



STATE OF INDIANA
LAKE COUNTY
FILED FOR RECORD

2008 040555

2008 JUN -3 AM 10:01

WHEN RECORDED MAIL TO:

MICHAEL A. BROWN
RECORDER

Kelli J. Vos
Fidelity National Title - Phoenix NTS
40 N. Central Ave.
Suite 2200
Phoenix, AZ 85004

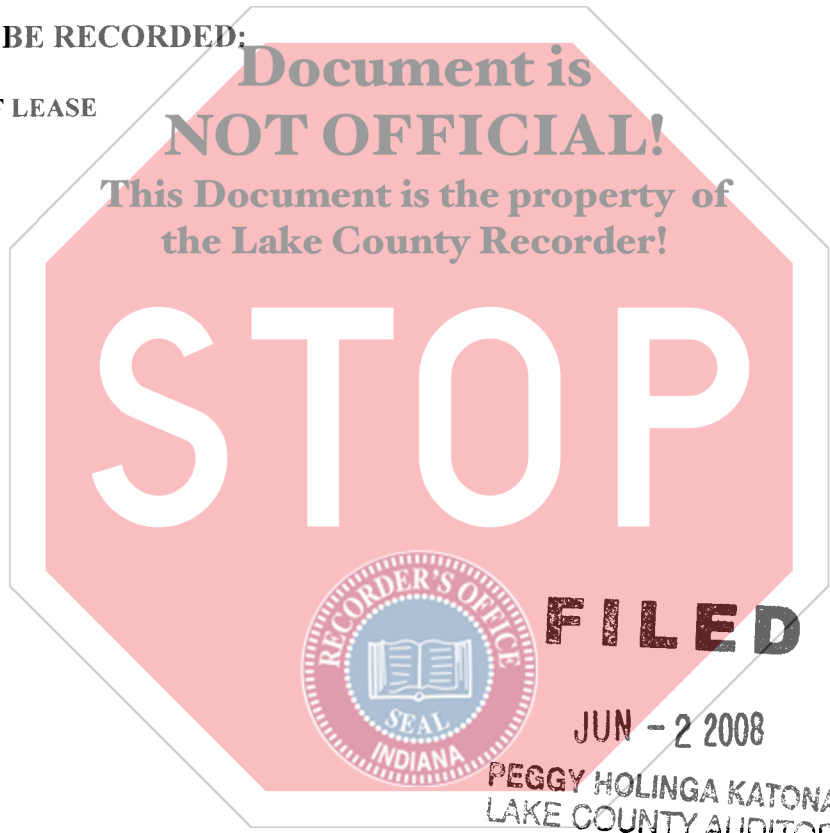
Escrow No. Z08-04314

DO NOT REMOVE THIS COVER SHEET. IT IS NOW PART OF THE RECORDED DOCUMENT.

DOCUMENT TO BE RECORDED:

MEMORANDUM OF LEASE

STORE: 648
1410 US Highway
Schereville IN
Lake County



2B
CT
pb

007551

RECORDING REQUESTED BY AND
WHEN RECORDED, MAIL TO:

RED ROBIN INTERNATIONAL, INC
6312 S. Fiddler's Green Circle, Suite 200 N
Greenwood Village, Colorado 80111
Attn: Corporate Real Estate Counsel

MEMORANDUM OF LEASE

THIS MEMORANDUM OF LEASE (this "Memorandum") is made and entered into effective this 19th day of May, 2008, by and between **RED ALERT PROPERTIES LLC**, an Indiana limited liability company, whose present address is 2300 Cline Avenue, Suite 204, Schererville, IN 46375 ("Lessor") and **RED ROBIN INTERNATIONAL, INC.**, a Nevada corporation, whose present address is 6312 S. Fiddler's Green Circle, Suite 200 N, Greenwood Village, Colorado 80111 ("Lessee"), with reference to the following facts:

A. Lessor is the owner of that certain real property located at 1410 U.S. Route 41 in the City of Schererville, County of Lake, State of Indiana, as more particularly described on Exhibit A hereto, including the improvements thereon (the "Property").

B. Lessor desires to lease the Property to Lessee, and Lessee desires to lease the Property from Lessor, all subject to the terms and provisions of this Memorandum.

NOW, THEREFORE, the parties hereto hereby agree as follows:

1. Lease of the Property. Lessor hereby leases the Property to Lessee, and Lessee hereby leases the Property from Lessor subject to and on terms and conditions more fully set forth in that certain Lease executed by and between Lessor and Lessee and dated May 19, 2008 (the "Lease").

CHIGAGO TITLE INSURANCE COMPANY
2100 W. COOK ST.

FILED

JUN - 2 2008

1 PEGGY HOLINGA KATONA
LAKE COUNTY AUDITOR

007551

2. Term. The Lease is for an initial term of ten (10) years, with three extension options for five (5) years each.

3. Incorporation. The Lease is incorporated herein by this reference. Should any party require any information concerning the Lease, they should contact the Lessor and Lessee at the above-referenced addresses. In the event of any conflict between the terms of this Memorandum and the terms of the Lease, the terms of the Lease shall control.

IN WITNESS WHEREOF, the parties hereto have executed this Memorandum on the day and year first above written.

LESSEE

RED ROBIN INTERNATIONAL, INC.,
a Nevada corporation

By: 
Name: Katherine L. Scherping
Title: Vice President, Secretary and CFO

LESSOR

RED ALERT PROPERTIES LLC,
an Indiana limited liability company

By: _____
Name: Alan D. Krygier
Title: Managing Member



2. Term. The Lease is for an initial term of ten (10) years, with three extension options for five (5) years each.

3. Incorporation. The Lease is incorporated herein by this reference. Should any party require any information concerning the Lease, they should contact the Lessor and Lessee at the above-referenced addresses. In the event of any conflict between the terms of this Memorandum and the terms of the Lease, the terms of the Lease shall control.

IN WITNESS WHEREOF, the parties hereto have executed this Memorandum on the day and year first above written.

LESSEE

RED ROBIN INTERNATIONAL, INC.,
a Nevada corporation

By: _____
Name: _____
Title: _____

LESSOR

RED ALERT PROPERTIES LLC,
an Indiana limited liability company

By: Alan D. Krygier, managing member
Name: Alan D. Krygier
Title: Managing Member



State of Colorado

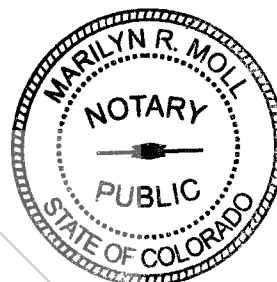
§
§
§

County of ~~Denver~~ Arapahoe

The foregoing instrument was acknowledged before me on May 15, 2008, by Katherine L. Scherping, Vice President, Secretary and CFO of Red Robin International, Inc., a Nevada corporation on behalf of the corporation.

Marilyn R. Moll
Notary Public

Commission expires: November 14, 2009




State of Indiana §
County of Lake § SS:
§

The foregoing instrument was acknowledged before me on May 13th, 2008, by ALAN D. KRYGIER, the Managing Member of Red Alert Properties, LLC, on behalf of the company.

Annette M. Weiner
Annette M. Weiner, Notary Public

Commission expires 01/22/16
Resident of Lake County, Indiana



I affirm, under the penalties for perjury, that I have taken reasonable care to redact each Social Security number in this document, unless required by law.

Rhett L. Tauber
Rhett L. Tauber

Prepared by: Rhett L. Tauber, Esq.
Tauber Westland & Bennett, P.C.
1415 Eagle Ridge Drive
Schererville, IN 46375
(219)865-8400

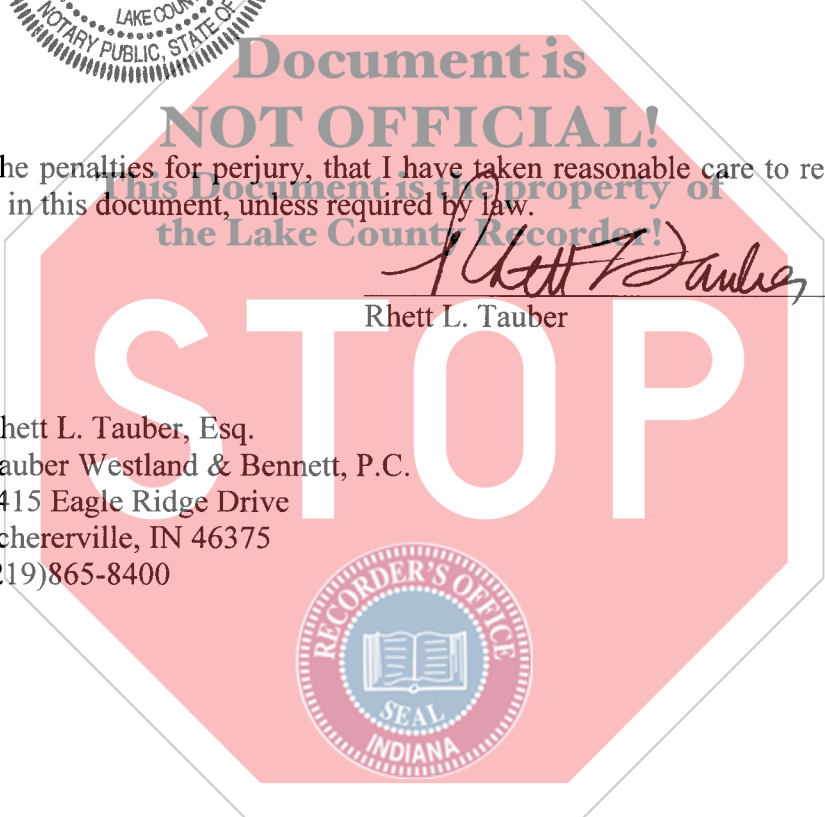


Exhibit A

Parcel 1:

Lot 1, Red Alert Addition to the Town of Schererville, as per plat thereof, recorded in Plat Book 95, page 78, in the Office of the Recorder of Lake County, Indiana.

Parcel 2:

Together with Reciprocal Access Easement and Development Agreement dated December 19, 2003 and recorded January 7, 2004 as Document No. 2004 001932, made by and between Red Alert Properties, LLC, and Fountain Park Investments LLC, for Ingress and Egress over and across the South 12 of Lot 4 Fountain Park Subdivision,

shown on said plat being an Addition to the Town of Schererville, recorded in Plat Book 90, page 35, in the Office of the Recorder of Lake County, Indiana, which is now known as Lots 1 and 2, Red Alert Addition, to the Town of Schererville, as per plat thereof, recorded in Plat Book 95, page 78, in Lake County, Indiana; and the North 12 feet of Lot 5 Fountain Park Subdivision as created and shown on said plat being an Addition to the Town of Schererville recorded in Plat Book 90, page 35, in the Office of the Recorder of Lake County, Indiana, which is now known as Lot 1 and Lot 3 of Resubdivision of Lot 5 and Part of Lot 8 in Fountain Park Subdivision, an Addition to the Town of Schererville, as per plat thereof, recorded in Plat Book 96, page 96, in the Office of the Recorder of Lake County, Indiana.

Parcel 3:

Together with the rights and benefits of that certain Right In/Right Out Driveway Development Agreement between Red Alert Properties, LLC, and Fountain Park Investments, LLC, dated December 30, 2004 and recorded March 11, 2005 as Document No. 2005 018134 for the development of an access drive and the joint use of the access drive over and across the South 12 feet of Lot 1, Red Alert Addition, to the Town of Schererville, as per plat thereof recorded in Plat Book 95, page 78 in the Office of the Recorder of Lake County, Indiana and the North 12 feet of Lot 5 in Fountain Park Subdivision, an Addition to the Town of Schererville, Indiana, as recorded in Plat Book 90, page 35, in the Office of the Recorder of Lake County, Indiana, which is now known as Lot 1 and Lot 3 of Resubdivision of Lot 5 and Part of Lot 8 in Fountain Park Subdivision, an Addition to the Town of Schererville, as per plat thereof, recorded in Plat Book 96, page 96, in the Office of the Recorder of Lake County, Indiana.

Parcel 4:

Together with the rights and benefits of that certain Reciprocal Parking Easement Agreement dated April 23, 2008 and recorded April 29, 2008 as Document No. 2008 030700 by and between Red Alert Properties, LLC < an Indiana limited liability company and Eagle Ridge Properties, LLC, an Indiana limited liability company, over an across Lot 2, Red Alert Addition to the Town of Schererville, as per plat thereof recorded in Plat Book 95, page 78. in the Office of the Recorder of Lake County, Indiana

Schererville, IN