

20070622000294670 1/3 \$143.50
Shelby Cnty Judge of Probate, AL
06/22/2007 01:59:12PM FILED/CERT

Shelby County, AL 06/22/2007
State of Alabama

Deed Tax: \$126.50

MEMORANDUM OF LEASE

Pursuant to R 14 of the Lease

This is a Memorandum of Lease for the Lease executed on the **4/15/2006**, between **Subway Real Estate Corp.** a corporation organized under the laws of the State of Delaware, having its principal office at 325 Bic Drive, Milford, CT 06460, hereinafter called "the Tenant," and **Ponder Properties, LLC**, having its principal office at: **2800 Greystone Commercial Blvd, Ste 5-A, Birmingham, AL, 35242**, hereinafter called "the Landlord."

For the purpose of this document and/or the Lease, as well as the exhibits/schedules executed by the Landlord and Tenant, the terms "Landlord" and "Lessor" as used shall be deemed synonymous and the terms "Tenant" and "Lessee" as used shall be deemed synonymous.

The Landlord leases to the Tenant the premises as described in the Lease:

1. Premises:

Store Number: **39197**

Located at: **Rainbow Plaza at Greystone Shopping Center, 2800 Greystone Commercial Boulevard, Suite 1-A, Hoover, AL, 35242**

Lot 8, according to the Survey of Lot 8, Greystone Highlands Commercial Subdivision, as recorded in Map Book 19, Page 56, in the Probate Office of Shelby County, Alabama; being situated in Shelby County, Alabama.

State of: **AL**

County of: **Shelby**

2. Term:

The Lease is for a term of **5 Years**

3. Renewal (Option) Periods:

The Tenant shall have the right to renew this lease for: **2 – 5 year options**
Pursuant to Exhibit G of the Lease

Prepared by, and return to:
Subway Real Estate Corp.
325 Bic Drive ~ Milford, CT 06460
800-888-4848

In Witness whereof the "Landlord" has hereunto executed this document this 21
day of December, 2006.

Landlord: Terry Ponder PONDER PROPERTIES L.L.C.
TERRY PONDER

[Signature]
Signature

Print

Title: [Signature]
X [Signature]
Witness
X GLENN PONDER
Print

12-21-2006
Date
[Signature]
Witness
J. MICHAEL BLAIR
Print

STATE OF ALABAMA

COUNTY OF SHELBY

On this the 21st day of December in the Year 2006,
before me, the undersigned, a Notary Public in and for said State, personally appeared

Terry Ponder

personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s) is (are) subscribed to the within instrument and acknowledge to me that he/she/they executed the same in his/her, their capacity(ies), and that by his/her/their signature(s) on the instrument, the individual(s), or the person upon behalf of which the individual(s) acted, executed the instrument.

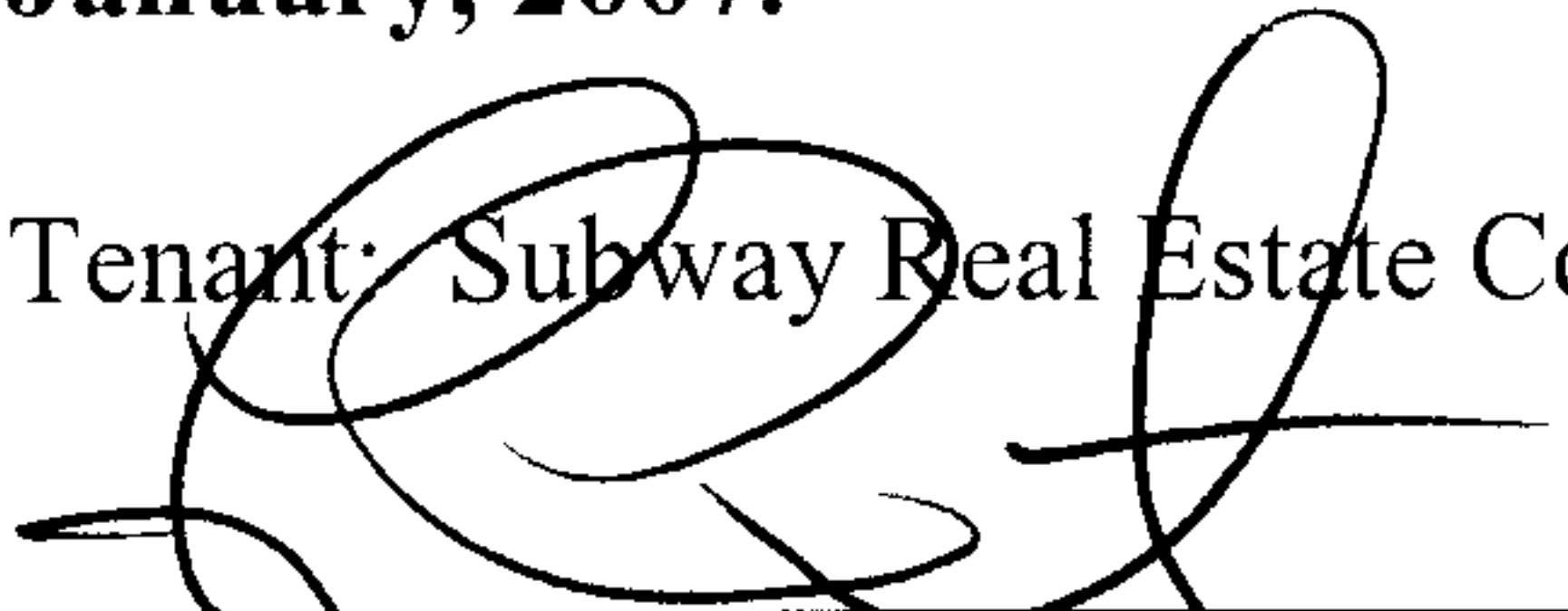
[Signature]
Notary Public

(Notarial Seal)
My Commission expires _____
NOTARY PUBLIC STATE OF ALABAMA AT LARGE
MY COMMISSION EXPIRES: Nov 6, 2010
BONDED THRU NOTARY PUBLIC UNDERWRITERS

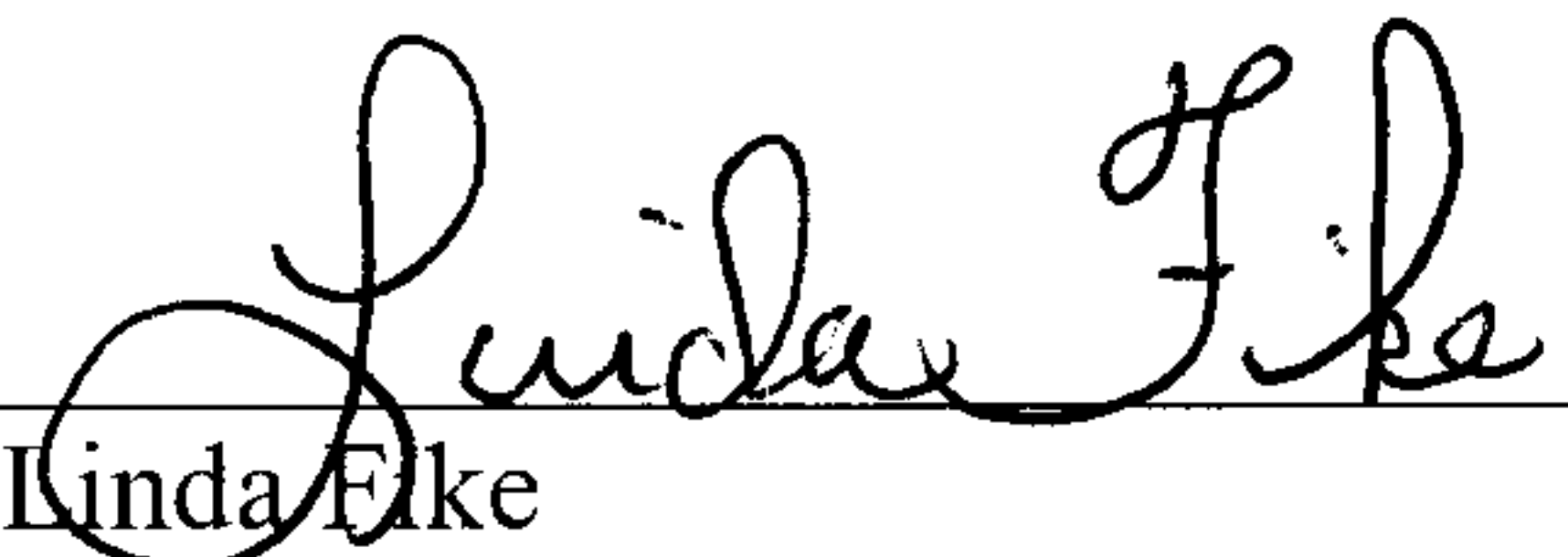
20070622000294670 3/3 \$143.50
Shelby Cnty Judge of Probate, AL
06/22/2007 01:59:12PM FILED/CERT

In Witness whereof the "Tenant" has hereunto executed this document this 9th day of **January, 2007.**

Tenant: Subway Real Estate Corp.


Theodore M. Parent, Its: Vice President


R. Asper


Linda Eike

STATE OF CONNECTICUT

SS: Milford

COUNTY OF NEW HAVEN

On this the 9th day of January in the Year 2007, before me, the undersigned, a Notary Public in and for said State, personally appeared **Theodore M. Parent**, Vice President of Subway Real Estate Corp., a Delaware Corporation, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledge to me that he executed the same in his capacity, and that by his signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.



Cora M. Curtiss, Notary Public
County of New Haven, CT
Town of Milford, CT

(Notarial Seal)

My Commission expires January 31st, 2011