

**CANCELLATION AND RELEASE**

The debt secured by that certain Mortgage and Security Agreement dated January 27, 2003, filed as instrument #2003013000062080 in the records in the Office of the Judge of Probate of Shelby County, Alabama from O'Charley's Inc. to Wachovia Bank, National Association, as Administrative Agent, as amended in Instrument #20061121000569530, said lien is hereby fully released, satisfied, discharged and cancelled; provided, however, that nothing contained herein shall extinguish the indebtedness or impair, alter or diminish any other security given by O'Charley's Inc. to secure the indebtedness.

IT WITNESS WHEREOF, the undersigned, has caused this cancellation and release to be executed this 15 day of March, 2010.

WACHOVIA BANK, NATIONAL ASSOCIATION,  
AS ADMINISTRATIVE AGENT

By: Hrd T. Pile  
Title: Vice President

COMMONWEALTH OF MASSACHUSETTS  
STATE OF \_\_\_\_\_  
COUNTY OF Suffolk

Personally appeared before me, the undersigned, a Notary Public having authority within the State and County aforesaid Hrd T. Pile, with whom I am personally acquainted, and who acknowledged that s/he is the Vice President of Wachovia Bank, National Association, a national banking association, and is authorized to execute this instrument on its behalf.

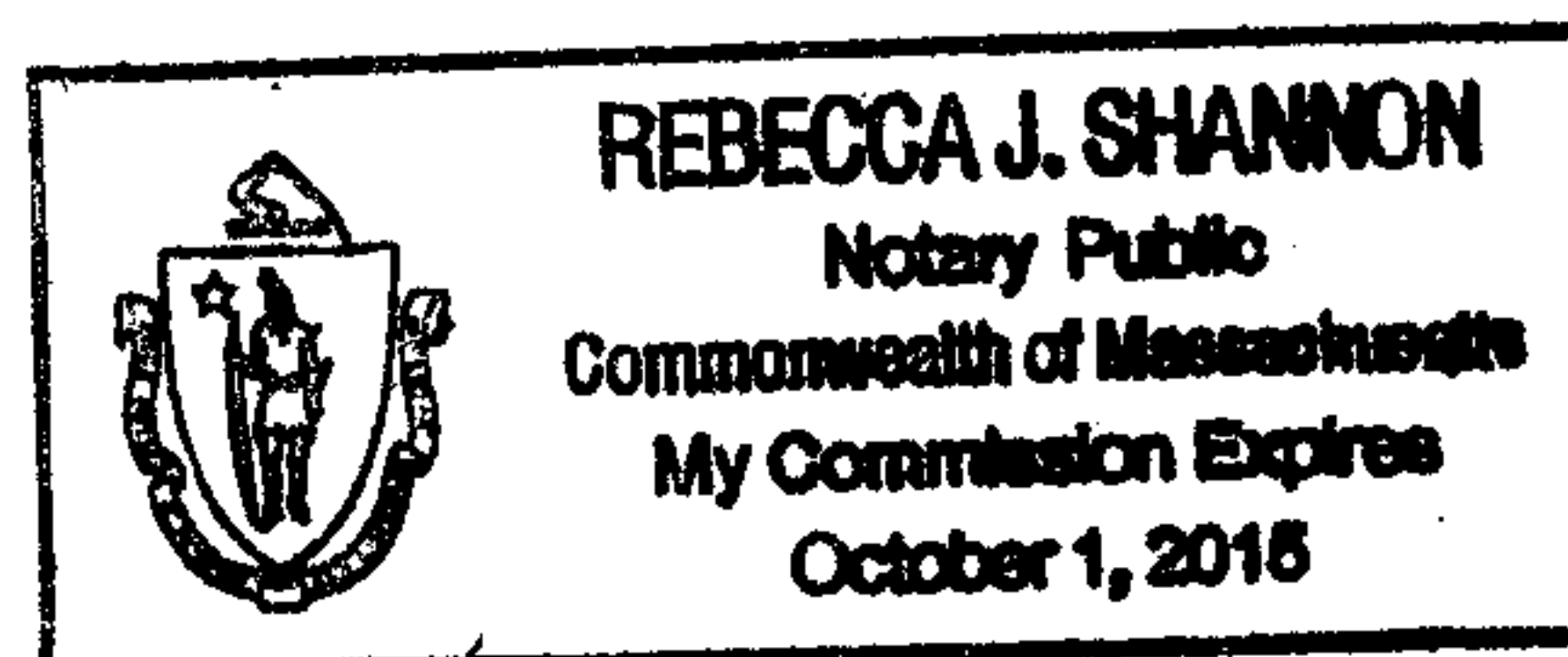
GIVEN under my hand and official seal this the 15 day of March, 2010.

Rebecca J. Shannon  
NOTARY PUBLIC

(SEAL)

My Commission Expires:

THIS INSTRUMENT PREPARED BY:  
Bass, Berry & Sims, PLC  
150 Third Avenue South, Suite 2800  
Nashville, TN 37201



#508 Pelham, AL