

WHEN RECORDED RETURN TO:
Taco Bell Corp.
17901 Von Karman
Irvine, CA 92714
Attention: Law Department
Re: R.E. File

TACO BELL UNIT NO. 389

ASSIGNMENT OF LEASE

5531204

THIS AGREEMENT is made this ^{1ST} ~~13th~~ day of ^{JUNE} ~~April~~, 1993 by and between UTACO, Inc. hereinafter referred to as the "Assignor", and Taco Bell Corp., hereinafter referred to as the "Assignee".

WITNESSETH

WHEREAS, the Lessor and Assignor as Lessee, entered into a lease dated May 31, 1989, (hereinafter referred to as the "Lease"), with respect to premises located in the City of Salt Lake City, County of Salt Lake, State of Utah, as legally described on Exhibit "A" attached hereto (hereinafter referred to as the "Premises"); and

WHEREAS, the Lease has not been changed or otherwise modified; and

WHEREAS, the Lease provides for the right of Assignor to assign the Lease; and

WHEREAS, Assignor desires to assign and Assignee desires to acquire Assignor's interest in and to said Lease together with Assignor's right, title and interest in and to the Premises and the improvements thereon.

NOW THEREFORE, in consideration of the mutual promises each party hereto acknowledges and such other good and valuable consideration, the parties hereto covenant and agree as follows:

1. Assignor assigns to Assignee, as of ^{JUNE 1} ~~April 13~~, 1993, all of Assignor's right, title and interest in and to the Lease.
2. Assignor covenants that it is not in default under the Lease.
3. Assignee assumes the Lease as of ^{JUNE 1} ~~April 13~~, 1993, and will perform and observe all the covenants and conditions therein contained on Assignor's part to be performed and observed, which shall accrue from and after said last mentioned date and shall indemnify, defend and hold Assignor harmless from and after JUNE 1, 1993.

Am

FIRST AMERICAN TITLE
CAL# 280064

4. This Agreement may not be changed, modified, discharged or terminated orally or in any manner other than by an agreement in writing signed by the parties hereto or their respective successors and assigns.

IN WITNESS WHEREOF, the parties hereto have duly executed or caused these presents to be executed the day and date written below.

ASSIGNEE:

TACO BELL CORP

Richard J. Johnson
Its: National Vice President

Date: 4-13-93

ASSIGNOR:

UTACO, INC.

R. Marchetta
Its: Agent for this transaction

Date: 6-1-93

ATTACH NOTARY ACKNOWLEDGMENTS FOR ALL SIGNATURES

EXHIBIT "A"

BEGINNING AT A POINT ON THE SOUTH RIGHT-OF-WAY LINE OF FORT UNION BOULEVARD (40 FOOT HALF WIDTH), SAID POINT BEING WEST 33.00 FEET AND NORTH 56.07 FEET AND NORTH 82°55' WEST 157.05 FEET AND SOUTH 7.05 FEET FROM THE NORTHEAST CORNER OF SECTION 28, TOWNSHIP 2 SOUTH, RANGE 1 EAST, SALT LAKE BASE AND MERIDIAN, AND RUNNING THENCE SOUTH 150.00 FEET; THENCE NORTH 82°55' WEST 75.73 FEET; THENCE SOUTH 14.95 FEET; THENCE NORTH 87°39' WEST 84.14 FEET; THENCE NORTH 171.95 FEET TO A POINT ON SAID SOUTH RIGHT-OF-WAY LINE OF FORT UNION BOULEVARD; THENCE SOUTH 82°55' EAST ALONG SAID SOUTH RIGHT-OF-WAY LINE 160.45 FEET TO THE POINT OF BEGINNING. CONTAINS 0.584 ACRES.

DESCRIPTION OF 7 FOOT STRIP TO BE DEDED FOR STREET FOR 40 FOOT HALF WIDTH

BEGINNING AT A POINT ON THE SOUTH RIGHT-OF-WAY LINE OF FORT UNION BOULEVARD (33 FOOT HALF WIDTH), SAID POINT BEING WEST 33.00 FEET AND NORTH 56.07 FEET AND NORTH 82°55' WEST 232.78 FEET FROM THE NORTHEAST CORNER OF SECTION 28, TOWNSHIP 2 SOUTH, RANGE 1 EAST, SALT LAKE BASE AND MERIDIAN, AND RUNNING THENCE SOUTH 7.05 FEET TO THE NEW SOUTH RIGHT-OF-WAY LINE OF FORT UNION BOULEVARD (40 FOOT HALF WIDTH); THENCE NORTH 82°55' WEST 84.72 FEET; THENCE NORTH 7.05 FEET TO A POINT ON THE SOUTH RIGHT-OF-WAY LINE OF FORT UNION BOULEVARD (33 FOOT HALF WIDTH); THENCE SOUTH 82°55' WEST ALONG SAID RIGHT-OF-WAY LINE 84.72 FEET TO THE POINT OF BEGINNING. CONTAINS 0.014 ACRES.

ALL-PURPOSE ACKNOWLEDGEMENT

State of California

County of Orange

On 1 JUNE 1993, before me, B. LIBBY Notary Public.
Date

Personally appeared AL MARCHETTI ESQ.

personally known to me OR proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity(ies) and that by his signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

CAPACITY CLAIMED BY SIGNER

INDIVIDUAL(S)

CORPORATE OFFICER(S) _____
TITLE(S)

PARTNER(S)

ATTORNEY-IN-FACT

TRUSTEE(S)

SUBSCRIBING WITNESS

GUARDIAN/CONSERVATOR

OTHER _____

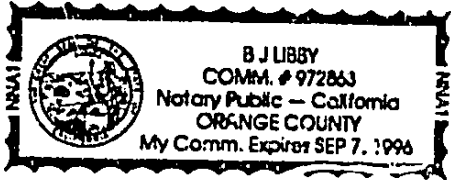
Al Marchetti Esq.

SIGNER IS REPRESENTING:
NAME OF PERSON(S) OR ENTITY(IES)

UTACO, INC.

Witness my hand and official seal


SIGNATURE OF NOTARY



ATTENTION NOTARY, although the information requested below is OPTIONAL it could prevent the fraudulent attachment of this certificate to unauthorized documents.

THIS CERTIFICATE
MUST BE ATTACHED
TO THE DOCUMENT
DESCRIBED AT RIGHT:

Title or Type of Document ASSIGNMENT OF LEASE

Number of Pages N/A Date of Document 2 JUNE 1993

Signer(s) other than named above N/A

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Utaco Franchise Acquisition

ALL-PURPOSE ACKNOWLEDGEMENT

State of California

County of Orange

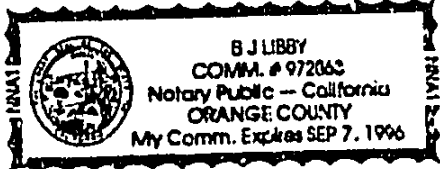
On 1 JUNE 1993 before me, B. J. LIBBY, Notary Public.
Date

Personally appeared PATRICK J. FLANAGAN, National Vice President, Taco Bell Corp.,

[x] personally known to me OR [] proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity(ies) and that by his signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

CAPACITY CLAIMED BY SIGNER

- INDIVIDUAL(S)
- CORPORATE Vice Pres.
OFFICER(S) _____
TITLE(S)
- PARTNER(S)
- ATTORNEY-IN-FACT
- TRUSTEE(S)
- SUBSCRIBING WITNESS
- GUARDIAN/CONSERVATOR
- OTHER _____



Witness my hand and official seal

B. J. Libby
SIGNATURE OF NOTARY

SIGNER IS REPRESENTING:
NAME OF PERSON(S) OR ENTITY(IES)

TACO BELL CORP.
a California corporation

ATTENTION NOTARY: although the information requested below is OPTIONAL, it could prevent the fraudulent attachment of this certificate to unauthorized documents.

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UTACO FRANCHISE ACQUISITION

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553 1204
17 JUNE 93 10:33 AM
KATIE L. DIXON
RECORDER, SALT LAKE COUNTY, UTAH
FIRST AMERICAN TITLE
REC BY: REBECCA GRAY, DEPUTY