THIS INSTRUMENT PREPARED BY:
Douglas R. Pyne
Real Estate Counsel
RARE Hospitality International, Inc.
8215 Roswell Road, Building 600
Atlanta, Georgia 30350

Davidson County DEEDWARR
Recvd: 12/18/00 08:56 4pgs
Fees:19.00 Taxes:1961.00
20001218-0123652

SPECIAL WARRANTY DEED

THIS INDENTURE, made and entered into as of this 13th day of December, 2000, by and between RARE HOSPITALITY INTERNATIONAL, INC. f/k/a LONGHORN STEAKS, INC., a Georgia corporation, ("Grantor"), and RAUL ONATE, JOSE ONATE, and ROMAN FONSECA, as Tenants in Common with Raul Onate having a 40% tenant in common interest, Jose Onate having a 40% tenant in common interest and Roman Fonseca having a 20% tenant in common interest (all collectively the "Grantee").

W I T N E S S E T H:

For and in consideration of Ten Dollars ($10.00) cash in hand paid and other good and valuable considerations, the receipt and sufficiency of all of which is hereby acknowledged, Grantor has bargained and sold and does hereby bargain, sell, convey and confirm unto Grantee the following described real estate, situated and being in the County of Davidson, State of Tennessee, to-wit:

> Lot 3, Resubdivision of Lot #1 and Reserve Parcel B, Section 7, Cloverleaf Estates, recorded in Book 7900, Page 547, Register's Office for Davidson County, Tennessee, to which plan reference is made for a more complete description of the property. This conveyance is made subject to all real estate taxes for year 2001 and subsequent years and all matters of record including, but not limited to, the following matters set forth on Exhibit "A" attached hereto and incorporated herein by reference.

Being the same real estate conveyed to the Grantor by Quitclaim Deed from Iowa Land Services Company, an Iowa corporation, of record in Book 8994, page 874, in the Register's Office for Davidson County, Tennessee.

TO HAVE AND TO HOLD the aforedescribed real estate together with all the appurtenances and hereditaments thereunto belonging or in any wise appertaining unto the Grantee, its successors and assigns in fee simple forever as Tenants in Common with Raul Onate having a 40% tenant in common interest, Jose Onate having a 40% tenant in common interest and Roman Fonseca having a 20% tenant in common interest.

But this is a Special Warranty Deed and Grantor hereby only covenants to the Grantee that Grantor will forever warrant and defend the title conveyed herein against the lawful claims of all persons claiming by, through or under Grantor, but not further or otherwise. Grantor makes no other

representations or warranties, express or implied, with respect to the condition of the real estate conveyed herein, or any improvements located thereon, including, without limitation, the habitability, condition or fitness thereof for any particular use or purpose and Grantee agrees that the real estate conveyed herein, including any improvements located thereon, is conveyed by Grantor and accepted by Grantee in an "As-Is" condition.

The words Grantor and Grantee as used herein shall mean "Grantors" and "Grantees" if more than one person or entity is referred to, and pronouns shall be construed according to their proper gender and number according to the context hereof.

WITNESS the signature of the Grantor as of the day and year first above written.

GRANTOR:

RARE Hospitality International, Inc., a Georgia corporation

By: _____

Its: PRESIDENT

DRP

STATE OF GEORGIA
COUNTY OF FULTON

Before me, a Notary Public in the aforesaid State and County, duly commissioned and qualified, personally appeared PHILIP J. HICKEY JR., with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself/herself to be the PRESIDENT of RARE Hospitality International, Inc., the within named bargainor, a corporation, and that he/she as such PRESIDENT executed the foregoing instrument for the purpose therein contained, by signing the name of the corporation by himself/herself as such PRESIDENT.

WITNESS my hand and seal, at office, this 13TH day of December, 2000.

_____
Notary Public

My Commission Expires:

12-7-02

SUE WISCH NOTARY PUBLIC FULTON COUNTY GEORGIA EXPIRES DEC. 7, 2002

I, or we, hereby swear or affirm that to the best of affiant's knowledge, information, and belief, the actual consideration for this transfer or value of the property transferred whichever is greater is $530,000.00, which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

Affiant

Subscribed and sworn to before me the 14th day of December, 2000.

Notary Public

My Commission Expires:

9-15-03

Property Address:

5336 Cane Ridge Road
Antioch, Tennessee 37103

Tax Parcel Number:

MAP 163-0 Parcel 274

Property Owner and Address:

Jose Onate, Raul Onate AND Roman Fonseca
5450 Steeplechase Rd.
Christiana, TN 37037-6140

Person or Entity Responsible for Payment of Property Taxes:

SAME AS OWNER

EXHIBIT "A"

1. All matters shown on the Plan of record in Book 7900, page 547, in the Register's Office for Davidson County, Tennessee;

2. Deed of conveyance of water main & lines of record in Book 5719, page 910, and in Book 5719, page 916, in the Register's Office for Davidson County, Tennessee;

3. Restrictions contained in Deeds of Record in Book 8994, page 863, and in Book 8994, page 874, in the Register's Office for Davidson County, Tennessee;

4. Repurchase Agreement and Right of First Refusal of record in Book 8994, page 885, in the Register's Office for Davidson County, Tennessee;

5. All matters shown on Survey by Barge, Waggoner, Sumner & Cannon dated January 15, 1993, revised May 28, 1993, and Surveyor's Report of same date;

6. All matters shown on the Plan of record in Book 5200, page 258, as amended in Book 5739, page 552, in the Register's Office for Davidson County, Tennessee; and

7. Agreement for Dedication of Easement for Sanitary Sewer and/or Storm Drainage, of record in Book 7316, page 62, in the Register's Office for Davidson County, Tennessee.