

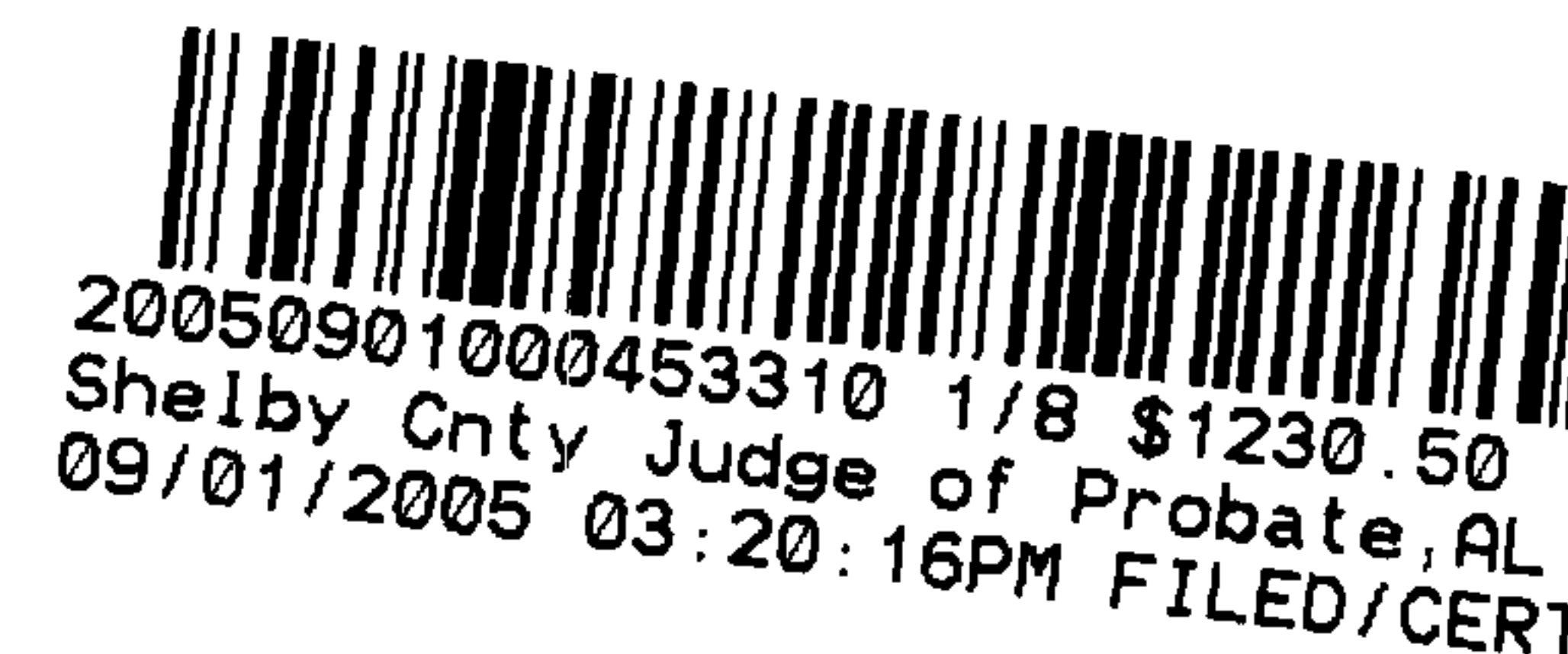
Loan No. 93-0903133

STATE OF ALABAMA

COUNTY OF SHELBY

This instrument was prepared by:

Brigitte Gawenda Kimichik, Esq.
Andrews Kurth LLP
1717 Main Street, Suite 3700
Dallas, Texas 75201



Recording requested by
and when recorded return to:

Shelby County, AL 09/01/2005
State of Alabama

Deed Tax: \$1198.50

WELLS FARGO BANK, N.A.
Commercial Mortgage Origination
5938 Priestly Drive, Suite 200
Carlsbad, California 92008

Attention: CMO Loan Admin.
Loan No.: 93-0903133
Unit No.: 22749
MERS MIN #: 8000101-0000001633-6

MEMORANDUM OF LEASE

Dated as of August 16th, 2005


from
LDVF1H TACO LLC, a Delaware limited liability company,
as Landlord
to
TACALA, LLC, a Delaware limited liability company,
as Tenant

MEMORANDUM OF LEASE
ALABAMA/UNIT NO. 22749
Wells Fargo/LDVF1H TACO LLC/Taco Bell
Loan No. 93-0903133

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This instrument was prepared by:

Brigitte Gawenda Kimichik, Esq.
Andrews Kurth LLP
1717 Main Street, Suite 3700
Dallas, Texas 75201


20050901000453310 2/8 \$1230.50
Shelby Cnty Judge of Probate, AL
09/01/2005 03:20:16PM FILED/CERT

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Attention: CMO Loan Admin.
Loan No.: 93-0903133
Unit No.: 22749
MERS MIN #: 8000101-0000001633-6

MEMORANDUM OF LEASE

This Memorandum of Lease ("Memorandum") is made and entered into as of August 16th, 2005 by and between LDVF1H TACO LLC, a Delaware limited liability company ("Landlord"), whose address is 1251 Avenue of the Americas, New York, New York 10020, and TACALA, LLC, a Delaware corporation, whose address is 4268 Cahaba Heights Court, Birmingham, Alabama 35243 ("Tenant"), who agree as follows:

1. Terms and Premises. Pursuant to a certain Master Land and Building Lease (the "Lease") dated on or about the date hereof entered into between Landlord and Tenant, Landlord has leased to Tenant and Tenant has leased from Landlord certain real properties, together with all the improvements thereon and appurtenances thereunto belonging (the "Premises"), including the real property more particularly described on Exhibit "A" which is attached hereto and incorporated herein, for a term of TWENTY (20) YEARS from August 16, 2005, expiring on August 15, 2025. Tenant has one (1) ten-year option and two (2) five-year options to extend the term of the Lease, all as more particularly set forth in the Lease.


2. Subordination Provisions. Subject to the right of Tenant not to be disturbed in its quiet possession, use and enjoyment under the Lease (provided Tenant is not in default under the Lease beyond any applicable notice and cure periods), Tenant's rights under the Lease shall at all

MEMORANDUM OF LEASE
ALABAMA/UNIT NO. 22749
Wells Fargo/LDVF1H TACO LLC/Taco Bell
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times be subject and subordinate to the liens of any fee mortgages and/or deeds of trust and/or deeds to secure debt now or hereafter filed against the Premises and to the rights of any fee mortgagee thereunder.

3. Purpose of Memorandum of Lease. This Memorandum is executed and recorded to give public notice of the Lease between the parties and all terms and conditions of the Lease are incorporated by reference into this Memorandum and this Memorandum does not modify the provisions of the Lease. If there are any conflicts between the Lease and this Memorandum, the provisions of the Lease shall prevail. The rights and obligations set forth herein shall be binding upon and inure to the benefit of the parties hereto and their respective successors and assigns. Any term not defined herein shall have the meaning as set forth in the Lease.

[SIGNATURES AND ACKNOWLEDGMENTS ON NEXT PAGE]



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MEMORANDUM OF LEASE
ALABAMA/UNIT NO. 22749
Wells Fargo/LDVFIH TACO LLC/Taco Bell
Loan No. 93-0903133

LANDLORD:

LDVF1H TACO LLC,
a Delaware limited liability company

By: David Pettijohn
David Pettijohn
Vice President

STATE OF TEXAS §
 §
COUNTY OF DALLAS §

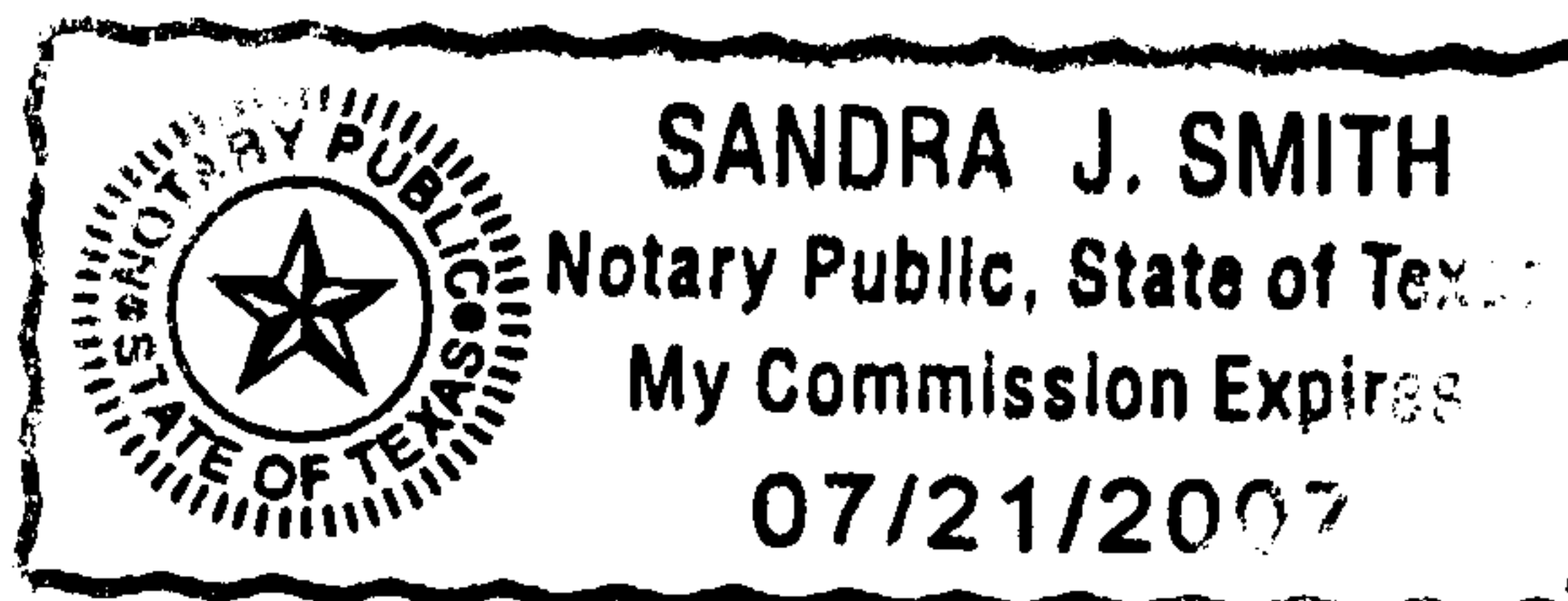

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I, the undersigned Notary Public in and for said County, in said State, hereby certify that David Pettijohn, whose name as Vice President of LDVF1H TACO LLC, a Delaware limited liability company, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, he, as such officer and with full authority, executed the same voluntarily for and as the act of said limited liability company.

Given under my hand and official seal, this 12th day of August, 2005.

Sandra J. Smith
NOTARY PUBLIC

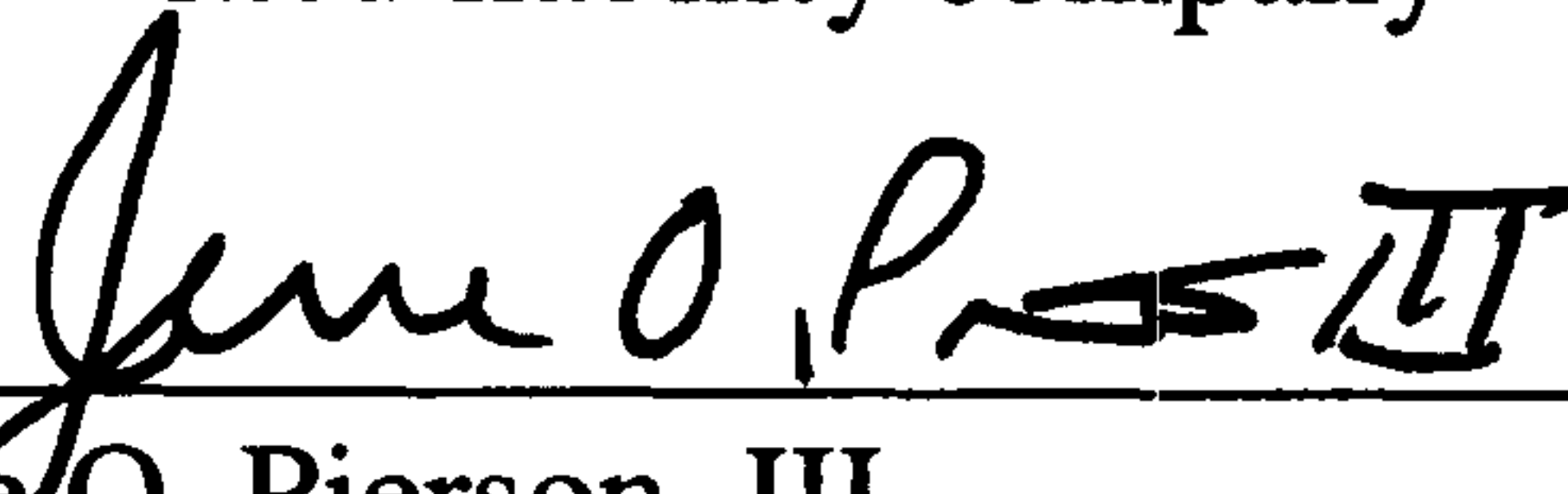
My Commission Expires:




MEMORANDUM OF LEASE
ALABAMA/UNIT NO. 22749
Wells Fargo/LDVF1H TACO LLC/Taco Bell
Loan No. 93-0903133

TENANT:

TACALA, LLC,
a Delaware limited liability company

By: 
Jerre O. Pierson, III
Chief Financial Officer

STATE OF _____ §
COUNTY OF _____ §

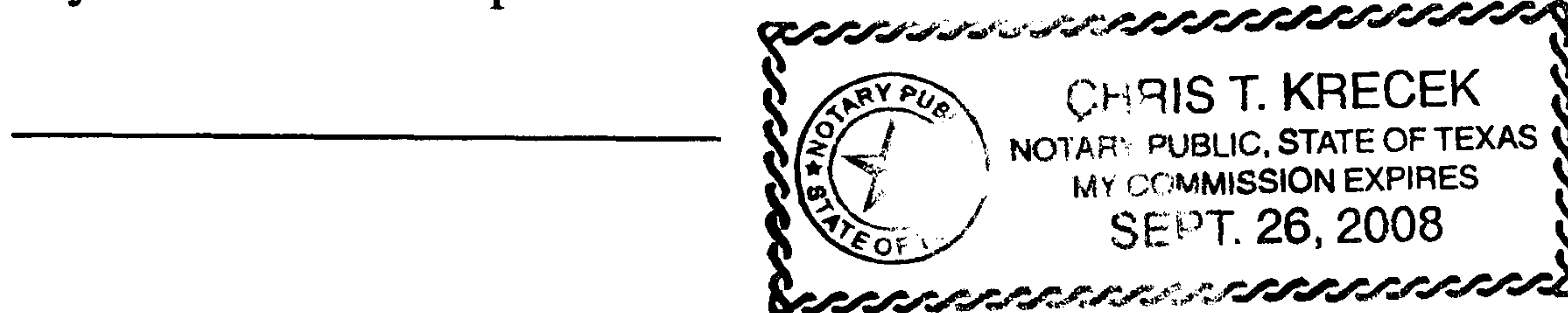

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I, the undersigned Notary Public in and for said County, in said State, hereby certify that Jerre O. Pierson, III, whose name as Chief Financial Officer of TACALA, LLC, a Delaware limited liability company, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, he, as such officer and with full authority, executed the same voluntarily for and as the act of said limited liability company.

Given under my hand and official seal, this 12th day of August, 2005.


NOTARY PUBLIC

My Commission Expires:



MEMORANDUM OF LEASE
ALABAMA/UNIT NO. 22749
Wells Fargo/LDVF1H TACO LLC/Taco Bell
Loan No. 93-0903133

EXHIBIT A


DESCRIPTION OF PROPERTY

Unit No.: 22749

Property Address: 4623 Highway 280 East, Birmingham, AL 35242

Description of Land. The Land referred to in this Memorandum of Lease is situated in the county of Shelby, state of Alabama and is described as follows:

[Legal Description Attached Hereto]


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Loan No. 93-0903133

EXHIBIT A

Store #: 22749

Address: 4623 Highway 280, Birmingham, Alabama
County: Shelby

A PARCEL OF LAND SITUATED IN THE NORTHWEST QUARTER OF THE NORTHWEST QUARTER OF SECTION 36, TOWNSHIP 18 SOUTH, RANGE 2 WEST, SHELBY COUNTY, ALABAMA BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCE AT THE NORTHWEST CORNER OF SECTION 36, TOWNSHIP 18 SOUTH, RANGE 2 WEST, AND RUN SOUTH ALONG THE WEST LINE OF SAID SECTION A DISTANCE OF 277.41 FEET TO A POINT ON THE NORTHEASTERLY RIGHT OF WAY LINE OF U.S. HIGHWAY 280; THENCE 53 DEGREES 01 MINUTE 13 SECONDS TO THE LEFT IN A SOUTHEASTERLY DIRECTION ALONG THE NORTHEASTERLY RIGHT OF WAY LINE OF U.S. HIGHWAY 280 A DISTANCE OF 254.49 FEET TO A POINT; THENCE 0 DEGREES 32 MINUTES 45 SECONDS TO THE RIGHT IN A SOUTHEASTERLY DIRECTION ALONG THE NORTHEASTERLY RIGHT OF WAY LINE OF U. S. HIGHWAY 280 A DISTANCE OF 190.23 FEET TO THE POINT OF BEGINNING; THENCE CONTINUE ALONG THE LAST STATED COURSE A DISTANCE OF 135.00 FEET TO A POINT; THENCE 92 DEGREES 30 MINUTES TO THE LEFT IN A NORTHEASTERLY DIRECTION OF 275.00 FEET TO A POINT; THENCE 87 DEGREES 30 MINUTES TO THE LEFT IN A NORTHWESTERLY DIRECTION A DISTANCE OF 135.00 FEET TO A POINT; THENCE 92 DEGREES 30 MINUTES TO THE LEFT IN A SOUTHWESTERLY DIRECTION A DISTANCE OF 275.00 FEET TO THE POINT OF BEGINNING.

TOGETHER WITH Reciprocal Easement Agreement dated 7th August 1985 and recorded in Real Volume 038, Page 59, in the Probate office of Shelby County, Alabama.

Being the same property as set forth on that certain survey dated July 5, 2005, prepared by Derek L. Harvel of Harvel & Associates, Inc. and described as follows:

SURVEYOR'S LEGAL DESCRIPTION


Lot 2, Cahaba South Park as recorded by map or plat of said subdivision on file and of record in the Office of the Judge of Probate of Shelby County, Alabama, said tract situated, lying and being a part of the County of Shelby, State of Alabama, and being more particularly described as follows:

Beginning at a pk nail on the Northeast right-of-way margin of U.S. Highway 280 East, said point being the Southwest Corner of said Lot 2, Cahaba Park South, said point also being the TRUE POINT OF BEGINNING; thence run North 35°00'48" East along the west boundary of said Lot 2 for a distance of 275.00 feet to an iron pin on the Northwest

Corner of said Lot 2; thence run South 52°41'12" East along the North boundary of said Lot 2 for a distance of 135.00 feet to an iron pin on the Northeast Corner of said Lot 2; thence run South 35°00'48" West along the east boundary line of said Lot 2 for a distance of 275.00 feet to an iron pin on the Southeast Corner of said Lot and the Northeast right-of-way margin of U.S. Highway 280 East; thence run North 52°41'12" West along the south boundary of said Lot 2 and said right-of-way margin for a distance of 135.00 feet to a point and back to the TRUE POINT OF BEGINNING.

Land containing 37,095.09 sq. ft. and 0.85 acres.

Parcel #02-73-60-0-010-08-004.


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