

WAIVER REGARDING EXCLUSIVE USE RIGHTS

THIS WAIVER REGARDING EXCLUSIVE USE RIGHTS ("Waiver") is made as of the 18<sup>th</sup> day of May, 2009 among Southaven Properties, LLC, a Missouri limited liability company ("Lot 15A Owner") and J & R Restaurant Group, Inc. a Mississippi corporation ("J&R Restaurant Group").

RECITALS

A. J&R Restaurant Group is the tenant under that certain Memorandum of Lease dated December 20, 1999 and recorded in Book 84, at Page 210 in the land records of DeSoto County, Mississippi (the "Memorandum") for premises more particularly described in the Memorandum within the Southaven Towne Center Shopping Center in Southaven, Mississippi.

B. Lot 15A Owner acquired that certain tract of land legally described as Lot 15A, Southlake Commercial Subdivision, a subdivision in Southaven, Mississippi, according to the recorded plat thereof ("Lot 15A"), which tract of land is included within the larger parcel of land described as the "Shopping Center" in the Memorandum.

C. The parties hereto desire to set forth J&R Restaurant Group's waiver of exclusive use rights as the same affect Lot 15A, as more particularly set forth herein.

WAIVER

1. J&R Restaurant Group hereby agrees that the provisions of the "Tenant Exclusive" provision of the Memorandum of Lease recorded January 1, 2000 at 10:42 am in the State of Mississippi, Desoto County Book 84 Page 210 or any other recorded or unrecorded exclusive use prohibiting the operation of a restaurant or facility utilizing an on-premises alcoholic beverage license shall not apply to the operation of a restaurant within or upon Lot 15A as shown on the Site Plan attached hereto as Exhibit "A", including, without limitation, the operation of a "Yucatan Taco Stand" restaurant. Lot 15A Owner may record this Waiver with the land records of DeSoto County, Mississippi.

2. This Waiver shall be binding upon and inure to the benefit of the parties hereto and their respective successors and assigns.

IN WITNESS WHEREOF, the parties have executed this Waiver as of the date and year first above written.

Southaven Properties, LLC  
a Missouri limited liability company

By: [Signature]  
Barry Peneer, Manager

J&R Restaurant Group, Inc.  
a Mississippi corporation

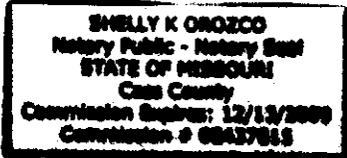
By: [Signature]  
Name: STEVE GRANTHAM JR  
Title: PRESIDENT

Prepared  
Lewis Rice at Fingersh LC  
1010 Walnut Ste 500  
Kansas City, MO 64106  
816-421-2500  
Lewis Rice

STATE OF Missouri )  
COUNTY OF Jackson ) ss.

On this 9<sup>th</sup> day of June, 2009, before me, a Notary Public in and for said state, personally appeared Barry Peneer, to me personally known to be the person described in and who executed the foregoing instrument, who, being by me duly sworn, did say that he is the Manager of Southaven Properties, LLC, a Missouri limited liability company, and that said instrument was signed in behalf of said company by authority of its members, and said person acknowledged said instrument to be the free act and instrument of said company.

IN WITNESS WHEREOF, the above instrument was executed before me the day and year last above written.



Shelly Orozco  
Printed Name: Shelly Orozco  
Notary Public in and for said State  
Commissioned in Missouri County

[SEAL]  
My commission expires:  
12/13/09

STATE OF Mississippi )  
COUNTY OF Hinds ) ss.

On this 18 day of May, 2009, before me, a Notary Public in and for said state, personally appeared Steve Avarney Jr me personally known to be the person described in and who executed the foregoing instrument, who, being by me duly sworn, did say that he/she is the President of J&R Restaurant Group, Inc., a Mississippi corporation, and that said instrument was signed in behalf of said corporation by authority of its board of directors, and said person acknowledged said instrument to be the free act and instrument of said corporation.

IN WITNESS WHEREOF, the above instrument was executed before me the day and year last above written.

Lori Porter  
Printed Name: LORI PORTER  
Notary Public in and for said State  
Commissioned in Hinds County

[SEAL]  
My commission expires:  
7/2/12



Exhibit "A"

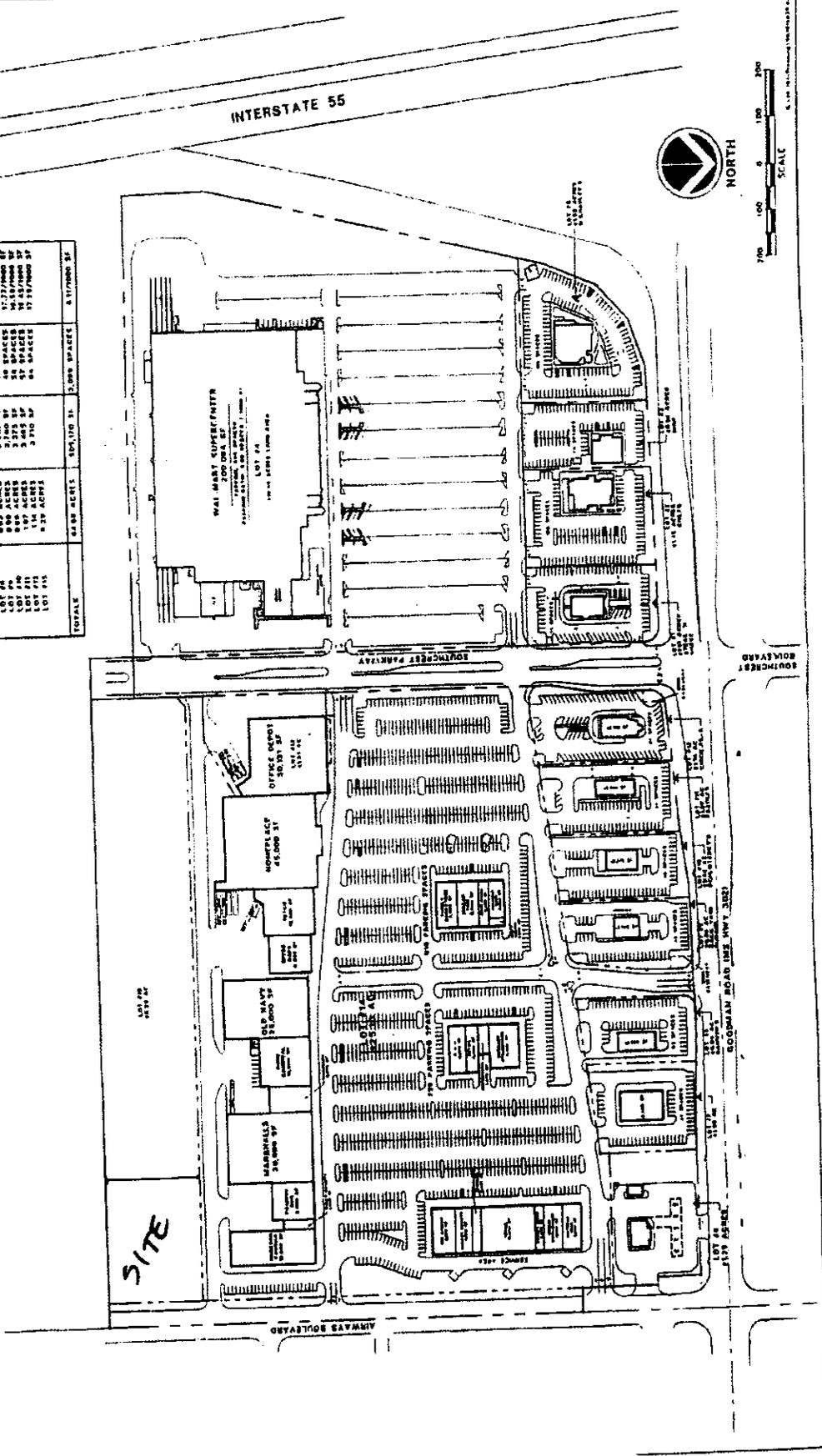
SOUTH LAKE CENTRE  
SOUTH LAKE CENTRE  
SOUTH LAKE CENTRE

DEVELOPMENT CONSULTANTS INCORPORATED

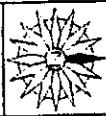
SITE PLAN  
SCALE: 1" = 100'  
DATE: 06-1991  
PROJECT NO.: SP-39

**SOUTH LAKE CENTRE**  
A DIAL/CLARY JOINT  
VENTURE DEVELOPMENT

STAMP CENTER	LAND AREA	BLDG. AREA	PARKING	SPACES	TOTAL
LOT 1	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 2	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 3	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 4	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 5	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 6	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 7	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 8	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 9	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 10	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 11	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 12	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 13	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 14	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 15	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 16	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 17	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 18	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 19	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 20	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 21	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 22	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 23	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 24	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 25	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 26	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 27	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 28	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 29	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 30	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 31	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 32	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 33	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 34	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 35	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 36	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 37	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 38	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 39	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 40	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 41	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 42	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 43	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 44	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 45	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 46	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 47	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 48	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 49	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 50	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 51	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 52	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 53	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 54	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 55	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 56	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 57	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 58	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 59	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 60	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 61	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 62	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 63	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 64	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 65	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 66	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 67	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 68	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 69	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 70	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 71	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 72	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 73	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 74	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 75	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 76	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 77	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 78	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 79	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 80	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 81	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 82	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 83	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 84	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 85	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 86	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 87	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 88	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 89	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 90	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 91	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 92	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 93	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 94	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 95	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 96	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 97	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 98	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 99	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF
LOT 100	1.00 ACRES	20,000 SF	100 SPACES	100	20,000 SF



DEVELOPMENT CONSULTANTS INCORPORATED



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