

REQUESTED BY:

AFTER RECORDATION RETURN TO:

LANDAMERICA  
450 S. Orange Avenue, Suite 170  
Orlando, Florida 32801  
Attn: Keren Baki

RETURN BY: MAIL (X) PICK UP ( )

Village Inn #10750/Ogden, Weber County, Utah

FD-23013

**MEMORANDUM OF LEASE**

**THIS MEMORANDUM OF LEASE** is made as of May 14, 2001, by and between **CNL FUNDING 2001-A, LP**, a Delaware limited partnership with principal office and place of business at CNL Center at City Commons, 450 South Orange Avenue, Orlando, Florida 32801-3336 ("Landlord"), and **VICORP RESTAURANTS, INC.**, a Colorado corporation, with a mailing address of 400 West 48th Avenue, Denver, Colorado 80216 ("Tenant").

In consideration of **TEN AND NO/100 DOLLARS (\$10.00)** and other valuable consideration paid by Tenant to Landlord and the mutual covenants contained in that certain Lease Agreement between the parties hereto dated on even date herewith (hereinafter called the "Lease"), Landlord has leased and does hereby lease to Tenant, and Tenant has leased and does hereby lease from Landlord, upon the terms and conditions set forth in said Lease, the real property more particularly described in Exhibit "A" attached hereto and made a part hereof (the "Premises").

The term of the Lease is twenty (20) years commencing on the date hereof and ending on May 31, 2021. Said Lease provides for options to renew for four (4) successive five (5) year terms. Tenant shall not allow any mechanic's lien or similar type of lien to be filed against the Premises. Tenant has the first right of refusal to purchase the Premises during the term of the Lease and any renewals or extensions thereof upon the terms and conditions set forth in the Lease. In the event of any conflict between the terms and provisions of this Memorandum of Lease and the Lease, the terms and provisions of the Lease shall prevail.

IN WITNESS WHEREOF, Landlord and Tenant have caused this Memorandum of Lease to be executed and sealed as of the date first above written.

914332/80841/457753; Village Inn #10750  
Ogden, Weber County, Utah

E# 1772059 BK2140 PG2580  
DOUG CROFTS, WEBER COUNTY RECORDER  
23-MAY-01 3:12 PM FEE \$16.00 DEP JPM  
REC FOR: FOUNDERS.TITLE

01-230

"LANDLORD"

Signed, Sealed and Delivered  
in the presence of:

CNL FUNDING 2001-A, LP, a Delaware  
limited partnership

Cathy Brisikel  
Name: Cathy Brisikel

BY: CNL FUNDING 2001-A, INC., a  
Delaware corporation, as General  
Partner

Catherine Wacker  
Name: CATHERINE WACKER

By: John L. Farren  
John L. Farren, as Vice President

(CORPORATE SEAL)

STATE OF FLORIDA  
COUNTY OF ORANGE

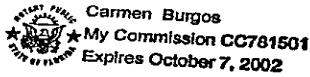
On this 10<sup>th</sup> day of May, 2001, personally appeared before me **John L. Farren**, whose identity is personally known to me (or proved to me on the basis of satisfactory evidence) and who by me duly sworn, did say that he is the Vice President of **CNL FUNDING 2001-A, INC.**, a Delaware corporation, as General Partner of **CNL FUNDING 2001-A, LP**, a Delaware limited partnership, and that said document was signed by him on behalf of the limited partnership by authority of its by-laws or resolution of its board of directors, and said Vice President acknowledged to me that said corporation executed the same on behalf of the limited partnership.

WITNESS my hand and official seal.

(NOTARY SEAL)

Carmen Burgos  
Notary Public, State of Florida

Printed Name: \_\_\_\_\_  
Notary Commission No. \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_



E# 1772059 BK2140 PG2581

914332/80841/457753/; Village Inn 10750  
Ogden, Weber County, Utah

"TENANT"

Signed, Sealed and Delivered  
in the presence of:

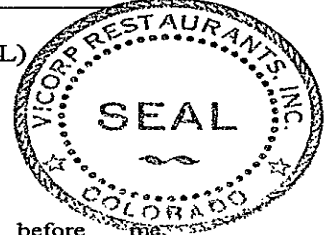
VICORP RESTAURANTS, INC., a  
Colorado corporation

Gary F. Burke  
Name: Gary F. Burke

By: Stanley Erickson, Jr.  
Name: STANLEY ERICKSON, JR.  
As Its: Sr. V.P.

Tracey L. Tapp  
Name: Tracey L. Tapp

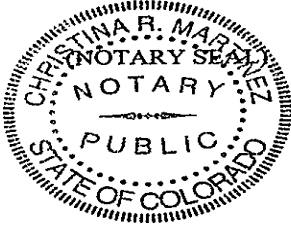
(CORPORATE SEAL)



STATE OF COLORADO  
COUNTY OF Denver

On this 9th day of May, 2001, personally appeared before me Stanley Erickson, Jr. whose identity is personally known to me (or proved to me on the basis of satisfactory evidence) and who by me duly sworn, did say that he is the Sr. V.P. of VICORP Restaurants, Inc., a Florida corporation, and that said document was signed by him on behalf of the corporation by authority of its by-laws or resolution of its board of directors, and said Stanley Erickson, Jr. acknowledged to me that said corporation executed the same on behalf of the corporation.

WITNESS my hand and official seal.



Christina R. Martinez  
Notary Public, State of Colorado  
Printed Name: \_\_\_\_\_  
Notary Commission No. \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_

Christina R. Martinez, Notary Public  
State of Colorado  
My Commission Expires 8/25/2002

⇨ 1772059 BK2140 P62582

**Exhibit "A"**

**Legal Description**

**Village Inn #10750/Weber County, Ogden, UT**

Part of the Northeast Quarter of Section 20, Township 6 North, Range 1 West, Salt Lake Base and Meridian, U.S. Survey: Beginning at a point on the North line of the State Road which is South 88°59'53" East (South 89°20'47" East) 320.01 feet along said North line from the intersection of said North line from the East line of Childs Avenue, said point is also North 0°58' East 46.57 feet and South 88°59'53" East (South 89°20'47" East) 320.01 feet from the intersection of the original North line of 12th Street and the East line of Childs Avenue; thence South 88°59'53" East (South 89°20'47" East) 250.00 feet along said North line to a point 404.5 feet West of the West line of Washington Blvd.; thence North 0°50'15" East 337.04 feet; thence North 89°09'45" West 250.00 feet; thence South 0°50'15" West 337.84 feet to the point of beginning.

*The following is shown for informational purposes only: Tax Parcel No. 12-110-0045*

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E# 1772059 BK2140 P62583