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Shelby Cnty Judge of Probate, AL
05/18/2006 10:45:46AM FILED/CERT

ABB 69760

STATE OF ALABAMA

COUNTY OF SHELBY

TERMINATION OF TRI-PARTY AGREEMENT

Waffle House, Inc., a Georgia corporation, hereby consents and agrees to the termination of that certain Tri-Party Agreement between Treetop Enterprises, Inc., Nationsbank of Georgia, N.A. (now Bank of America) and Waffle House, Inc. recorded in Instrument No. 383, page 1 of the records maintained in the Office of the Judge of Probate of Shelby County, Alabama and that certain Modification of Tri-Party Agreement between Treetop Enterprises, Inc., Nationsbank of Georgia, N.A. (now Bank of America) and Waffle House, Inc. recorded in Instrument No. 1996-34103 of the records maintained in the Office of the Judge of Probate of Shelby County, Alabama.

Done this ____ day of April, 2006.

WAFFLE HOUSE, INC., a Georgia corporation

By: Jonathan S. Waller

As its: Secretary

STATE OF GEORGIA }
COUNTY OF Gwinnett }

I, the undersigned Notary Public in and for said County and State, hereby certify that Jonathan S. Waller, whose name as Secretary of Waffle House, Inc., a Georgia corporation, 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 Secretary and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand this the 27th day of April, 2006.

[AFFIX SEAL]

Marlo Cooksey
NOTARY PUBLIC

MY COMMISSION EXPIRES: 03/20/09

This instrument prepared by:
James F. Watkins
Armbrecht Jackson LLP
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Mobile, Alabama 36601
(251) 405-1300

