This Instrument Was Prepared By:
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Davidson County DEEDQC
Recvd: 06/17/03 15:01 4pgs
Fees:22.00 Taxes:0.00
20030617-0083504

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	95-4/187

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration for this transfer is $0.00.

Affiant

Subscribed and sworn to before me, this the 4 day of June, 2003.

Monica A. Carlson
Notary Public

My Commission Expires: Nov. 25, 2006

MONICA A. CARLSON
NOTARY PUBLIC AT LARGE
DAVIDSON COUNTY, TENN.

429539_1.DOC
Store No. 3501

THIS QUITCLAIM DEED is made as of the 13th day of June, 2003, 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 a 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** attached 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"). The description contained in **Exhibit A** is the same as that which appeared in the previous deed. This is improved property with an address 2633 Lebanon Road, Nashville, TN 37214.

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.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, Grantor has caused this instrument to be duly executed and delivered.

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 4 day of June, 2003.

Monica M Carlson
Notary Public

My Commission Expires: Nov. 25, 2006

[SEAL]
MONICA M. CARLSON
NOTARY PUBLIC AT LARGE
DAVIDSON COUNTY, TENN.

Exhibit A

Land in Davidson County, Tennessee, being Lot No. 1 on the Plan of the Resubdivision of the Lebanon Pike Shoney's and Lee's, of record in Book 9700, page 40, Register's Office for Davidson County, Tennessee, to which plan reference is hereby made for a more complete description.

Being part of the property conveyed to Captain D's, LLC (formerly known as Captain D's, Inc.), by Quitclaim Deed recorded as Instrument No. 20010301-0019309 in the Office of the Register of Deeds for Davidson County, Tennessee.