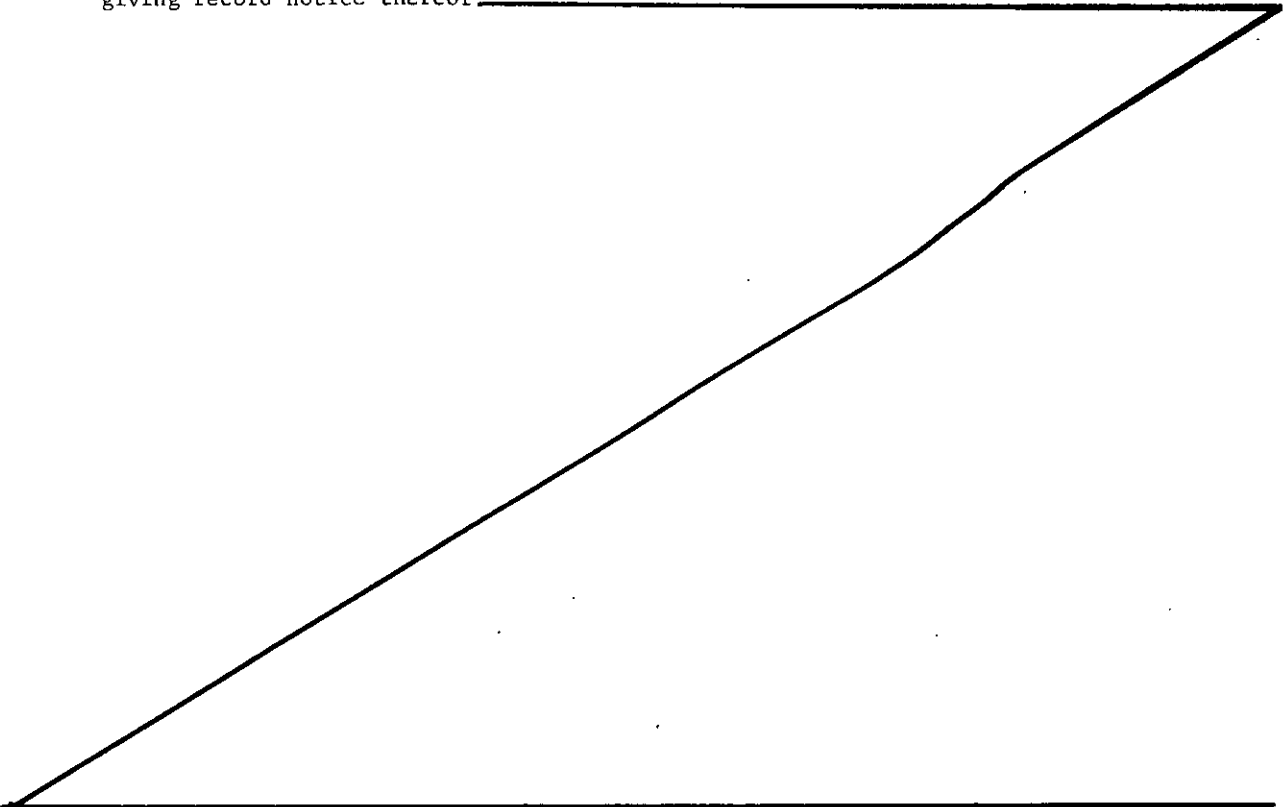


from

_____, and covering the premises described in Exhibit "A" attached hereto; and this instrument is merely a memorandum of the Principal Lease for the purpose of giving record notice thereof _____



IN WITNESS WHEREOF, the parties hereto have hereunto set their hands and seals the day and year first above written.

Signed in the presence of:

Nancy V Collins
Patricia C. Dowd

[Signature]
[Signature]

SHERWOOD, INC.

LESSOR

[Signature]
President

[Signature]
Secretary & Treasurer

LESSEE

ARBY'S, INC.

By [Signature]
Leroy B. Raffel, President

By [Signature]
(Assistant) Secretary