


This instrument was prepared by
and after recording return to:
Walter W. Hays, Jr.
Fortson, Bentley and Griffin, P.A.
2500 Daniell's Bridge Road
Building 200, Suite 3A
Athens, Georgia 30606
(706) 548-1151


20150114000014460 1/5 \$26.00
Shelby Cnty Judge of Probate, AL
01/14/2015 12:07:58 PM FILED/CERT

TERMINATION OF OPTION AGREEMENT

This Termination of Option Agreement (this "Agreement"), made and entered into this 19th day of December, 2014, by and among **CHICKEN SCRATCH, INC.**, an Alabama corporation ("Licensee"), **ZAXBY'S FRANCHISING, INC.**, a Georgia corporation ("ZFI"), and **FOWL PLAY HOLDINGS, LLC**, an Alabama limited liability company ("Landlord");

WITNESSETH:

THAT WHEREAS, Licensee, ZFI, and Carter Mason Investments, L.L.C., an Alabama limited liability company, entered into that certain Option Agreement dated July 26, 2004 (the "Option Agreement"), a Memorandum of which is recorded in the Office of the Judge of Probate of Shelby County, Alabama and known as Document Number 20040729000420560, with respect to certain real property more particularly set forth and described on **EXHIBIT "A"** and by reference made of part hereof (the "Premises"), whereby Carter Mason Investments, L.L.C. merged with and into Landlord;

WHEREAS, the parties are desirous of terminating the Option Agreement.

NOW, THEREFORE, for and in consideration of the premises and Ten Dollars (\$10.00) and other good and valuable consideration, in hand paid, the receipt and sufficiency of which are hereby acknowledged, Licensee, ZFI and Landlord agree that the Option Agreement is, and shall be, as of the date hereof, terminated and that parties hereto shall have no further rights or obligations thereunder.

This Agreement is governed by and shall be construed in accordance with the laws of the State of Alabama.

IN WITNESS WHEREOF, the parties have hereunto set their hands, affixed their seals and delivered these presents as of the day and year first written above.

Signed, sealed and delivered
in the presence of:

Melissa Burdett
Witness

[Signature]
Witness

LICENSEE:
CHICKEN SCRATCH, INC.

By: [Signature]
Name: Courtney H. Mason, Jr.
Title: President

[CORPORATE SEAL]

[SEAL]

State of ALABAMA
County of Shelby

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Courtney H. Mason, whose name as President of Chicken Scratch, Inc., an Alabama 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 said instrument, he, as such President, and with full authority, executed the same voluntarily, as an act of said company, acting in his capacity aforesaid.

Given under my hand and official seal, this the 19th day of
December, 2014.



[Signature]
Notary Public
My Commission Expires: 7/19/2017



Signed, sealed and delivered
in the presence of:

Lauren Nix
Witness

Banne Arnes
Witness

State of Georgia
County of Oconee

ZFI:
ZAXBY'S FRANCHISING, INC.

By: [Signature]
Name: Amy C. Pritchett
Title: Vice President of Franchise Development

[CORPORATE SEAL]

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Amy C. Pritchett, whose name as Vice President of Franchise Development of Zaxby's Franchising, 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 said instrument, she, as such Vice President of Franchise Development, and with full authority, executed the same voluntarily, as an act of said company, acting in her capacity aforesaid.

Given under my hand and official seal, this the 19th day of December, 2014.

[Signature]
Notary Public
My Commission Expires: 11/27/15



(Signatures continue on following page)

Signed, sealed and delivered
in the presence of:

LANDLORD:
FOWL PLAY HOLDINGS, LLC

Christina Burden
Witness

By: [Signature] [SEAL]

Name: Courtney H. Mason, Jr.

Title: Member

[Signature]
Witness

[CORPORATE SEAL]

State of ALABAMA
County of Shelby

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Courtney H. Mason, Jr., whose name as Member of Fowl Play Holdings, LLC, an Alabama 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 said instrument, he, as such Member, and with full authority, executed the same voluntarily, as an act of said company, acting in his capacity aforesaid.

Given under my hand and official seal, this the 19th day of December, 2014.

[Signature]
Notary Public
My Commission Expires: 7/19/2017

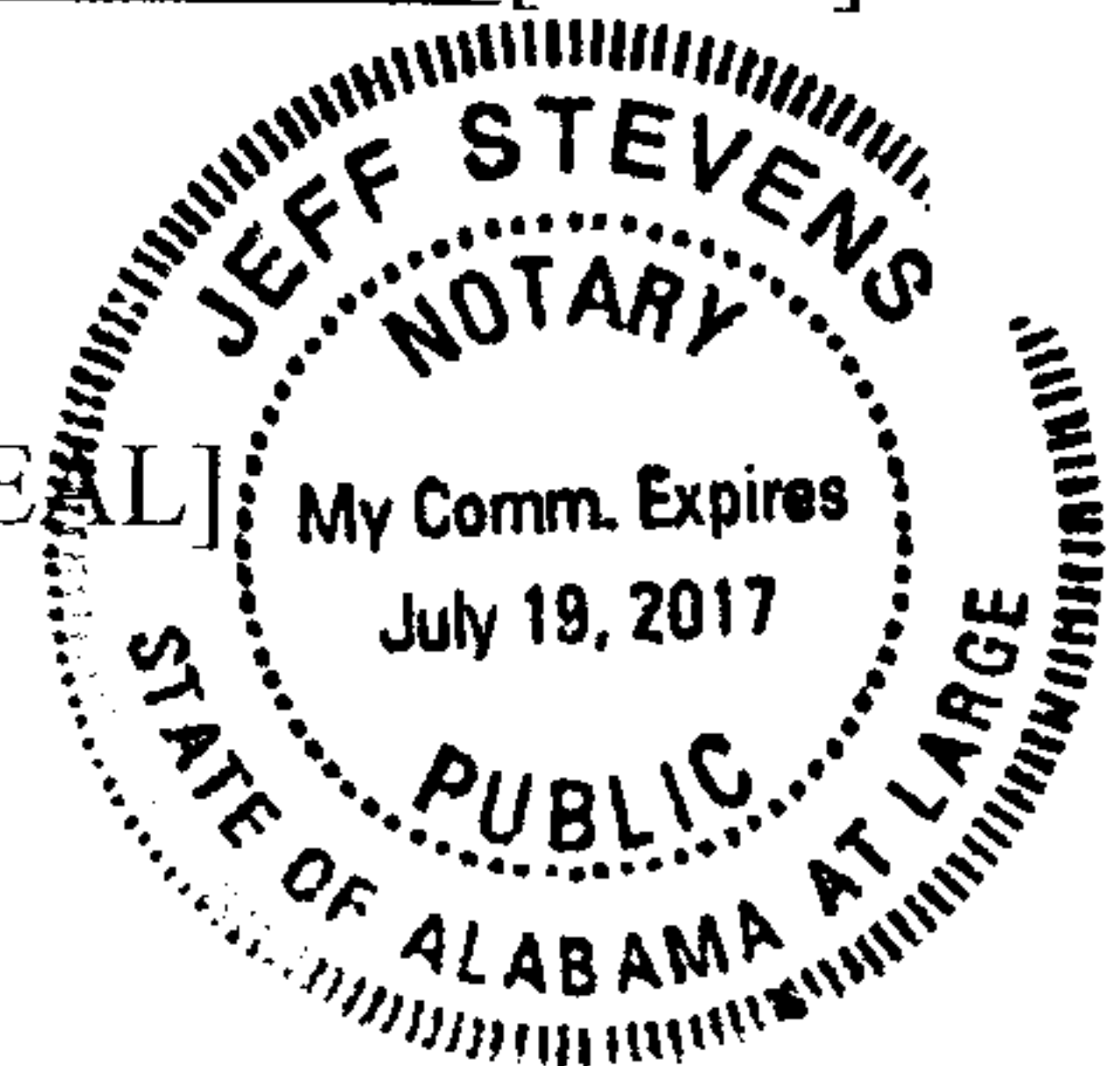
Christina Burden
Witness

By: [Signature] [SEAL]
Name: Russell H. Pate
Title: Member

[Signature]
Witness

[CORPORATE SEAL]

State of ALABAMA
County of Shelby



I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Russell H. Pate, whose name as Member of Fowl Play Holdings, LLC, an Alabama 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 said instrument, he, as such Member, and with full authority, executed the same voluntarily, as an act of said company, acting in his capacity aforesaid.

Given under my hand and official seal, this the 19th day of December, 2014.



[Signature]
Notary Public
My Commission Expires: 7/19/2017

EXHIBIT A
LEGAL DESCRIPTION

COMMENCE AT THE N.E. CORNER OF THE N.W. ¼ OF SECTION 25, TOWNSHIP 20 SOUTH, RANGE 3 WEST IN SHELBY CO., AL; THENCE RUN S 05°09'51" E FOR A DISTANCE OF 644.50 FEET; THENCE RUN S 05°09'52" E FOR A DISTANCE OF 229.78 FEET; THENCE RUN S 87°37'52" W FOR A DISTANCE OF 1344.40 FEET; THENCE RUN N 21°52'40" W FOR A DISTANCE OF 53.05 FEET TO THE POINT OF BEGINNING; THENCE RUN N 21°52'40" E FOR A DISTANCE OF 177.39 FEET; THENCE RUN N 87°07'54" E FOR A DISTANCE OF 257.02 FEET; THENCE RUN S 21°52'40" W FOR A DISTANCE OF 179.77 FEET; THENCE RUN S 87°37'52" W FOR A DISTANCE OF 267.80 FEET TO THE POINT OF BEGINNING; SAID PROPERTY CONTAINING 1.00 ACRES +/-.