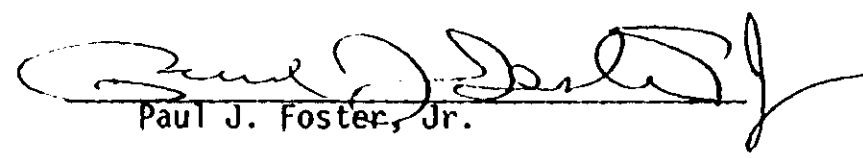


STATE OF SOUTH CAROLINA )  
COUNTY OF GREENVILLE )

PROBATE

PERSONALLY APPEARED before me the undersigned witness and made oath that (s)he saw the within named Dennon O. Jones and W. W. Bridwell, Lessors, sign, seal and as their act and deed deliver the within written Memorandum of Lease and that (s)he with the other witness subscribed above witnessed the execution thereof.

SWORN to before me this 1st day of June, 1977.

  
Paul J. Foster, Jr.

Elaine N. Gandy (LS)  
Notary Public for South Carolina  
My Commission expires 2/28/83

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STATE OF GEORGIA )  
COUNTY OF )

PERSONALLY APPEARED before me the undersigned witness and made oath that (s)he saw the within named JOE W. ROGERS, JR., President, and J. MICHAEL MCCARTHY, Secretary, duly authorized officers of Waffle House, Inc., sign, seal and as their act and deed deliver the within written Memorandum of Lease and that (s)he with the other witness subscribed above witnessed the execution thereof.

SWORN TO before me this 1st day of June, 1977.



Connie D. Lewis (LS)  
Notary Public for Georgia Notary Public, Georgia State at Large  
My Commission expires: \_\_\_\_\_ My Commission Expires May 10, 1980

FOSTER & RICHARDSON

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