SHELBY COUNTY
PROJECT NO. STPAA-7136(1)
SCALE: 1"=100'

TRACT NO. II
OWNER : O' CHARLEY'S

TOTAL ACRES: 1.50
REQ'D. R/W: 0.05
AC. REMAINING: 1.45