QUITCLAIM DEED

Send tax notice to:
PDS Partnership,
a Tennessee general partnership
~~2204 Selma Drive~~ - 2206 Lebanon Pike
Nashville, Tennessee 37214

Map-Parcel Number:
95-15-005

This instrument was prepared by:
Kane, Russell, Coleman & Logan, P.C.
1601 Elm Street, Suite 3700
Dallas, Texas 75201

THE STATE OF TENNESSEE

COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is Zero Dollars ($0.00).

W. Boyd Adams
Affiant

DEBRA K. PHILLIPS NOTARY PUBLIC AT LARGE DAVIDSON COUNTY TENNESSEE

SUBSCRIBED AND SWORN TO before me, this the 22nd day of February 2001.

Debra K. Phillips
Notary Public

My Commission Expires: 1/28/06

That Jack in the Box Eastern Division L.P., a Texas limited partnership (hereinafter referred to as "Grantor"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, has BARGAINED, SOLD, RELEASED and forever QUITCLAIMED, and by these presents does hereby BARGAIN, SELL, RELEASE and forever QUITCLAIM unto PDS Partnership, a Tennessee general partnership (hereinafter referred to as "Grantee"), all of Grantor's right, title and interest in and to that certain real property located in Davidson County, Tennessee, being more particularly described as follows (the "Property"):

See Exhibit "A" attached hereto and incorporated herein by reference for all purposes.

Davidson County DEEDQC
Recvd: 02/22/02 12:22 5pgs
Fees:27.00 Taxes:0.00
20020222-0023003

By acceptance hereto, Grantee covenants to timely pay all taxes due against the Property, including, without limitation, personal property, ad valorem and real estate taxes for the years 2000, 2001 and all subsequent years.

This Deed is made by Grantor and accepted by Grantee with the express understanding that the land described in Exhibit "A", or any part thereof, shall not be used for the operation of any restaurant business, except as may be specifically approved in writing by Grantor. Said restriction shall be deemed a burden on the lands described in said Exhibit "A" and shall run with the lands from the date of recordation of this Deed. The restriction contained herein shall be for Grantor and shall be binding upon Grantee, its/their heirs, administrators, grantees, successors, lessees, tenants, and assigns. It is further agreed that the failure of Grantor to enforce the provisions hereof in the event of a breach of said restriction, shall not be a waiver of the restriction with respect to such breach or any subsequent or different breach.

. the Property, together with all and singular the benefits, rights, TITLE AND INTEREST, privileges, easements, tenements, hereditaments, and appurtenances unto the Property, together with all improvements of whatever kind, character or description located on the Property.

IN WITNESS WHEREOF, Grantor has caused this Quitclaim Deed to be executed this 23rd day of July, 2001.

GRANTOR:

JACK IN THE BOX EASTERN DIVISION L. P.,
a Texas limited partnership

By: JBX General Partner LLC,
a Delaware limited liability company,
as general partner

By: _____

State of California)
)
County of San Diego)

On July 23, 2001, before me, Delard D. Barnes, Notary Public, personally appeared David M. Theno, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Notary Public

SEAL

DELARD D. BARNES
COMM. # 1201083
NOTARY PUBLIC • CALIFORNIA
SAN DIEGO COUNTY
Comm. Expires Nov. 7, 2002

OPTIONAL SECTION:

Capacity Claimed by Signer. Though statute does not require the Notary to fill in the data below, doing so may prove invaluable to persons relying on the document.

_____ Individual
_____ Corporate Officer(s)_____
Title(s)
_____ Partner(s) _____ Limited _____General
_____ Trustee(s)
_____ Other

Signer is Representing: JBX General Partner LLC, a Delaware limited liability company, General partner of Jack in the Box Eastern Division L.P., a Texas limited partnership
Name of Entity(ies)

Title or Type of Document: Quitclaim Deed

Number of Pages: 4

Date of Document: 7-23-01

Copyright 1993 National Notary Association, Canoga Park, C

EXHIBIT "A"

LOT TWO

Being a tract of land in the First Civil District, Nashville, Davidson County, Tennessee, located generally between Elm Hill Pike and Old Elm Hill Pike southwest of McGavock Pike and being Lot 2 on the Final Subdivision Plat of Jack in the Box, Elm Hill Pike at McGavock Pike as of record in Instrument #20010525-0054768, R.O.D.C. and being more particularly described as follows:

Beginning at an existing iron pin in the northerly right-of-way line of Old Elm Hill Pike at the southeast property corner of Tom F. Cone, as of record in Book 7127, Page 193, R.O.D.C.;

THENCE, with the northeasterly line of Cone, N28°05'41"E, 67.00 feet to an existing iron pin;

THENCE, continuing with said line, N25°04'34"E, 76.37 feet to the southerly right-of-way line of Elm Hill Pike, said point being in the centerline of Sims Branch at the northwesterly property corner of Bobby Howard and Rebecca Howard as of record in Book 9800, Page 127, R.O.D.C. and Instrument #200008020076458, R.O.D.C.;

THENCE, with the centerline of said Sims Branch and the southerly line of Howard the following calls:
S11°43'55"E, 56.14 feet;
S76°08'07"E, 63.46 feet;
N83°30'34"E, 113.28 feet;
S42°05'30"E, 67.46 feet;
S22°53'51"E, 41.27 feet
S22°53'51"E, 46.08 feet;
S48°56'37"E, 150.98 feet;
S10°13'35"W, 10.26 feet to an iron pin set with cap MES 1649 in the northerly right-of-way line of Old Elm Hill Pike;

THENCE, with the northerly right-of-way line of Old Elm Hill Pike, N79°46'26"W, 39.44 feet to an existing iron pin;

THENCE, continuing with said right-of-way line of Old Elm Hill Pike along a curve to the right 149.24 feet to an existing iron pin, said curve having a central angle of 14°08'00", a radius of 605.00 feet, a tangent of 75.00 feet and a chord of N72°42'26"W, 148.86 feet;

THENCE, continuing with said line N65°38'23"W, 285.18 feet to the point of beginning.

Containing 47,723 square feet or 1.09 acres, more or less as shown on the above referenced Final Subdivision Plat prepared by Sawyer Land Surveying, Mark E. Sawyer, R.L.S., Tennessee License 1649, File 00-097.

Being a part of the same property conveyed to Jack in the Box Eastern Division L.P. by Instrument #20001229-0127167, R.O.D.C.

JIB 6911

Real Estate Purchase Contract between Boyd Adams, as seller, and Jack in the Box Inc., as buyer, for the property located at Elm Hill Pike and McGavock, Nashville, Tennessee

Receipt is hereby acknowledge by Jack in the Box Eastern Division LP, a Texas Limited Partnership of $2,448.19 being reimbursement for the prorata portion of property taxes for Map 95, Parcel 5, for the tax year 2000 and being the entire prorata portion of property taxes for Map 95, Parcel 5 owed by PDS Partnership, a Tennessee general partnership for the calendar year 2001. Jack in the Box Eastern Division LP, a Texas Limited Partnership shall pay the calendar year 2001 property taxes on Map 95, Parcel 5 for PDS Partnership.

Sue Bryant

Sue Bryant
Construction Coordinator
Jack in the Box Eastern Division LP

February 8, 2002