53605

Box 49

This Instrument Was Prepared By:

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Davidson County DEEDQC
Recvd: 12/31/02 11:47 5pgs
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20021231-0162586

QUITCLAIM DEED

FROM: **CAPTAIN D'S, LLC, a Delaware limited liability company, as Grantor**

TO: **SHN PROPERTIES, LLC, a Delaware limited liability company, as Grantee**

Address New Owner Owner as follows:	Name and Address of the Person or Entity Responsible for the Payment of Real Property Taxes	Map/Parcel Numbers
SHN Properties, LLC 1717 Elm Hill Pike Nashville, Tennessee 37210 Attn: Property Accounting	Same	60-8/21

STATE OF Tennessee :
COUNTY OF Davidson :

The actual consideration or value for this transfer is $0.00.

Affiant

Subscribed and sworn to before me, this the 13th day of December, 2002.

Sandra K. Kopfrech
Notary Public

My Commission Expires:

3-26-05

424439_2.DOC
Store No. 3522

THIS QUITCLAIM DEED is made as of the 13th day of December, 2002, from **CAPTAIN D'S, LLC**, a Delaware limited liability company (formerly known as Captain D's, Inc.) (the "Grantor"), with a mailing address of 1717 Elm Hill Pike, Nashville, Tennessee 37210, to **SHN PROPERTIES, LLC**, a Delaware limited liability company (the "Grantee"), with a mailing address of 1717 Elm Hill Pike, Nashville, Tennessee 37210.

WITNESSETH:

That for good and valuable consideration, the receipt of which is hereby acknowledged, Grantor, for itself and its successors and assigns, hereby releases, quitclaims, and conveys to Grantee any right, title, and interest of Grantor in and to the premises described in **Exhibit A** hereto and incorporated herein by reference, together with all fixtures thereon and all the rights, privileges, easements, servitudes, rights-of-way and appurtenances thereunto belonging (the "Property"), provided, however, that the property described in **Exhibit B** attached hereto is excluded from this conveyance and is not included within the definition of "Property" hereunder. Grantor makes no representation or warranty whatsoever with respect to the Property or the ownership thereof. The Property is subject to all such limitations, restrictions and encumbrances as may affect such Property.

The description contained in **Exhibit A** is the same as that which appeared in the previous deed.

This is improved property with an address 3021 Dickerson Road, Nashville, Tennessee 37207.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, Grantor has caused this instrument to be duly executed and delivered on the day and year first above written.

CAPTAIN D'S, LLC, a Delaware limited liability company

By: _____
Name: Colt Hothorn
Title: Vice President

STATE OF Tennessee :
COUNTY OF Davidson :

Before me, the undersigned, a Notary Public of the state and county mentioned, personally appeared Colt Hothorn, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be Vice President of Captain D's, LLC, the within named bargainor, a Delaware limited liability company, and that he as such Vice President, executed the foregoing instrument for the purpose therein contained, by personally signing the name of the limited liability company by himself as Vice President.

Witness my hand and seal, at office in Nashville, Tennessee, this 13th day of December, 2002.

Patricia Jackson
Notary Public

[SEAL]

My Commission Expires: 7-24-06

PATRICIA JACKSON NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

Exhibit A

Land in Davidson County, Tennessee, being Lot No. 1 on the Resubdivision of Reserve Parcel "A," E.A. Lindsley Resubdivision, as shown on plat of record in Plat Book 8250, Page 793, in the Office of the Register of Deeds for Davidson County, Tennessee, to which plat reference is hereby made for a more particular description.

Being part of the same property conveyed to Captain D's, LLC (formerly known as Captain D's, Inc.) by Quitclaim Deed recorded in Instrument 20010301-0019309, in the Office of the Register of Deeds for Davidson County, Tennessee.

Exhibit B

All furniture, trade fixtures, building lettering, signs, sign posts, sign standards, food and customer service equipment (whether unattached or attached to the improvements by bolts and screws and/or by utility connections including, without limitation, walk-in refrigerators and freezers, remote refrigeration systems and exhaust systems and hoods and water heaters), equipment and other items of personal property now owned, acquired, held or used by Captain D's, LLC in its operation of a Captain D's restaurant on the Property, but does not mean and specifically excludes (except as specifically set forth above) all lighting, electrical, heating, air cooling and air conditioning apparatus, gas, electric and power equipment, pipes, pumps, tanks, conduits, switchboards, plumbing, lifting, cleaning, fire prevention, and communications apparatus, drapes, attached floor coverings, including carpeting, storm doors and windows, toilets and sinks, ducts and compressors, and related machinery and equipment including but not limited to compressors, regardless of whether any of the foregoing are affixed or attached to the Property.