

FIDELITY NATIONAL TITLE INSURANCE COMPANY

SCHEDULE A

Agent File No.: **H203A.003**
Date Effective: **July 5, 2012**

Commitment No.: **H203A.003**
Revised: **August 1, 2012**

Policy or policies to be issued:

(a) **X** ALTA Owner's Policy - Form 6-17-06
Proposed Insured: **TO BE DETERMINED**

Amount: **\$TO BE DETERMINED**

(b) **X** ALTA Loan Policy - Form 6-17-06
Proposed Insured: **TO BE DETERMINED**

Amount: **\$TO BE DETERMINED**

1. The estate or interest in the land described or referred to in this Commitment and covered herein is an estate or interest designated as follows:

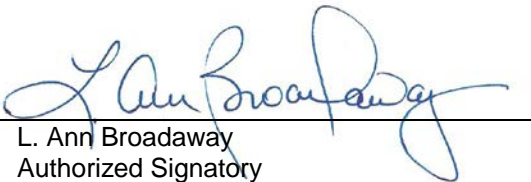
FEE SIMPLE

2. Title to the fee simple estate or interest in the land described or referred to in this Commitment, at the effective date hereof, is vested in **LEE'S FAMOUS RECIPES INC., a Florida corporation** by virtue of Quit-Claim Deed from LFR Lawrenceville Suwanee Road, LLC, a Georgia limited liability company, dated June 23, 2011, filed June 24, 2011 and recorded in Deed Book 50740, Page 738, records of the Superior Court of Gwinnett County, Georgia.

3. The land referred to in this Commitment is in the State of Georgia, County of Gwinnett and described as follows:

All that tract or parcel of land lying and being in Land Lot 152 of the 7th District of Gwinnett County, Georgia and being more particularly described in Exhibit "A" attached hereto and being incorporated herein by reference.

THE LAW FIRM OF HODGES AND BROADAWAY

By: 
L. Ann Broadaway
Authorized Signatory

FIDELITY NATIONAL TITLE INSURANCE COMPANY

SCHEDULE B-1

(Requirements)

Agent File No.: H203A.003

Commitment No.: H203A.003

Revised: August 1, 2012

Page 1 of 3

The following are the requirements to be complied with:

1. Payment to or for the account of the grantors or mortgagors of the full consideration for the estate or interest to be insured.
2. Execution, delivery and recording of a Corrective Quitclaim Deed from Mrs. Winner's, L.P., a Georgia limited partnership (successor by name change to RTM Winners, L.P., a Georgia limited partnership) to LFR Lawrenceville Suwanee Road, LLC, a Georgia limited liability company, conveying the property described in Schedule A herein.

NOTE: The Quitclaim Deed recorded in Deed Book 46518, Page 461 incorrectly named LFR Lawrenceville Suwanee, LLC as grantee.

3. Proper instrument(s) creating the estate or interest to be insured must be executed and duly filed for record, to-wit:
 - (A) Execution, delivery and recording of a Limited Warranty Deed from Lee's Famous Recipes Inc., a Florida corporation to **TO BE DETERMINED**, conveying the property described in Schedule A herein.

NOTE: Said Limited Warranty Deed must be executed pursuant to proper corporate authority, proof of which must be submitted to the Company.

ALSO NOTE: The Company requires that the Order (cited below at Item 4) be attached as an exhibit to the Limited Warranty Deed.

- (B) Execution, delivery and recording of a Deed to Secure Debt from **TO BE DETERMINED** to **TO BE DETERMINED**, securing the property described in Schedule A herein with a note in the original principal amount of **\$TO BE DETERMINED**.

NOTE: Said Deed to Secure Debt must be executed pursuant to proper authority, proof of which must be submitted to the Company.

4. The Company requires a final and non-appealable order of the Bankruptcy Court authorizing the sale of land due to the pending bankruptcy proceedings (Chapter 11) of Lee's Famous Recipes, Inc. in Case No. 11-68463 in the Northern District of Georgia, United States Bankruptcy Court. At that time, the Company may make additional requirements or exception.
5. Payment, satisfaction, cancellation, termination or release of subject property from encumbrances created by the following instruments:
 - (A) Intentionally omitted.
 - (B) Deed to Secure Debt from LFR Lawrenceville Suwanee Road, LLC, a Georgia limited liability company to Vanguard Bank & Trust Company, dated October 30, 2008, filed November 7, 2008 and recorded in Deed Book 49158, Page 9, records of the Superior Court of Gwinnett County, Georgia.
 - (C) Assignment of Rents and Leases from LFR Lawrenceville Suwanee Road, LLC, a Georgia limited liability company to Vanguard Bank & Trust Company, dated October 30, 2008, filed November 7, 2008 and recorded in Deed Book 49158, Page 14, aforesaid records.
 - (D) Deed to Secure Debt from LFR Lawrenceville Suwanee Road, LLC to Customized Distribution, LLC, dated August 31, 2009, filed September 2, 2009 and recorded in Deed Book 49689, Page 365, aforesaid records.

FIDELITY NATIONAL TITLE INSURANCE COMPANY

SCHEDULE B-1

(Requirements)

Agent File No.: **H203A.003**

Commitment No.: **H203A.003**

Revised: **August 1, 2012**

Page 2 of 3

- (E) 2008 Real Property Tax Fi. Fa. styled Gwinnett County, Georgia vs. LFR Lawrenceville Suwanee Road, LLC, dated May 18, 2009, filed May 18, 2009 and recorded in GED Book 2675, Page 124, aforesaid records; as transferred by Transfer to Vesta Holdings VII, LLC as nominee for Fulton Tax Capital, LLC, dated December 15, 2010, filed January 7, 2011 and recorded in GED Book 3144, Page 98, aforesaid records.
- (F) 2009 Real Property Tax Fi. Fa. styled Gwinnett County, Georgia vs. LFR Lawrenceville Suwanee Road, LLC, dated September 16, 2010, filed September 16, 2010 and recorded in GED Book 3065, Page 275, aforesaid records; as transferred by Transfer to Vesta Holdings VII, LLC as nominee for Fulton Tax Capital, LLC, dated December 15, 2010, filed January 7, 2011 and recorded in GED Book 3145, Page 87, aforesaid records.
- (G) 2010 Real Property Tax Fi. Fa. styled Gwinnett County, Georgia vs. LFR Lawrenceville Suwanee Road, LLC, dated February 17, 2011, filed February 17, 2011 and recorded in GED Book 3234, Page 60, aforesaid records.
- (H) 2009 Personal Property Tax Fi.Fa. styled Gwinnett County, Georgia vs. Mrs Winners #448, dated August 27, 2010, filed August 27, 2010 and recorded in GED Book 3012, Page 99, aforesaid records.
- (I) 2010 Personal Property Tax Fi.Fa. styled Gwinnett County, Georgia vs. Mrs Winners #448, dated January 31, 2011, filed January 31, 2011 and recorded in GED Book 3164, Page 225, aforesaid records.
- (J) 2011 Personal Property Tax Fi.Fa. styled Gwinnett County, Georgia vs. Mrs Winners #448, dated March 14, 2012, filed March 14, 2012 and recorded in GED Book 3549, Page 214, aforesaid records.
- (K) Writ of Fieri Facias styled Mrs. W, L.P. vs. Lee's Famous Recipes, Inc., Civil Action File No. 2009-CV-177698 in the Superior Court of Fulton County, Georgia, dated August 9, 2011, filed August 9, 2011 and recorded in Lien Book 2075, Page 748, records of the Superior Court of Fulton County, Georgia, in the original principal amount of \$1,050,000.00.
- (L) Writ of Execution styled GE Capital Franchise Corporation, a Delaware corporation vs. Lee's Famous Recipes, Inc., a Florida corporation, et al., U.S. District Court for the N.D. of Georgia, Civil Action File No. 1:10-CV-0015 (SCJ), filed June 15, 2011 and recorded in Lien Book 1133, Page 217, records of the Superior Court of DeKalb County, Georgia.

6. (A) Payment of the following outstanding state and county real property taxes for the years 2008 and 2009:

Name: LFR Lawrenceville Suwanee Rd., LLC

Map Reference No.: R7152-064 (0.77 ac+/-) (Lawrenceville Suwanee Rd)

2008 amount to pay: \$16,201.36 good through August 30, 2012

2009 amount to pay: \$15,674.57 good through August 30, 2012

NOTE: Payment is due in the amount of \$31,875.93 made payable to Fulton Tax Capital, LLC on or before August 30, 2012 for state and county taxes for the years 2008 and 2009.

- (B) Payment of the following outstanding city, state and county real property taxes for the years 2010 and 2011:

State and County:

Name: Lees Famous Recipes, Inc.

Map Reference No.: R7152-064 (0.77 ac+/-) (Lawrenceville Suwanee Rd)

2010 amount to pay: \$10,926.52 good through August 30, 2012

2011 amount to pay: \$12,466.81 good through August 30, 2012

FIDELITY NATIONAL TITLE INSURANCE COMPANY

SCHEDULE B-1

(Requirements)

Agent File No.: H203A.003

Commitment No.: H203A.003
Revised: August 1, 2012

Page 3 of 3

City of Suwanee:

Name: Lees Famous Recipes, Inc.

Map Reference No.: R7152-064 (0.77 ac+/-) (Lawrenceville Suwanee Rd)

2010 amount to pay: \$2,408.24 good through August 20, 2012

2011 amount to pay: \$2,142.61 good through August 20, 2012

NOTE: This property is subject to be sold at tax sale at any time and amounts due may change.

7. Payment of the following outstanding city, state and county personal property taxes:

State and County:

Name: Mrs. Winners #448

Account No.: B051469 (2941 Lawrenceville Suwanee Rd)

2009 amount to pay: \$1,676.32 good through August 30, 2012

2010 amount to pay: \$1,538.13 good through August 30, 2012

2011 amount to pay: \$1,326.77 good through August 30, 2012

City of Suwanee:

Name: Mrs. Winners #448

Account No.: B051469 (2941 Lawrenceville Suwanee Rd)

2010 amount to pay: \$240.85 good through August 20, 2012

2011 amount to pay: \$217.16 good through August 20, 2012

8. Disclosure to the Company in writing of the name of anyone not referred to in this Commitment who will get an interest in the land or who will secure any loan with the insured property. The Company reserves the right to make additional requirements and/or exceptions based on the disclosure.
9. Receipt of satisfactory proof in the form of an affidavit acceptable to the Company from both the Seller and from the Purchaser that no Broker's services have been engaged with regard to the management, sale, purchase lease, option or other conveyance of any interest in the subject commercial real estate and that no notice(s) of lien for any such services has been received. In the event that said affidavit(s) contain any qualification with respect to any such services, proof of payment in full for all such services, together with a lien waiver or estoppel letter from such identified Broker(s) must be obtained.
10. Receipt of proof satisfactory to the Company that no improvements or repairs were made on the property within 95 days preceding the filing for record of the instrument(s) required at Item (2) above; or in the event such improvements or repairs were made, that they have been completed and all costs incurred in connection therewith, including architect's fees, if any, have been paid.

NOTE: As a matter of information only, O.C.G.A. Section 48-7-128 requires a purchaser to withhold 3% of the purchase price or consideration paid if the seller or transferor is a non-resident of the State of Georgia. The purchaser/settlement agent should determine if the seller is a non-resident of Georgia within the meaning of Subsection (a) of O.C.G.A. Section 48-7-128 and if the transaction is subject to the withholding requirement.

FIDELITY NATIONAL TITLE INSURANCE COMPANY

SCHEDULE B-2

(Exceptions)

Agent File No.: H203A.003

Commitment No.: H203A.003

Revised: August 1, 2012

Page 1 of 2

Schedule B of the policy or policies to be issued will contain exceptions to the following matters unless the same are disposed of to the satisfaction of the Company:

1. Defects, liens, encumbrances, adverse claims or other matters, if any, created, first appearing in the public records or attaching subsequent to the effective date hereof but prior to the date the proposed insured acquires for value of record the estate or interest or mortgage thereon covered by this Commitment.
2. Standard exceptions:
 - (A) Rights or claims of parties in possession not shown by the public records.
 - (B) Easements or claims of easements not shown by the public records.
 - (C) Any lien or right to a lien for services, labor or materials heretofore or hereafter furnished, imposed by law and not shown by the public records.
3. All taxes for the year 2012 and subsequent years which are liens not yet due and payable.
4. Any additional taxes, interest and/or penalties which may be assessed for current and prior tax years by virtue of adjustment, re-appraisal, re-assessment, appeal or other amendment to the tax records of the city or county in which the subject property is located.
5. All matters as would be disclosed by a current and accurate survey and inspection of the premises, including without limitation, encroachments, easements, measurements, variations in area or content, party walls, or riparian rights.

NOTE: Upon submission of a survey and surveyor's inspection report acceptable to the Company, the foregoing exception will be deleted subject to all matters shown therein.

6. This Title Policy does not insure the engineering calculation and computing for the exact amount of acreage and/or square footage contained therein.
7.
 - (A) Rights of tenants in possession under unrecorded leases;
 - (B) Terms and conditions of any unrecorded leases; and
 - (C) Any personal property taxes in the name(s) of any tenant(s) in possession under recorded or unrecorded leases.
8. Clearance Permit from W. I. Wilson to Southern Bell Telephone and Telegraph Company, dated June 1, 1943, filed August 4, 1943 and recorded in Deed Book 75, Page 78, records of the Superior Court of Gwinnett County, Georgia.
9. Easement from Mrs. Annie Lee Wilson to Ga. Power Company, dated June 24, 1946, filed July 31, 1946 and recorded in Deed Book 77, Page 516, aforesaid records.
10. Easement from Mrs. Annie Lee Wilson to Georgia Power Company, dated August 13, 1951, filed August 21, 1951 and recorded in Deed Book 102, Page 185, aforesaid records.
11. Storm Drain and Sanitary Sewer Easements established by McKibbin Brothers, Inc., dated February 19, 1991, filed February 19, 1991 and recorded in Deed Book 6402, Page 90, aforesaid records.

FIDELITY NATIONAL TITLE INSURANCE COMPANY

SCHEDULE B-2

(Exceptions)

Agent File No.: **H203A.003**

Commitment No.: **H203A.003**
Revised: **August 1, 2012**

Page 2 of 2

12. Access Drive Easement No. 1 established by McKibbon Brothers, Inc., dated February 19, 1991, filed February 19, 1991 and recorded in Deed Book 6402, Page 98, aforesaid records.
13. Terms and Conditions of Access Drive Easement No. 2 established by McKibbon Brothers, Inc., dated February 19, 1991, filed February 19, 1991 and recorded in Deed Book 6402, Page 104, aforesaid records; as ratified and amended by Ratification and Agreement Respecting Access Drive Easement Number 2 by McKibbon Brothers, Inc., dated December 15, 1994, filed December 16, 1994 and recorded in Deed Book 10934, Page 288, aforesaid records; as affected by Consent to Easement by Mrs. Winner's L.P., a Georgia limited partnership to Georgia Transmission Corporation and Jackson Electric Membership Corporation, dated September 10, 2004, filed September 29, 2004 and recorded in Deed Book 40010, Page 225, aforesaid records.
14. Access Drive No. 3 Easement as established by General Warranty Deed from McKibbon Brothers, Inc., a Georgia corporation to CNL Income Fund IX, Ltd., a Florida corporation, dated February 28, 1991, filed August 28, 1991 and recorded in Deed Book 6718, Page 284, aforesaid records (affects only easement area).
15. Permanent Drainage Easement from McKibbon Brothers, Inc. to Gwinnett County, dated August 2, 1991, filed August 9, 1991 and recorded in Deed Book 6687, Page 284, aforesaid records.
16. Permanent Drainage Easement from McKibbon Brothers, Inc. to Gwinnett County, dated August 2, 1991, filed August 9, 1991 and recorded in Deed Book 6687, Page 286, aforesaid records.
17. Driveway Easement from McKibbon Brothers, Inc. to Gwinnett County, dated August 2, 1991, filed August 9, 1991 and recorded in Deed Book 6687, Page 288, aforesaid records.
18. Driveway Easement from McKibbon Brothers, Inc. to Gwinnett County, dated August 2, 1991, filed August 9, 1991 and recorded in Deed Book 6687, Page 290, aforesaid records.
19. Restrictions contained in that certain General Warranty Deed from McKibbon Brothers, Inc., a Georgia corporation to Hillcrest Foods, Inc., a Georgia corporation, dated February 19, 1991 filed February 19, 1991 and recorded in Deed Book 6402, Page 111, aforesaid d records; as affected by that certain Agreement Regarding Sign Restriction by McKibbon Brothers, Inc., a Georgia corporation in favor of Mrs. Winner's, L.P., a Georgia limited partnership, dated December 15, 1994, filed December 30, 1994 and recorded in Deed Book 10965, Page 195, aforesaid records.
20. Restrictions contained in that certain General Warranty Deed from McKibbon Brothers, Inc., a Georgia corporation to Mrs. Winner's, L.P., a Georgia corporation, dated December 15, 1994, filed December 16, 1994 and recorded in Deed Book 10934, Page 294, aforesaid records.
21. Right-of-Way Easement from Mrs. Winner's, L.P. to Jackson Electric Membership Corporation, dated November 13, 1995, filed December 21, 1995 and recorded in Deed Book 12111, Page 229, aforesaid records.
22. All matters affecting subject property as shown on plats recorded in Plat Book 52, Page 261 and Plat Book 64, Page 276, all aforesaid records.

FIDELITY NATIONAL TITLE INSURANCE COMPANY

EXHIBIT "A"

Agent File No.: H203A.003

Commitment No.: H203A.003
Revised: August 1, 2012

Page 1 of 2

LEGAL DESCRIPTION

ALL THAT TRACT OR PARCEL OF LAND lying and being in Land Lot 162, 7th District, Gwinnett County, Georgia, being more particularly described as follows:

TO FIND THE TRUE POINT OF BEGINNING commence at a point which forms the intersection of the centerline of Lawrenceville-Suwanee Road (variable right-of-way) with the centerline of Gwinco Boulevard (said point having a station no. of 146+56.61 on Lawrenceville-Suwanee Road and Station No. of 34+38.88 on Gwinco Blvd., as per D.O.T. Project T11070-2); run thence South 76 degrees 59 minutes 34 seconds East a distance of 97.02 feet to an iron pin located on the northeasterly right-of-way of said Lawrenceville-Suwanee Road and the TRUE POINT OF BEGINNING; FROM THE TRUE POINT OF BEGINNING AS THUS ESTABLISHED and leaving the said northeasterly right-of-way run; thence leaving said northeasterly right-of-way North 52 degrees 42 minutes 46 seconds East a distance of 159.59 feet to a point on the southeasterly boundary of a 24-foot Access Drive Easement as described in Deed Book 6402, Page 104, Gwinnett County, Georgia records; thence with the said southerly, south-easterly and southwesterly boundaries of the aforesaid Access Drive Easement the following two courses and distances; North 51 degrees 16 minutes 59 seconds East a distance of 68.90 feet to a PK nail set; and South 40 degrees 25 minutes 06 seconds East a distance of 137.62 feet to an iron pin found at the northerly corner of property now or formerly owned by CNL Income Fund IX, Ltd.; thence with the northwesterly boundary of the aforesaid CNL Income Fund tract South 46 degrees 40 minutes 14 seconds West a distance of 228.52 feet to a PK nail set on the said northeasterly right-of-way of Lawrenceville-Suwanee Road; run thence North 40 degrees 25 minutes 06 seconds West a distance of 159.99 feet to an iron pin and the TRUE POINT OF BEGINNING.

Said tract or parcel of land being shown to contain 0.7765 acre or 33,823.6 square feet on that certain Boundary and Topographic Survey made by Federer, Rupert & Associates, James W. Woolley, G.R.L.S. No. 1478, dated December 29, 1993, last revised December 15, 1994.

Said tract or parcel of land also being shown on final plat for RTM Georgia, Inc. made by Federer, Rupert & Associates, James W. Woolley, G.R.L.S. No. 1478, dated 2-17-94 and recorded on December 12, 1994 in Plat Book 64, Page 276 records of Gwinnett County, Georgia.

TOGETHER WITH rights and benefits pursuant to the following:

1. Storm Drain and Sanitary Sewer Easements established by McKibbin Brothers, Inc., dated February 19, 1991, filed February 19, 1991 and recorded in Deed Book 6402, Page 90, records of the Superior Court of Gwinnett County, Georgia.
2. Access Drive Easement No. 1 established by McKibbin Brothers, Inc., dated February 19, 1991, filed February 19, 1991 and recorded in Deed Book 6402, Page 98, aforesaid records.
3. Terms and conditions of Access Drive Easement No. 2 established by McKibbin Brothers, Inc., dated February 19, 1991, filed February 19, 1991 and recorded in Deed Book 6402, Page 104, aforesaid records; as ratified and amended by Ratification and Agreement Respecting Access Drive Easement Number 2 by McKibbin Brothers, Inc., dated December 15, 1994, filed December 16, 1994 and recorded in Deed Book 10984, Page 288, aforesaid records; as affected by Consent to Easement by Mrs. Winner's L.P., a Georgia limited partnership to Georgia Transmission Corporation and Jackson Electric Membership Corporation, dated September 10, 2004, filed September 29, 2004 and recorded in Deed Book 40010, Page 225, aforesaid records.
4. Easements contained in that certain General Warranty Deed from McKibbin Brothers, Inc., a Georgia corporation to Mrs. Winner's, L.P., a Georgia corporation, dated December 15, 1994, filed December 16, 1994 and recorded in Deed Book 10984, Page 294, aforesaid records.

P.O. Box 644
Austell, Georgia 30168

J. Sanders Real Estate Tax Service, Inc.

WWW.SandersTaxService.com

Phone: (770) 941-7327

Fax: (770) 739-1314

FILE # 4203A003

LL 152 DIST. 7 LOT NO. _____ BLOCK NO. _____

CITY _____ COUNTY GWINNETT

CAPTION LAURENCEVILLE SUWANEE RD.

MAP REF R 7152.064

CLIENT HVB SUB. _____

CHAIN OF TITLE			VERIFY TAX DESCRIPTION TO YOUR LEGAL DESCRIPTION	
NO LIABILITY FOR FIFA TRANSFERS				
ALL FIFAS ARE SUBJECT TO BE TRANSFERRED AT ANY TIME				
DUE TO DIGEST RESTRICTIONS BY GWINNETT COUNTY, AS OF NOVEMBER 13,				
2006, FIFA TRANSFERS WILL NO LONGER BE AVAILABLE FOR TAX EXAMINATION.				
PLEASE REFER TO YOUR TITLE FOR THIS INFO!				
<u>Deers Famous Recipes Inc.</u>			<u>This Property Subject To Be Sold At Anytime And Amt May Change</u>	
CITY	PHONE	YEAR	STATE AND COUNTY TAXES	
<input type="checkbox"/> AUBURN	963-4002			
<input type="checkbox"/> BERKELEY LAKE	368-9484			
<input type="checkbox"/> BUFORD	945-6761	2005		
<input type="checkbox"/> DACULA	963-7451	2006		
<input type="checkbox"/> DULUTH	476-3434	2007		
<input type="checkbox"/> GRAYSON	963-8017	2008	FIFA SOLD & TRANSFERRED TO VESTA HOLDINGS - \$11,201.34 - 8/30	
<input type="checkbox"/> LAWRENCEVILLE	963-2414	2009	FIFA SOLD & TRANSFERRED - \$15,174.51 - 8/30	
<input type="checkbox"/> LILBURN	921-2210	2010	<u>TO PAY 10926.52</u> <u>7-8/30</u>	
<input type="checkbox"/> LOGANVILLE	466-4734	2011	Assessment <u>31,988.0</u>	
<input type="checkbox"/> NORCROSS	448-2122		Exempt <u>ND</u>	
<input type="checkbox"/> SNELLVILLE	985-3500		Bill # <u>R 7152-064</u>	
<input type="checkbox"/> SUGARHILL	945-6716		To Pay <u>2426.81</u> <u>7-8/30</u>	
<input checked="" type="checkbox"/> SUWANEE	945-8996		Date Paid _____	
2010 - \$ 2,408.34 (000) mny 8/20/12			Amount Paid _____	
2011 - \$ 2,142.41			<u>Base 10891.91</u>	

STREET IMPROVEMENTS

APPEALS ON TAX VALUES ARE NOT POSTED ON GWINNETT COUNTY DIGEST.

Date Examined 7-30-12

OVER FOR ADDITIONAL INFORMATION

Property Report

Account 981 - R.E. HODGES, JR, LLC-WOODSTOCK

R7152 064

LAWRENCEVILLE SUWANEE RD

Items

Vesta Holdings has serviced the following items on this property:

Description	Lien Holder	Status	Additional Info
2008 Gwinnett FiFa	Fulton Tax Capital, LLC	Active (see payoff)	
2009 Gwinnett FiFa	Fulton Tax Capital, LLC	Active (see payoff)	

Current Payoff - FiFas

Liens payable to Fulton Tax Capital, LLC								
Description	Principal	Filing Fee	Interest	Penalty	Cncl Fee	Other Fees	Payments	Total
2008 Gwinnett FiFa	13,377.98	7.00	2,809.38	0.00	7.00	0.00	0.00	16,201.36
2009 Gwinnett FiFa	12,942.62	7.00	2,717.95	0.00	7.00	0.00	0.00	15,674.57
Total for Fulton Tax Capital, LLC	26,320.60	14.00	5,527.33	0.00	14.00	0.00	0.00	31,875.93
This payoff amount is good through 8/30/2012.								
Please make check payable to Fulton Tax Capital, LLC								

Payment Instructions (If Applicable)

- Please write the complete Parcel ID number on the memo line or somewhere on the face of the check itself
- Please do **NOT** staple check to any documents
- Acceptable forms of payment include personal/company check, money order, and bank certified/cashiers check
- Vesta Holdings does **NOT** under any circumstances accept cash
- Please **mail** payments to the following address:
Vesta Holdings
1266 West Paces Ferry Rd Box 517
Atlanta, GA 30327
(Use this address for mail, UPS, FedEx, DHL only.
There are no Vesta employees at this mail drop.)

Disclaimer

This report was created on 7/30/2012 9:34:55 AM. Any current payoff amounts shown are calculated to be the amounts due by the close of business on 8/30/2012. Interim activity may affect the amount due and other information on this report. Such activity could occur at any time and may include payments, the transfer of additional taxes to Vesta Holdings, and the initiation of applicable foreclosure procedures. In any case the items above will not be satisfied until all amounts due with respect to this parcel are paid in full.

Document reference number: 216897 - 660889

City of Suwanee
 <ENTER> Display History <F8> Account Balances <F9> Avail. Discount
 > Ledger Inquiry <

Customer 00034	Account	Descr.	Bill Type	Cycle
Name	LEES FAMOUS RECIPES INC			
> Account / Bill Type Balances <				
BT Description	Current	Past Due	Penalty	Balance
TA 2003 Property	.00	.00	.00	.00
TB 2004 Property	.00	.00	.00	.00
TC 2005 Property	.00	.00	.00	.00
TD 2006 Property	.00	.00	.00	.00
TE 2007 Property	.00	.00	.00	.00
TF 2008 Property	.00	.00	.00	.00
TG 2009 Property	.00	1848.31	559.93	2408.24
TH 2010 Property	.00	1807.32	335.29	2142.61
TI 2011 Property	.00			
Totals >>	.00	3655.63	895.22	4550.85

Good until 8/20/12

Attn: Shanna

J. Sanders Real Estate Tax Service, Inc.

P.O. Box 644
Austell, Georgia 30168

WWW.SandersTaxService.com

Phone: (770) 941-7327
Fax: (770) 739-1314

FILE # H203A.003

Scarlet

CLIENT H + B.

LL _____ DIST. _____ LOT NO. _____ BLOCK NO. _____
CITY _____ COUNTY GWINNETT
CAPTION 2941 Liville Suwanee Rd
MAP REF B051469
SUB. _____

CHAIN OF TITLE

NO LIABILITY FOR FIF A TRANSFERS

ALL FIF A ARE SUBJECT TO BE TRANSFERRED AT ANY TIME

DUE TO DIGEST RESTRICTIONS BY GWINNETT COUNTY, AS OF NOVEMBER 13,

2006, FIF A TRANSFERS WILL NO LONGER BE AVAILABLE FOR TAX EXAMINATION.

PLEASE REFER TO YOUR TITLE FOR THIS INFO

VERIFY TAX DESCRIPTION TO YOUR LEGAL DESCRIPTION

update

Executive
for 2012

CITY	PHONE	YEAR
<input type="checkbox"/> AUBURN	963-4002	
<input type="checkbox"/> BERKELEY LAKE	368-9484	
<input type="checkbox"/> BUFORD	945-8761	2005
<input type="checkbox"/> DACULA	963-7451	2006
<input type="checkbox"/> DULUTH	476-3434	2007
<input type="checkbox"/> GRAYSON	963-8017	
<input type="checkbox"/> LAWRENCEVILLE	983-2414	2008
<input type="checkbox"/> LILBURN	921-2210	2009
<input type="checkbox"/> LOGANVILLE	466-4734	2010
<input type="checkbox"/> NORCROSS	448-2122	
<input type="checkbox"/> SNELLVILLE	985-3500	2011
<input type="checkbox"/> SUGARHILL	945-6716	
<input checked="" type="checkbox"/> SUWANEE	945-8996	

6/24/05 (2010) good thru 8/2012
6/21/10 (2011)

STATE AND COUNTY TAXES

Assessment 31820
Exempt NO
Bill # B051469
To Pay 1326.77 7/28/10
Date Paid _____
Amount Paid _____

STREET IMPROVEMENTS

APPEALS ON TAX VALUES ARE NOT POSTED ON GWINNETT COUNTY DIGEST.

Date Examined 2-25-12

OVER FOR ADDITIONAL INFORMATION

City of Suwanee
<ENTER> Display History <F8> Account Balances <F9> Avail. Discount
> Ledger Inquiry <

Customer 50017		Account	Bill Type		Cycle		
Name	MRS WINNERS	#448	Descr.				
		Account /	Bill Type Balances <				
BT Description		Current	Past Due		Penalty	Balance	
PF 2008 Personal		.00	.00		.00	.00	
PG 2009 Personal		.00	.00		.00	.00	
PH 2010 Personal		.00	181.32		59.53	240.85	
PI 2011 Personal		.00	179.78		37.38	217.16	
Totals >>		.00	361.10		96.91	458.01	

Good until 8/20/12

FILED & RECORDED
CLERK SUPERIOR COURT
GWINNETT COUNTY, GA.

2011 JUN 24 PM 2:30

TOM LAWLER, CLERK

PT-61# 067-2011-016794
GWINNETT CO. GEORGIA
REAL ESTATE TRANSFER TAX
\$ 10.00
TOM LAWLER CLERK OF
SUPERIOR COURT

307698

When recorded return to:
L. Ann Broadaway, Esq.
R.E. Hodges, Jr., LLC
2230 Towne Lake Pkwy.
Building 200, Suite 120
Woodstock, Georgia 30189
H203A.003

QUIT-CLAIM DEED

STATE OF FLORIDA

COUNTY OF OKALOOSA

THIS INDENTURE, made the 23rd day of June, 2011, between **LFR LAWRENCEVILLE SUWANEE ROAD, LLC**, a Georgia limited liability company, as party of the first part (hereinafter called "Grantor") and **LEE'S FAMOUS RECIPES INC.**, a Florida corporation, as party of the second part (hereinafter called "Grantee") (the words "Grantor" and "Grantee" to include their respective heirs, successors and assigns where the context requires or permits).

WITNESSETH:

That Grantor, for and in consideration of the sum of ONE AND NO/100THS DOLLAR (\$1.00) AND OTHER GOOD AND VALUABLE CONSIDERATION, cash in hand paid, the receipt of which is hereby acknowledged, has bargained, sold, and does by these presents bargain, sell, remise, release and forever quit-claim to Grantee all the right, title, interest, claim or demand which the Grantor has or may have had in and to the following described real property, to wit:

SEE EXHIBIT "A" ATTACHED HERETO AND MADE A PART HEREOF

TOGETHER WITH all the rights, members and appurtenances to the said described premises in anywise appertaining or belonging.

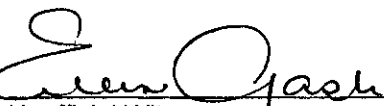
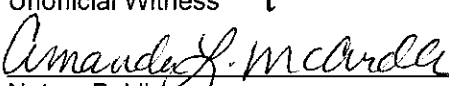
TO HAVE AND TO HOLD the said described premises unto the Grantee, so that neither the said Grantor, nor any other person or persons claiming under Grantor shall at any time claim or demand any right, title or interest to the aforesaid described premises or its appurtenances.

IN WITNESS WHEREOF, the Grantor has signed and sealed this deed the day and year above written.

Signed, sealed and delivered
in presence of:

GRANTOR:

LFR LAWRENCEVILLE SUWANEE ROAD,
LLC, a Georgia limited liability companyBY: 
Charles L. Cooper
Its: Managing Member


Unofficial Witness

Notary Public

0049159

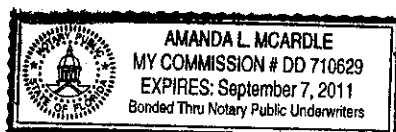
My commission expires:
[NOTARY SEAL]

EXHIBIT "A"

ALL THAT TRACT OR PARCEL OF LAND lying and being in Land Lot 152, 7th District, Gwinnett County, Georgia, being more particularly described as follows:

TO FIND THE TRUE POINT OF BEGINNING commence at a point which forms the intersection of the centerline of Lawrenceville-Suwanee Road (variable right-of-way) with the centerline of Gwinco Boulevard (said point having a station no. of 146+56.61 on Lawrenceville-Suwanee Road and Station No. of 34+38.88 on Gwinco Blvd., as per D.O.T. Project T11070-2); run thence South 76 degrees 59 minutes 34 seconds East a distance of 97.02 feet to an iron pin located on the northeasterly right-of-way of said Lawrenceville-Suwanee Road and the TRUE POINT OF BEGINNING; FROM THE TRUE POINT OF BEGINNING AS THUS ESTABLISHED and leaving the said northeasterly right-of-way run; thence leaving said northeasterly right-of-way North 52 degrees 42 minutes 46 seconds East a distance of 159.59 feet to a point on the southeasterly boundary of a 24-foot Access Drive Easement as described in Deed Book 6402, Page 104, Gwinnett County, Georgia records; thence with the said southerly, south-easterly and southwesterly boundaries of the aforesaid Access Drive Easement the following two courses and distances; North 51 degrees 16 minutes 59 seconds East a distance of 68.90 feet to a PK nail set; and South 40 degrees 25 minutes 06 seconds East a distance of 137.62 feet to an iron pin found at the northerly corner of property now or formerly owned by CNL Income Fund IX, Ltd.; thence with the northwesterly boundary of the aforesaid CNL Income Fund tract South 46 degrees 40 minutes 14 seconds West a distance of 228.52 feet to a PK nail set on the said northeasterly right-of-way of Lawrenceville-Suwanee Road; run thence North 40 degrees 25 minutes 06 seconds West a distance of 159.99 feet to an iron pin and the TRUE POINT OF BEGINNING.

Said tract or parcel of land being shown to contain 0.7765 acre or 33,823.6 square feet on that certain Boundary and Topographic Survey made by Federer, Rupert & Associates, James W. Woolley, G.R.L.S. No. 1478, dated December 29, 1993, last revised December 15, 1994.

Said tract or parcel of land also being shown on final plat for RTM Georgia, Inc. made by Federer, Rupert & Associates, James W. Woolley, G.R.L.S. No. 1478, dated 2-17-94 and recorded on December 12, 1994 in Plat Book 64, Page 276 records of Gwinnett County, Georgia.

TOGETHER WITH rights and benefits pursuant to the following:

1. Storm Drain and Sanitary Sewer Easements established by McKibbin Brothers, Inc., dated February 19, 1991, filed February 19, 1991 and recorded in Deed Book 6402, Page 90, records of the Superior Court of Gwinnett County, Georgia.
2. Access Drive Easement No. 1 established by McKibbin Brothers, Inc., dated February 19, 1991, filed February 19, 1991 and recorded in Deed Book 6402, Page 98, aforesaid records.
3. Terms and conditions of Access Drive Easement No. 2 established by McKibbin Brothers, Inc., dated February 19, 1991, filed February 19, 1991 and recorded in Deed Book 6402, Page 104, aforesaid records; as ratified and amended by Ratification and Agreement Respecting Access Drive Easement Number 2 by McKibbin Brothers, Inc., dated December 15, 1994, filed December 16, 1994 and recorded in Deed Book 10934, Page 288, aforesaid records; as affected by Consent to Easement by Mrs. Winner's L.P., a Georgia limited partnership to Georgia Transmission Corporation and Jackson Electric Membership Corporation, dated September 10, 2004, filed September 29, 2004 and recorded in Deed Book 40010, Page 225, aforesaid records.
4. Easements contained in that certain General Warranty Deed from McKibbin Brothers, Inc., a Georgia corporation to Mrs. Winner's, L.P., a Georgia corporation, dated December 15, 1994, filed December 16, 1994 and recorded in Deed Book 10934, Page 294, aforesaid records.

FILED & RECORDED
CLERK SUPERIOR COURT
GWINNETT COUNTY, GA

2010 AUG 27 AM 8:00

TOM LAWLER, CLERK

BOOK **3012** PAGE **99**



GWINNETT COUNTY TAX FI. FA.

STATE OF GEORGIA
COUNTY OF GWINNETT

VERSUS

MRS WINNERS #448
6255 BARFIELD RD NE STE 104
ATLANTA, GA 30328-4333

Katherine Meyer
Tax Commissioner

Year	Parcel No.	Tax Amount	Property Description
2009 PP	B051469	\$1,191.43	BUSINESS INVENTORY/EQUIPMENT

TO ALL AND SINGULAR SHERIFFS, DEPUTY SHERIFFS AND CONSTABLES OF SAID COUNTY:

You are commanded that of the goods, chattels, lands and tenements of stated taxpayer, you make levy and sales thereof the sum listed above for state, county, city and school tax for the year stated above with interest, from the date at the highest legal rate provided by law, per annum from said date, provided that the minimum interest payment of such unpaid taxes shall be one dollar and legally provided costs and you are hereby required to return this writ to me with your actings and doings thereon and the sum aforesaid within the time prescribed by law, herein fail not.

This the 27th day of August, 2010

Katherine Meyer

Katherine Meyer, Tax Commissioner
Lawrenceville, Georgia 30046-372
Ex-Officio Sheriff, Gwinnett County, Georgia

GWINNETT COUNTY, GEORGIA

For and in consideration of the sum of \$ _____, principal, interest to date and costs,
I hereby transfer and assign this FI. FA. together with the debt on which the same is founded to
_____ with all right, liens and equities thereto.

This the _____ day of _____

46901

Katherine Meyer

Katherine Meyer, Tax Commissioner

FILED AND RECORDED
CLERK SUPERIOR COURT
GWINNETT COUNTY GA

2011 JAN 31 AM 8:00

BOOK **3164** PAGE **225**

TOM LAWLER, CLERK



GWINNETT COUNTY TAX FI. FA.

STATE OF GEORGIA
COUNTY OF GWINNETT

VERSUS

MRS WINNERS #448
PO BOX 3004
MCDONOUGH, GA 30253-1779Katherine Meyer
Tax Commissioner

Year	Parcel No.	Tax Amount	Property Description
2010 PP	B051469	\$1,191.43	BUSINESS INVENTORY/EQUIPMENT

TO ALL AND SINGULAR SHERIFFS, DEPUTY SHERIFFS AND CONSTABLES OF SAID COUNTY:

You are commanded that of the goods, chattels, lands and tenements of stated taxpayer, you make levy and sales thereof the sum listed above for state, county, city and school tax for the year stated above with interest, from the date at the highest legal rate provided by law, per annum from said date, provided that the minimum interest payment of such unpaid taxes shall be one dollar and legally provided costs and you are hereby required to return this writ to me with your actings and doings thereon and the sum aforesaid within the time prescribed by law, herein fail not.

This the 31st day of January, 2011

A handwritten signature in cursive script, appearing to read "Katherine Meyer".

Katherine Meyer, Tax Commissioner
Lawrenceville, Georgia 30046-372
Ex-Officio Sheriff, Gwinnett County, Georgia

GWINNETT COUNTY, GEORGIA

For and in consideration of the sum of \$ _____, principal, interest to date and costs,
I hereby transfer and assign this FI. FA. together with the debt on which the same is founded to
_____ with all right, liens and equities thereto.

This the _____ day of _____

A handwritten signature in cursive script, appearing to read "Katherine Meyer".

Katherine Meyer, Tax Commissioner

007612

FILED & RECORDED
CLERK SUPERIOR COURT
GWINNETT COUNTY, GA

2012 MAR 14 AM 8:00

BOOK **3549** PAGE **214**

RICHARD ALEXANDER, CLERK



GWINNETT COUNTY TAX FI. FA.

STATE OF GEORGIA
COUNTY OF GWINNETT

VERSUS

MRS WINNERS #448
PO BOX 3004
MCDONOUGH, GA 30253-1779

Richard Steele
Tax Commissioner

Year	Parcel No.	Tax Amount	Property Description
2011 PP	B051469	\$1084.81	BUSINESS INVENTORY/EQUIPMENT

TO ALL AND SINGULAR SHERIFFS, DEPUTY SHERIFFS AND CONSTABLES OF SAID COUNTY:

You are commanded that of the goods, chattels, lands and tenements of stated taxpayer, you make levy and sales thereof the sum listed above for state, county, city and school tax for the year stated above with interest, from the date at the highest legal rate provided by law, per annum from said date, provided that the minimum interest payment of such unpaid taxes shall be one dollar and legally provided costs and you are hereby required to return this writ to me with your actings and doings thereon and the sum aforesaid within the time prescribed by law, herein fail not.

This the 14th day of March, 2012

Richard Steele, Tax Commissioner
Lawrenceville, Georgia 30046-372
Ex-Officio Sheriff, Gwinnett County, Georgia

GWINNETT COUNTY, GEORGIA

For and in consideration of the sum of \$ _____, principal, interest to date and costs, I hereby transfer and assign this FI. FA. together with the debt on which the same is founded to _____ with all right, liens and equities thereto.

This the _____ day of _____

Richard Steele, Tax Commissioner

013922

**WRIT OF FIERI FACIAS
IN THE SUPERIOR COURT OF FULTON COUNTY, GEORGIA**

CIVIL ACTION NUMBER 2009CV177698

JUDGMENT DATE 5/17/2011

Plaintiff's Attorney - Name, Address & Telephone

Name: JOSHUA A. MAYES

Address:

SUTHERLAND ASBILL & BRENNAN LLP
999 Peachtree Street, N.E.
Atlanta, GA 30309-3996

Telephone & Area Code 404-853-8000

Fi. Fa. In Hands of: _____

Lien 2075 Pg 748
Filed and Recorded Aug-09-2011 01:33pm
2011-0193335
Cathelene Robinson
Clerk of Superior Court
Fulton County, Georgia

CANCELLATION

The within and forgoing Fi Fa. Having been paid in full the Clerk of Superior Court is hereby directed to cancel it of this _____ day of _____ 20____

Signature: _____

Title: _____

YOU cause to be made the several sums set out in the forgoing recital of the judgment in this cause and have the said several sums of money before the Superior Court of this County at the next term of court, with this Writ to render to said plaintiff(s), Interest, attorney fees and costs aforesaid.

Witness the Honorable Christopher S. Brasher Judge of Said Court, this the
9th _____ day of August, 2011

MRS. W, L.P.

Plaintiff(s) in FiFa

VS.

LEE'S FAMOUS RECIPES, INC., FAMOUS
RECIPE COMPANY OPERATIONS, INC.,
JEFFREY D. MILLER and CHARLES L.
COOPER, jointly and severally

Defendant(s) in FiFa

To all and singular the sheriffs of the State and their lawful deputies:

In the above styled case, and on the judgment date set out, the plaintiff(s) named above, judgment in the following sums:

Principal	<u>\$1,050,000.00</u>
Interest	\$ _____
Interest - Other	\$ _____
Attorney's Fees	\$ _____
Court Cost	\$ _____
Totals	\$ _____

NOTE: _____

with future interest upon said principal amount from the date of the judgment at the legal rate.

Therefore, YOU ARE COMMANDED, that of the goods and chattels, land and tenements of said defendant(s), and ESPECIALLY/ONLY of the following described property, to wit:

Cathelene Robinson, Clerk of Superior Court

By: E. J. O'Connell

Deputy Clerk

Entered on General Index and Docket at _____
Page _____ of 20

Local Form 005a (5/10)
(formerly DC11, rev. 7/82)

GE Capital Franchise Finance Corporation, a Delaware Corporation v. Famous Recipe Company Operations, LLC, a Georgia limited liability company; Lee's Famous Recipes, Inc., a Florida corporation; U.S. District Court for the N.D. of Georgia; Civil Action File No. 1:10-CV-0015(SCJ)
Gregory R. Crochet, Esq., Attorney for Plaintiff (404) 222-4600 (Telephone)

WRIT OF EXECUTION

United States District Court		DISTRICT Northern District of Georgia	
TO THE MARSHAL OF:			
United States District Court for the Northern District of Georgia, Atlanta Division			
YOU ARE HEREBY COMMANDED, that of the goods and chattels, lands and tenements in your district belonging to:			
NAME		Lien Book 60 Pg 1783 Filed and Recorded May-23-2011 04:19pm 2011-0069008	
Lee's Famous Recipes, Inc., a Florida corporation			
you cause to be made and levied as well a certain debt of:			
DOLLAR AMOUNT		DOLLAR AMOUNT	
Four Million Six Hundred Forty Six Thousand Eight Hundred Forty Three and .74/100 Dollars (\$4,646,843.74), plus post-judgment interest accruing from April 12, 2011 and		Clerk of Superior Court Cobb Cty. Ga.	
In the United States District Court for the Northern District of Georgia before the Judge of the said Court by the consideration of the same Judge lately recovered against the said,			
Lee's Famous Recipes, Inc.		Lien Book 556 Pg 116 Filed and Recorded 6/7/2011 2:00:13 PM 28-2011-009119 Patty Baker Clerk of Superior Court Cherokee Cty, GA	
and also the costs that may accrue under this writ. And that you have above listed moneys at the place and date listed below; and that you bring this writ with you.			
PLACE U.S. District Courthouse		DISTRICT Northern District of Georgia	
CITY Atlanta, Georgia		DATE INSTANTER	
Witness the Honorable <u>Steve C. Jones</u> (United States Judge)			
DATE May 13, 2011		CLERK OF COURT JAMES N. HATTEN (BY) DEPUTY CLERK [Signature] RETURN	
DATE RECEIVED		DATE OF EXECUTION OF WRIT	
SEAL		SEAL	

2011105024

LIEN BOOK 1133 Pg 217



Filed and Recorded:
6/15/2011 1:29:52 PM
Debra DeBerry
Clerk of Superior Court
DeKalb County, Georgia

(BY) DEPUTY MARSHAL