THIS INSTRUMENT PREPARED BY:

Klehr Harrison Harvey Branzburg LLP
1835 Market St., 14th Floor
Philadelphia, PA 19103
Jeffrey D. Spann, Esquire

After recording return to:

Kristin L. Brown
First American Title Insurance Company
2425 E. Camelback Road, Suite 300
Phoenix, AZ 85016
497826 N

OWNER/RESPONSIBLE TAXPAYER:
Captain D's, LLC
~~SHN PROPERTIES, LLC~~
1612 Elm Hill Pike, Suite A-1
Nashville, TN 37210
Source of Grantor's Title: Deed of record in Book 10715, Page 443; re-recorded in Book 10717, Page 899

MAP & PARCEL: 149/240

NEW OWNER:

STORE MASTER FUNDING I, LLC
8501 E Princess Drive, Suite 190
Scottsdale, AZ 85255

* * * * *

I, hereby swear or affirm that the actual consideration for this transfer or value of the property transferred, whichever is greater, is $644,638.00, which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

Michael A. Fellers
(Affiant)

Subscribed and sworn to before me this 7th day of September, 2011.

Wanda B. Parsons
(Notary Public)

My commission expires: May 6, 2013

STATE OF TENNESSEE NOTARY PUBLIC DAVIDSON COUNTY WANDA B. PARSONS

* * * * *

SPECIALWARRANTY DEED

THIS INDENTURE, made as of the 8th day of September, 2011, between SHN PROPERTIES, LLC, a Delaware limited liability company, ("Grantor") and STORE MASTER FUNDING I, LLC, a Delaware limited liability company ("Grantee").

BILL GARRETT, Davidson County
Trans:T20110057271 DEEDWARRSP
Recvd: 09/15/11 10:05 5 pgs
Fees:28.00 Taxes:2385.16
20110915-0071565

(#3544 Antioch, TN) (Davidson County)
PHIL1 1682848-1

WITNESSETH:

That Grantor, for and in consideration of the sum of Ten and no/100 Dollars ($10.00) and for other good and valuable consideration in hand paid by Grantee, the receipt of which is hereby acknowledged, has granted, bargained, sold and conveyed, and does hereby grant, bargain, sell and convey unto Grantee the following described premises, with the hereditaments and appurtenances thereto appertaining, to wit:

All that certain real estate described in **Exhibit A** attached hereto and incorporated herein by reference (the "Property").

TO HAVE AND TO HOLD the Property to the said Grantee, its successors and assigns forever.

And Grantor, for itself, its successors and assigns, does hereby covenant with Grantee, its representatives, successors and assigns, that Grantor will forever warrant and defend the title to the Property against the lawful claims of all persons claiming, by, through or under the Grantor, but not otherwise; and that such Property is free from all encumbrances except for those matters described on **Exhibit B** attached hereto.

THE PREPARER OF THIS DEED MAKES NO REPRESENTATION AS TO THE STATUS OF TITLE TO THE PROPERTY DESCRIBED ON EXHIBIT A HERETO. THIS DEED HAS BEEN PREPARED SOLELY FROM INFORMATION FURNISHED TO THE PREPARER WHO MAKES NO REPRESENTATION WHATSOEVER OTHER THAN IT HAS BEEN ACCURATELY TRANSCRIBED FROM THE INFORMATION PROVIDED. The terms "Grantor" and "Grantee" and any pronouns shall be read in the singular and plural number and in such gender as the context may require.

[Signature Page Follows]

IN WITNESS WHEREOF, the Grantor has executed this instrument the date first above written.

SHN PROPERTIES, LLC

By: Captain D's Intermediate Real Estate Holding Corporation, a Delaware corporation, its sole member

By: Michael T. Folks
Michael T. Folks, Vice President

STATE OF Tennessee
COUNTY OF Davidson

Before me, Wanda G. Parsons, a Notary Public in and for the State and County aforesaid, personally appeared Michael T. Folks, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the Vice President of Captain D's Intermediate Real Estate Holding Corporation, a Delaware corporation, the sole member of SHN Properties, LLC, a Delaware limited liability company, the within named bargainor, and that he as such officer, being duly authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation, as sole member of SHN Properties, LLC by himself as such officer.

WITNESS my hand and seal at office, on this the 7th day of September, 2011.

Wanda G. Parsons
Notary Public

My Commission Expires:

May 6, 2013

WANDA G. PARSONS
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY

EXHIBIT A

LEGAL DESCRIPTION OF MORTGAGED PROPERTY

Street Address: 2705 Murfreesboro Rd, Antioch, TN

LAND IN DAVIDSON COUNTY, TENNESSEE, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

LAND IN THE 2ND CIVIL DISTRICT OF DAVIDSON COUNTY, TENNESSEE, BEING TRACT NO. 2 OF THE SUBDIVISION OF TRACT NOS. 2 AND 4 OF THE HOUSTON T. EZELL PROPERTY, OF RECORD IN BOOK 4885, PAGE 173, REGISTER'S OFFICE FOR SAID COUNTY, DESCRIBED AS FOLLOWS:

BEGINNING AT A MONUMENT PLACED IN THE SOUTHERLY MARGIN OF MURFREESBORO ROAD, SAID POINT BEING LOCATED SOUTH 46 DEGREES 04 MINUTES 59 SECONDS EAST 130.00 FEET FROM THE INTERSECTION OF MURFREESBORO ROAD AND BELL ROAD, AND ALSO BEING THE SOUTHEASTERLY CORNER OF THE HOUSTON T. EZELL LANDS; THENCE ALONG THE SOUTHERLY MARGIN OF MURFREESBORO ROAD SOUTH 46 DEGREES 04 MINUTES 59 SECONDS EAST 100 FEET TO A MONUMENT; THENCE LEAVING MURFREESBORO ROAD SOUTH 43 DEGREES 56 MINUTES 01 SECONDS WEST 175.97 FEET TO A POINT, SAID POINT BEING LOCATED IN THE NORTHERLY LINE OF A 20-FOOT EASEMENT AS SHOWN ON SAID PLAN; THENCE ALONG THE NORTHERLY LINE OF SAID EASEMENT NORTH 46 DEGREES 08 MINUTES 58 SECONDS WEST 100 FEET TO A POINT, SAID POINT BEING THE SOUTHWESTERLY CORNER OF THE EZELL LANDS; THENCE WITH EZELL'S EASTERLY LINE NORTH 43 DEGREES 56 MINUTES 01 SECONDS EAST 176.08 FEET TO A MONUMENT IN THE SOUTHERLY MARGIN OF MURFREESBORO ROAD, THE POINT OF BEGINNING.

LESS AND EXCEPT ANY PORTIONS OF SUCH PROPERTY CONVEYED OR TAKEN FOR RIGHTS OF WAY FOR PUBLIC STREET OR ROADS, INCLUDING, WITHOUT LIMITATION, THAT PORTION OF SUCH PROPERTY TAKEN PURSUANT TO DOCKET NO. 96C3745 IN THE CIRCUIT COURT FOR DAVIDSON COUNTY, TENNESSEE AT NASHVILLE.

Being a portion of the same property conveyed to SHN Properties LLC, a Delaware limited liability company (as to Land and Improvements) by Warranty Deed recorded 12/10/1997 in Deed Book 10715, Page 443, re-recorded 12/10/1997 in Book 10717, Page 899 with Instrument of Correction recorded 3/3/1998 in Book 10818, Page 780 and Captain D's Inc., a Delaware corporation (as to Fixtures) by Quitclaim Deed recorded 3/1/2001in Instrument No. 20010301-0019309. Captain D's Inc., a Delaware corporation is now known as Captain D's LLC, a Delaware limited liability company by a Certificate of Name Change filed 8/5/20002 with the Delaware Secretary of State.

Parcel Number: 149-000-240.00

EXHIBIT B

All existing and recorded covenants, agreements, conditions, easements, restrictions, reservations and rights, to the extent valid and enforceable and still applicable to the above described premises.