This Instrument Prepared By:
John F. Rogers, Jr., Esq.
Baker, Donelson, Bearman & Caldwell, P.C.
Suite 1000, 211 Commerce Street
Nashville, Tennessee 37201

Davidson County DEEDQC
Recvd: 02/04/02 15:41 4pgs
Fees:22.00 Taxes:0.00
20020204-0015367

PICK-UP

QUITCLAIM DEED

ADDRESS NEW OWNER:
O'Charley's Inc.
3038 Sidco Drive
Nashville, Tennessee 37204

SEND TAX BILLS TO:
Same

MAP &PARCEL:
Map 34-2
Parcel 66

For and in consideration of the sum of $10.00 cash in hand paid, **Sharon Wachtel, Personal Representative of the Estate of David K. Wachtel, Jr., deceased**, general partner of Two Mile Partners, a Tennessee general partnership, hereinafter the Grantor, does hereby quitclaim and convey unto, **O'Charley's Inc.**, a Tennessee corporation, all of the aforementioned Estate's right, title and interest in and to a certain tract or parcel of land in Davidson County, Tennessee, more particularly described as follows:

(SEE EXHIBIT "A" ATTACHED HERETO AND INCORPORATED BY REFERENCE AS FULLY AS THOUGH COPIED HEREIN)

This is improved property known as 912 Two Mile Pike, Goodlettsville, Tennessee 37072.

Said property is conveyed subject to such limitations, restrictions and encumbrances as may affect the property.

Whenever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

IN WITNESS WHEREOF, the GRANTOR has hereunder set its hand this 31st of January, 2002.

Sharon Wachtel
Sharon Wachtel
Personal Representative

STATE OF TENNESSEE

COUNTY OF Davidson

Personally appeared before me, the undersigned, a Notary Public, in and for said County and State, the within named **Sharon Wachtel, Personal Representative of the Estate of David K. Wachtel, Jr., deceased**, with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence, and who acknowledge that she executed the within named instrument for the purposes therein contained.

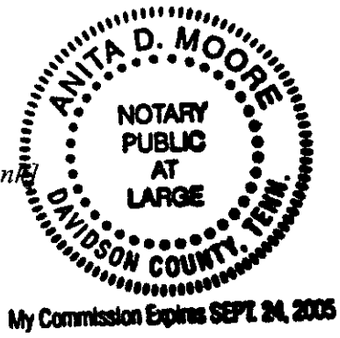
Witness my hand and seal, at office in Nashville, Tennessee, this the 31 day of January, 2002.

Anita D. Moore
Notary Public

My Commission Expires:

9-24-05

[Remainder of Page Left Blank]



STATE OF TENNESSEE

COUNTY OF DAVIDSON

The actual consideration for this transfer is $ -0-.

Affiant

Subscribed and sworn to before me, this the 6th day of February, 2002.

Notary Public

My Commission Expires: My Commission Expires Nov. 26, 2005

EXHIBIT "A"

Land in Davidson County, Tennessee, being Lot E, on the Plan of Lot E revised, Rivergate Park, as shown on plat of record in Plat Book 4595, page 121, in the Register's Office for Davidson County, Tennessee, to which plat reference is hereby made for a more particular description.

Being the same property conveyed to Two Mile Partners by deed from David K. Wachtel and wife, Sharon K. Wachtel, of record in Book 6697, page 347, Register's Office for Davidson County, Tennessee.