

Prepared by:
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General Mail Facility
P.O. Box 020783
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STATE OF INDIANA
LAKE COUNTY
FILED FOR RECORD

2002 045030

2002 MAY 14 PM 12:18

MORRIS W. CARTER
RECORDER

HOLD FOR MERIDIAN TITLE CORP

MAIL TAXES:

JAMES GERODEMOS
1545 WEST US 30
Schererville IN

46375
13906102

SPECIAL WARRANTY DEED

40-9-22
40-4-4 U25

May 1st, 2002, by **BURGER KING CORPORATION**, a corporation existing under the laws of the State of Florida, having an address c/o General Mail Facility, P.O. Box 020783, 17777 Old Cutler Road, Attn.: Associate General Counsel/Real Estate, Miami, Florida 33102-0783, hereinafter called the Grantor, to **JAMES GERODEMOS and CHRIS GERODEMOS and DION DOUKAS**, individuals, having an address c/o James Gerodemos, 1750 Homan Drive, Schererville, Indiana 46375, hereinafter collectively called the Grantee.

WITNESSETH: that the Grantor, its successors and assigns, for and in consideration of the sum of **TEN AND NO/100 DOLLARS (\$10.00)** and other valuable consideration, receipt whereof is hereby acknowledged, by these presents does grant, bargain, sell, alien, remise, release, convey and confirm unto the Grantee, its successors and assigns, all that certain land situated in Lake County, City of Gary, State of Indiana, as being more particularly described on Exhibit "A" annexed hereto and made a part hereof.

THIS IS NOT A SALE OF ALL, OR SUBSTANTIALLY ALL, OF THE GRANTOR'S ASSETS.

SUBJECT to any unpaid real estate taxes and special assessments, building and zoning laws, ordinances, state and federal regulations, restrictions relating to the use or improvement of the property, without effective forfeiture provisions, reservation of any mineral rights in the State of Indiana, reservations and easements of record, utility and drainage easements which do not interfere with the present improvements, without any intent to reimpose same.

SUBJECT to the covenant and condition that the property conveyed hereunto shall not be used for a fast food service restaurant, or for the advertising thereof, for a period of twenty (20) years from the date of delivery of this Deed and that all such restrictions shall be enforceable by Grantor, its successors or assigns, by any available remedy at law and in equity.

TOGETHER with all the tenements, hereditaments and appurtenances thereto belonging or in anywise appertaining.

TO HAVE AND TO HOLD, the same in fee simple forever.

AND the Grantor hereby covenants with the said Grantee, its successors and assigns, that it is lawfully seized of said land in fee simple; that it has good right and lawful authority to sell and convey said land; that it hereby fully warrants the title to said land and will defend the same against the lawful claims of all persons claiming by, through or under the said Grantor.

DULY ENTERED FOR TAXATION SUBJECT TO
FINAL ACCEPTANCE FOR TRANSFER

MAY 14 2002

PETER BENJAMIN
LAKE COUNTY AUDITOR

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22-
S.H.
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EXHIBIT "A"

Legal Description



EXHIBIT A

Parcel A: Part of the Southwest $\frac{1}{4}$ of the Southwest $\frac{1}{4}$ of Section 4, Township 36 North, Range 7 West of the Second Principal Meridian described as: Commencing at the Southwest corner of Section 4, Township 36 North, Range 7 West, thence East along the South line of said Section 248.33 feet, more or less, to the West Right-of way line of State Highway #51, thence North and Northwesterly along said right-of-way line to the Southerly line of U.S. Highway #20, thence Northwesterly along said Southerly right-of-way line to the West line of said Section; thence South 385.92 feet, more or less, to the place of beginning, all in the City of Gary, Lake County, Indiana.

Parcel B: East 100 feet of the following legal description. Part of the Southeast $\frac{1}{4}$ of Section 5, Township 36 North, Range 7 West of the Second Principal Meridian, described as beginning at the Southeast corner of the Southeast $\frac{1}{4}$ of Section 5; thence North on the East line of said $\frac{1}{4}$ Section, 385.92 feet, more or less, to the South line of U.S. 20; thence West along the South line of said Highway 800 feet; thence South and parallel to the East line of said Section 5 to the North line of the Wabash Railroad; thence East along said North line to the place of beginning; in the City of Gary, Lake County, Indiana. Also described by the following perimeter description: A parcel of land being in part in the Southwest $\frac{1}{4}$ of Section 4, Township 36 North, Range 7 West of the Second Principal Meridian and in part in the Southeast $\frac{1}{4}$ of Section 5, Township 36 North, Range 7 West of the Second Principal Meridian, in the City of Gary, Lake County, Indiana, being more particularly described as follows: Beginning at the Southwest corner of said Section 4; thence South 88 degrees 58 minutes 05 seconds East 248.33 feet to the West right-of-way line of State Highway #51; thence North and Northwesterly along the West right-of-way line of State Highway #51 the following two courses to the Southerly right-of-way line of U.S. Highway #20, North 0 degrees, 08 minutes, 28 seconds West 237.38 feet, North 23 degrees 56 minutes 12 seconds West 150.30; thence North 85 degrees, 12 minutes, 30 seconds West 187.23 feet along said Southerly right-of-way line to the West line of said Section 4; thence continuing along said last mentioned course 100.35 feet; thence South 0 degrees 00 minutes 00 seconds East 387.92 feet along a line parallel with and 100 feet West of the West line of said Section 4, by perpendicular measurement, (said West line being the East line of said Section 5), to the Northerly right-of-way line of the Wabash Railroad; now abandoned; thence South 86 degrees, 21 minutes, 00 seconds East 100.20 feet along said Northerly railroad right-of-way line to the Point of Beginning, said Point of Beginning also being the Southeast corner of said Section 5. Excepting therefrom said Parcels A and B that portion appropriated by the State of Indiana and recorded October 31, 2000 in Instrument No. 2000-078896, in the Office of the Recorder of Lake County, Indiana.



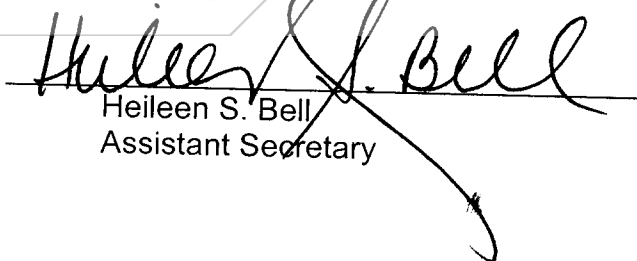
CERTIFIED RESOLUTION

RESOLVED, that, effective April 18, 2000, the Executive Committee of the Board of Directors of the Corporation, hereby authorizes and empowers Tony Moralejo, as Senior Director and Associate General Counsel of the Corporation; Craig Prusher, as Director and Associate General Counsel of the Corporation; and Elsie Romero, as Senior Director and Associate General Counsel of the Corporation, to enter, execute and deliver contracts and other documents or instruments on behalf of the Corporation and its subsidiaries, with the same effect and authority delegated to a Vice President in accordance with Article III, Section 3 of the By-Laws of the Corporation.

FURTHER RESOLVED, that these instruments shall include, but not be limited to, the execution of documentation in the furtherance of transactions pertaining to: (a) the acquisition or divestiture of real property, whether the same be by purchase, lease or otherwise (the "Real Estate Assets"); (b) the acquisition or divestiture of tangible and intangible personal property (the "Business Assets"); (c) the management of the Corporation's Real Estate Assets; (d) the management of the Corporation's Business Assets, including contracting with vendors, distributors and suppliers to deliver products and services to the Corporation; (e) the construction, remodeling or demolition of improvements on the Corporation; (f) the management of the franchise business of the Corporation, including, but not limited to, the Burger King Restaurant Franchise Agreement (the "Franchise Agreement"), any addendum to the Franchise Agreement, any leases or amendments, or other documentation pertaining to the franchise business of the Corporation; or (g) the management and protection of the trademark portfolio of the Corporation.

I, Heileen S. Bell, Assistant Secretary of Burger King Corporation, a Florida corporation, hereby certify that the foregoing is a true and correct copy of the resolution duly adopted by Unanimous Consent in Lieu of a Meeting of the Executive Committee of the Board of Directors of Burger King Corporation on May 16, 2000, and that said resolution was affirmed and made a matter of record and remains in full force and effect.

IN TESTIMONY WHEREOF, I have hereunto affixed my official signature and the seal of said Corporation this 1ST day of MAY, 2002.


Heileen S. Bell
Assistant Secretary