

This instrument prepared by and,
upon recording, return to:

G. Thomas Sullivan, Esq.
Cabaniss, Johnston, Gardner, Dumas & O'Neal, LLP
P. O. Box 830612
Birmingham, Alabama 35283-0612
Telephone: (205) 716-5200

Send Tax Notice:

Cahaba Valley Investments, L.L.C.
7429 Ashland Lane
Birmingham, Alabama 35242

STATE OF ALABAMA)

SHELBY COUNTY)

STATUTORY WARRANTY DEED

KNOW ALL MEN BY THESE PRESENTS that in consideration of the sum of One million, one hundred thousand and no/100 dollars (\$1,100,000.00) and other good and valuable consideration, paid in hand to O'Charley's LLC, a Tennessee limited liability company (f/k/a O'Charley's, Inc.), whose address is 3038 Sidco Drive, Nashville, Tennessee 37204 (herein called the "Grantor"), by Cahaba Valley Investments, L.L.C., an Alabama limited liability company, whose address is 7429 Ashland Lane, Birmingham, Alabama 35242 (herein called the "Grantee"), the receipt and sufficiency of which are hereby acknowledged, the Grantor does hereby grant, bargain, sell and convey unto the Grantee, the following described real property, together with all improvements, rights, tenements, hereditaments and appurtenances belonging thereto, situated in Shelby County, Alabama, to-wit:

See EXHIBIT A attached hereto and incorporated herein by reference.


SUBJECT TO THOSE RESTRICTIVE COVENANTS, RIGHTS OF WAY, EASEMENTS
& RESERVATIONS OF RECORD AS SET FORTH ON EXHIBIT B ATTACHED HERETO

TO HAVE AND TO HOLD unto the Grantee, its successors and assigns, forever.

{B0500942.1}

Shelby County, AL 11/08/2012
State of Alabama
Deed Tax: \$1100.00

- 1 -


20121108000430810 1/5 \$1124.00
Shelby Cnty Judge of Probate, AL
11/08/2012 02:08:43 PM FILED/CERT

IN WITNESS WHEREOF, Grantor has caused this conveyance to be signed in its company name by its duly authorized General Counsel, Secretary and Senior Vice President, as of the ____ day of October, 2012.

GRANTOR: O'Charley's LLC, a Tennessee
limited liability company f/k/a
O'Charley's, Inc.

[Signature]

By: Goodloe Partee

Its: General Counsel, Secretary and Senior Vice President

STATE OF TENNESSEE)

COUNTY OF DAVIDSON)

I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that Goodloe Partee, as General Counsel, Secretary and Senior Vice President of O'Charley's LLC, a Tennessee limited liability company f/k/a O'Charley's, Inc., whose name 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 said instrument, he executed the same voluntarily and with full authority, on behalf of said company.

GIVEN under my hand and seal, this 30th day of October, 2012.

[NOTARIAL SEAL]

Notary Public

My commission expires March 3, 2015

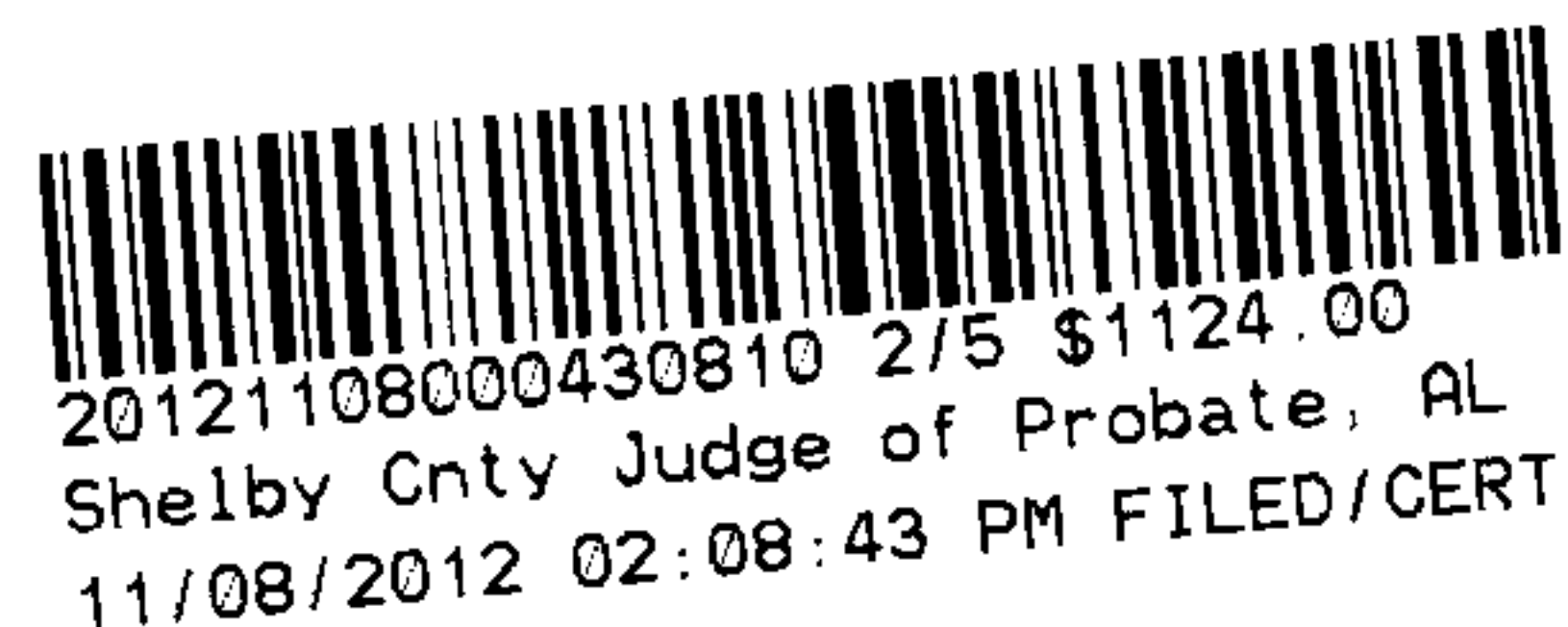
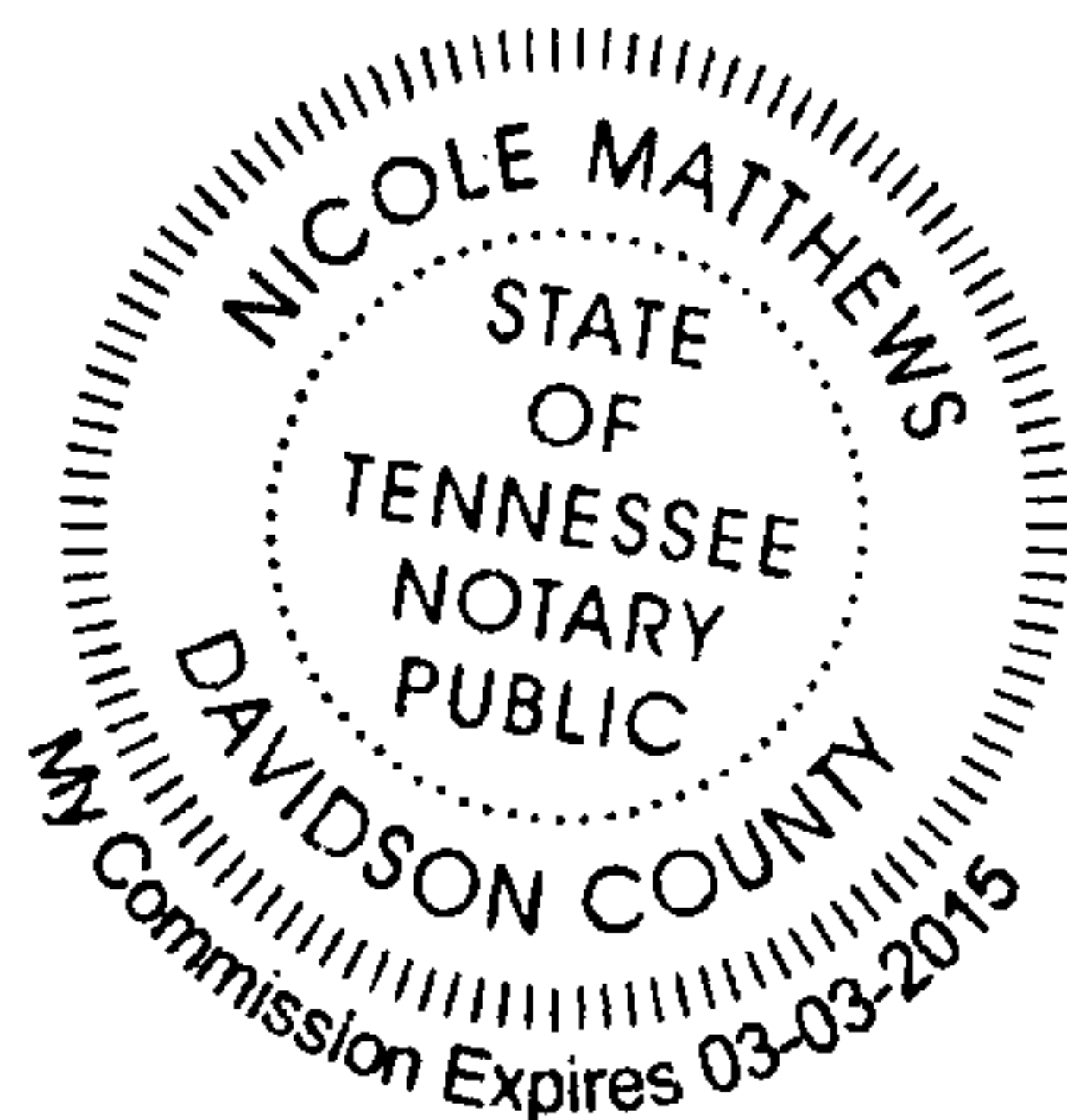


EXHIBIT A
Legal Description

A parcel of land located in Section 31, Township 19 South, Range 2 West,
Shelby County, Alabama, and being more particularly described as follows:

Commence at the northeast corner of the southwest one-quarter of Section 31, Township 19 South, Range 2 West; thence run in a westerly direction along the northern line of said quarter section for a distance of 301.28 feet; thence turn an angle to the left of 51 degrees 49 minutes 38 seconds and run in a southwesterly direction for a distance of 524.90 feet; thence turn an angle to the right of 15 degrees 42 minutes 53 seconds and run in a southwesterly direction for a distance of 15.00 feet; thence turn an angle to the left of 102 degrees 10 minutes 58 seconds and run in a southeasterly direction for a distance of 195.60 feet; thence turn an angle to the right of 13 degrees 53 minutes 06 seconds and run in a southeasterly direction for a distance of 185.50 feet; thence turn an angle to the right of 03 degrees 06 minutes 00 seconds and run in a southeasterly direction for a distance of 201.40 feet; thence turn an angle to the right of 03 degrees 14 minutes 59 seconds and run in a southeasterly direction for a distance 894.19 feet to the northwesterly right-of-way line of Alabama Highway No. 119; thence turn an angle to the left of 93 degrees 41 minutes 50 seconds and run in a northeasterly direction along said right-of-way for a distance of 175.97 feet to the POINT OF BEGINNING; thence continue along the previous course and along said right-of-way line for a distance of 42.10 feet; thence turn an angle to the left of 30 degrees 20 minutes 28 seconds and run in a northeasterly direction and along said right-of-way line for a distance of 115.40 feet; thence turn an angle to the right of 30 degrees 28 minutes 26 seconds and run in a northeasterly direction and along said right-of-way line for a distance of 99.38 feet; thence turn an angle to the left of 88 degrees 06 minutes 12 seconds and, leaving said right-of-way line, run northwesterly for a distance of 250.00 feet; thence turn an angle to the left of 91 degrees 53 minutes 48 seconds and run southwesterly for a distance of 239.00 feet; thence turn an angle to the left of 88 degrees 06 minutes 12 seconds and run southeasterly for a distance of 308.66 feet to the POINT OF BEGINNING.

Reference Store #508

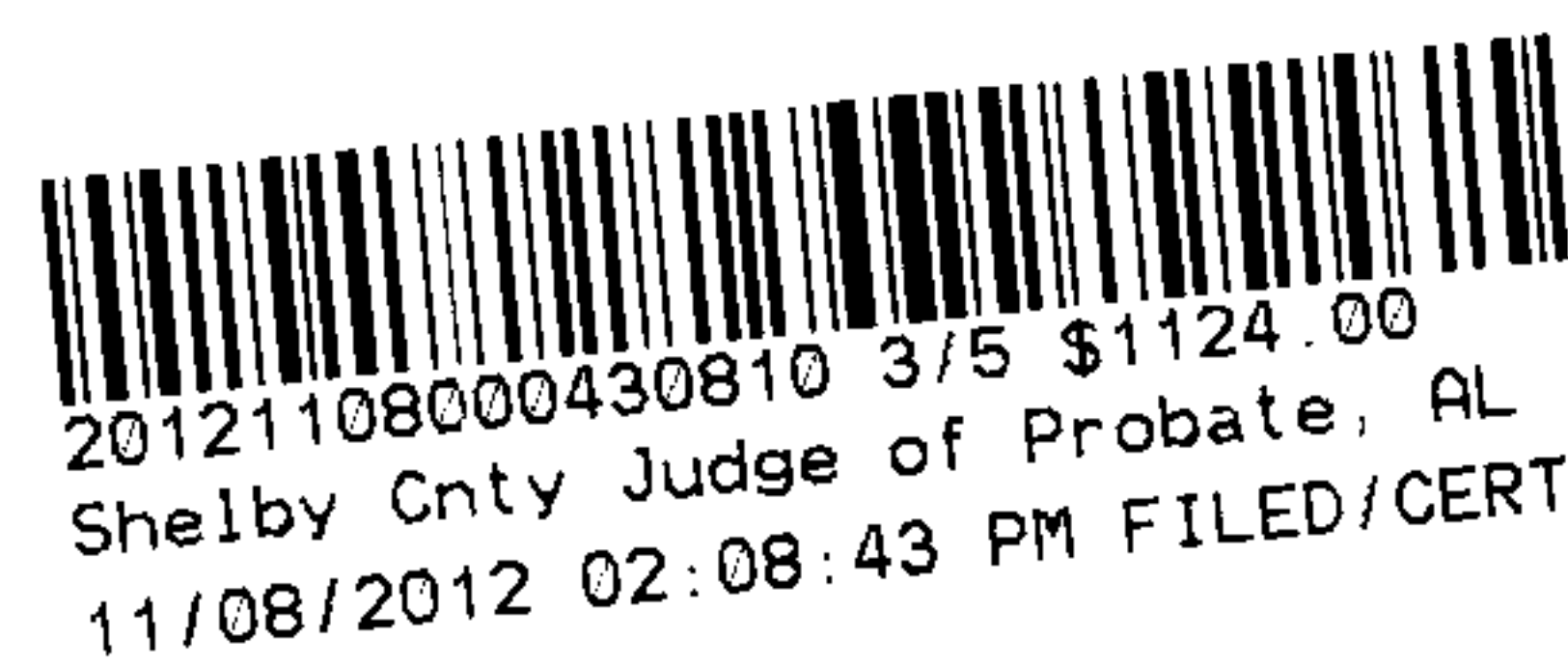
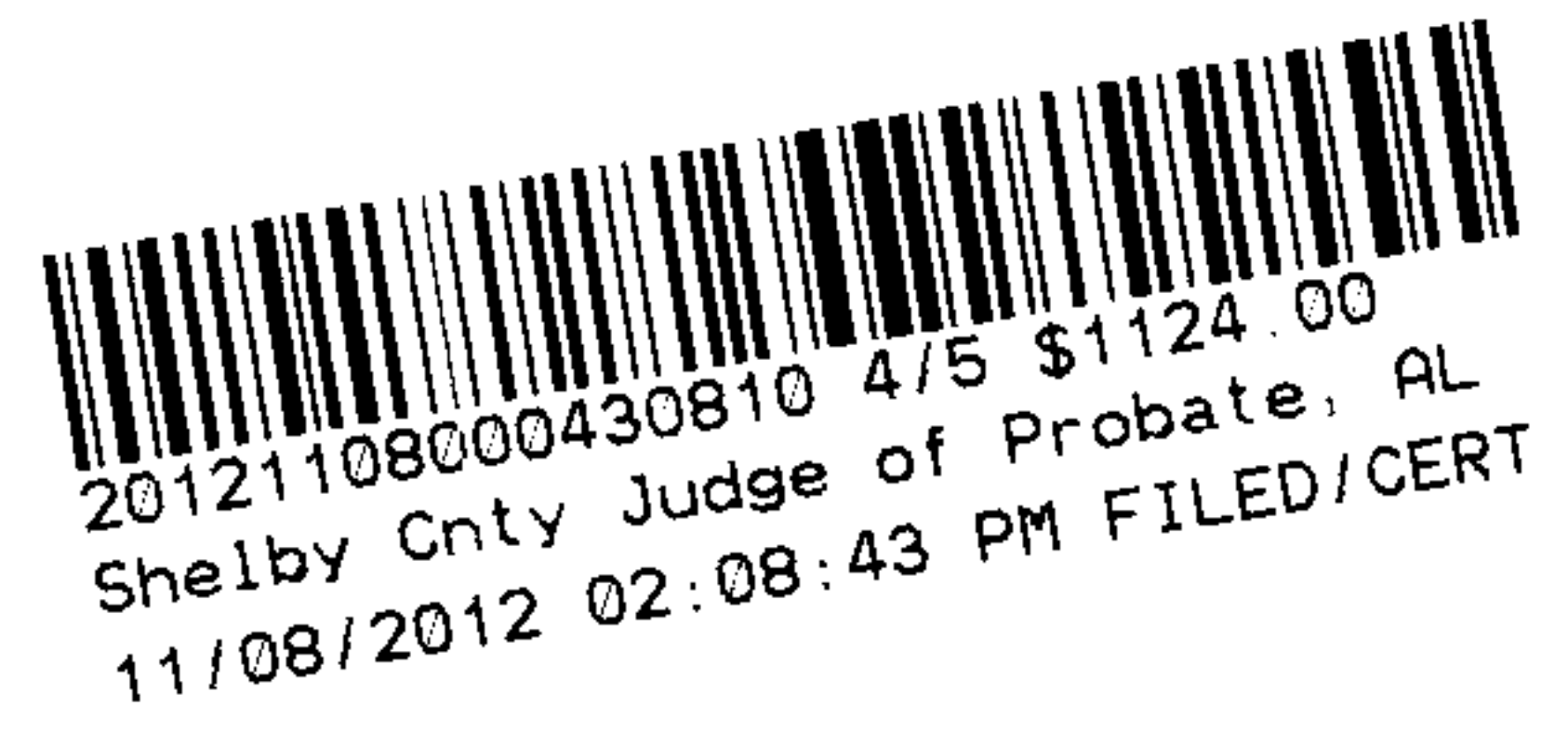


EXHIBIT B
Encumbrances

- 1. All real estate taxes for the 2013 tax year due and all subsequent years.**
- 2. All easements, encumbrances, covenants, restrictions and other matters of record related to or otherwise affecting the Property.**
- 3. Zoning requirements, statutes, rules, orders, restrictions, regulations and ordinances of governmental agencies or their instrumentalities relating to the Property in force on the date hereof.**
- 4. Encroachments, overlaps, boundary line disputes, or other matters which would be disclosed by an accurate survey and inspection of the Property.**
- 5. All mining and mineral rights not owned by Grantor or otherwise reserved in a previous conveyance.**



Real Estate Sales Validation Form

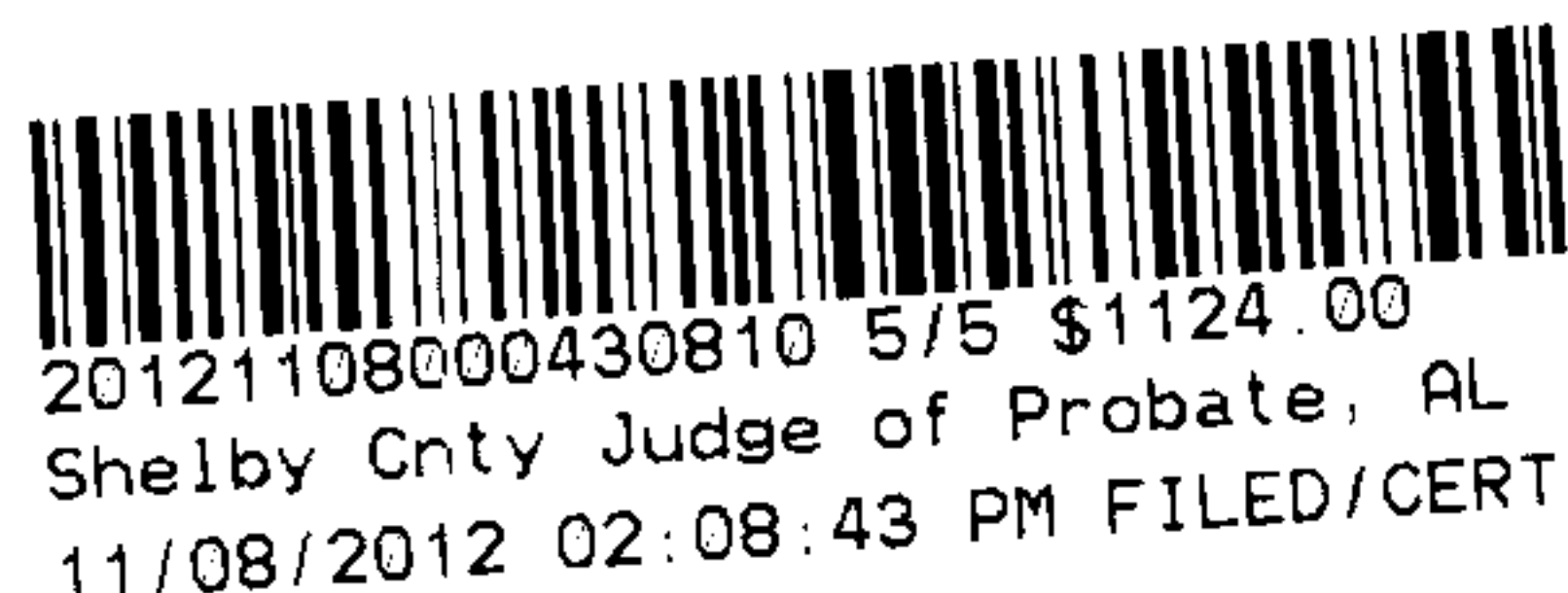
This Document must be filed in accordance with Code of Alabama 1975, Section 40-22-1

Grantor's Name O'Charley's LLC
Mailing Address 3038 Sidco Drive
Nashville, Tennessee 37204

Grantee's Name Cahaba Valley Investments, L.L.C.
Mailing Address 7429 Ashland Lane
Birmingham, AL 35242

Property Address 101 Southgate Drive
Pelham, Alabama 35124

Date of Sale October 30, 2012
Total Purchase Price \$ 1,100,000.00



or
Actual Value \$
or
Assessor's Market Value \$

The purchase price or actual value claimed on this form can be verified in the following documentary evidence: (check one) (Recordation of documentary evidence is not required)

☐ Bill of Sale ☐ Appraisal
☐ Sales Contract ☐ Other
☒ Closing Statement

If the conveyance document presented for recordation contains all of the required information referenced above, the filing of this form is not required.

Instructions

Grantor's name and mailing address - provide the name of the person or persons conveying interest to property and their current mailing address.

Grantee's name and mailing address - provide the name of the person or persons to whom interest to property is being conveyed.

Property address - the physical address of the property being conveyed, if available.

Date of Sale - the date on which interest to the property was conveyed.

Total purchase price - the total amount paid for the purchase of the property, both real and personal, being conveyed by the instrument offered for record.

Actual value - if the property is not being sold, the true value of the property, both real and personal, being conveyed by the instrument offered for record. This may be evidenced by an appraisal conducted by a licensed appraiser or the assessor's current market value.

If no proof is provided and the value must be determined, the current estimate of fair market value, excluding current use valuation, of the property as determined by the local official charged with the responsibility of valuing property for property tax purposes will be used and the taxpayer will be penalized pursuant to Code of Alabama 1975 § 40-22-1 (h).

I attest, to the best of my knowledge and belief that the information contained in this document is true and accurate. I further understand that any false statements claimed on this form may result in the imposition of the penalty indicated in Code of Alabama 1975 § 40-22-1 (h).

Date 10/30/12

Print O'Charley's, LLC

☐ Unattested
(verified by)

Sign [Signature]
(Grantor/Grantee/Owner/Agent) circle one