

Indexing Information:

Lot 4, Resubdivision of Lots 3, 4 and 5 of DeSoto Crossing Subdivision, Phase 1, as shown on plat recorded in the office of the Chancery Clerk of DeSoto County in Plat Book 46 at page 39.

(Above space reserved for Recorder)

SPECIAL WARRANTY DEED
(Mississippi)

THIS SPECIAL WARRANTY DEED (this "Deed") is made as of June 9, 2008 by and between **APPLEBEE'S RESTAURANTS WEST LLC**, a Delaware limited liability company, successor by merger to GS Transitory Merger Sub LLC, a Delaware limited liability company, with an address of 11201 Renner Boulevard, Lenexa, KS 66219, as Grantor ("Grantor"), and **DBAPPLEF LLC**, a Delaware limited liability company, with an address of c/o Drawbridge Special Opportunities Fund LP, 1345 Avenue of the Americas, 46th Floor, New York, NY 10105, as Grantee ("Grantee").

WITNESSETH:

THAT FOR AND IN CONSIDERATION of the sum of TEN DOLLARS (\$10.00) cash in hand paid unto Grantor at and before the delivery of this Deed, and other good and valuable consideration, the receipt and sufficiency of which hereby is acknowledged, Grantor does hereby convey and warrant specially unto Grantee, its successors and assigns, forever, in fee simple, with a covenant of further assurances and right to convey, the following property located in the City of Horn Lake, Desoto County, Mississippi, together with all improvements and appurtenances:

See Exhibit A attached to and made a part hereof.

This conveyance is made and accepted subject to all existing restrictions, reservations, easements, encumbrances, conditions, covenants, and party wall agreements; all zoning laws, ordinances, and rules affecting the use or improvement of the property; all taxes, levies, and assessments imposed by any governmental agency; prior reservations, conveyances or leases of oil, gas, sand, gravel and other minerals; and all matters which would be disclosed by an accurate survey.

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It is intended to convey hereby the same real property described in that certain instrument found among the land records of Desoto County, Mississippi, in Deed Book 574, at page 10, reference to which is hereby made.

In witness whereof, the Grantor, acting by and through its duly authorized representative, has executed this instrument on the date beneath its signature, and effective on the 9 day of June, 2008.

GRANTOR:

APPLEBEE'S RESTAURANTS WEST LLC,
a Delaware limited liability company

By: Applebee's Enterprises LLC,
its sole member

By: Rebecca Tilden
Rebecca Tilden
Manager

Date: June 9, 2008

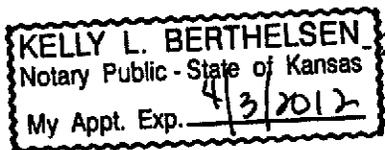
STATE OF KANSAS)
) ss:
COUNTY OF JOHNSON)

Personally appeared, before me, the undersigned authority in and for the said county and state, on this 9 day of June, 2008, within my jurisdiction, the within named Rebecca Tilden, who acknowledged that she is the Manager of Applebee's Enterprises LLC, a Delaware limited liability company, sole member of Applebee's Restaurants West LLC, a Delaware limited liability company, and that for and on behalf of the said limited liability company, and as its act and deed, she executed the above and foregoing instrument, after first having been duly authorized by said limited liability company so to do.

Kelly L. Berthelsen
Notary Public
Printed/Typed Name: Kelly L. Berthelsen

My Commission Expires: 4/3/2012

[Notarial Stamp]



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Horn Lake, MS # 52077

Addresses and Telephone Numbers:

Grantee:

DBAPPLEF LLC
c/o Drawbridge Special Opportunities Fund LP
1345 Avenue of the Americas, 46th Floor
New York, NY 10105
(212) 798-6100

Grantor:

Applebee's Restaurants West LLC
c/o Applebee's International, Inc.
11201 Renner Boulevard
Lenexa, KS 66219
(913) 890-0100

This instrument prepared by:

Neil E. Sprague, Esq.
Associate General Counsel
Applebee's International, Inc.
11201 Renner Boulevard
Lenexa, KS 66219
(913) 890-0100

When recorded, return to:

Marcia L. Sharp, Esq.
Sidley Austin LLP
555 West Fifth Street
Suite 4000
Los Angeles, CA 90013
(213) 896-6000

EXHIBIT ALEGAL DESCRIPTION

Unit No.: 52077

Property Address: 710 DeSoto Cove, Horn Lake, MS

The land referred to in this Commitment is situated in the State of Mississippi, DeSoto County and is described as follows:

LOT 4, AS SHOWN ON SUBDIVISION PLAT ENTITLED "PART OF SECTION 25, TOWNSHIP 1 SOUTH, RANGE 8 WEST, FINAL PLAT A RESUBDIVISION OF LOTS 3, 4 & 5 OF DESOTO CROSSING SUBDIVISION, PHASE 1", LOCATED IN THE SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 25, TOWNSHIP 1 SOUTH, RANGE 8 WEST, DESOTO COUNTY, MISSISSIPPI, AND RECORDED IN PLAT BOOK 46, PAGE 39, IN THE OFFICE OF THE CHANCERY CLERK OF DESOTO COUNTY, MISSISSIPPI, TO WHICH PLAT REFERENCE IS HEREBY MADE AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGIN AT AN IRON STAKE (SET) AT THE NORTHEAST CORNER OF LOT NO. 3 IN THE SOUTHERLY LINE OF DESOTO COVE, SAID STAKE BEING 135.00 FEET EASTWARDLY FROM THE TANGENT INTERSECTION OF THE SOUTHERLY LINE OF DESOTO COVE AND THE EASTERLY LINE OF INTERSTATE BOULEVARD; THENCE NORTH 89° 21' 40" EAST 180.14 FEET WITH THE SOUTHERLY LINE OF SAID COVE TO AN IRON STAKE (SET) AT THE NORTHWEST CORNER OF LOT NO. 5A; THENCE SOUTH 00° 38' 20" EAST 328.08 FEET ALONG THE WESTERLY LINE OF LOT NO. 5A TO AN IRON STAKE (SET) IN THE PRESENT NORTHERLY LINE OF GOODMAN ROAD, SAID STAKE BEING NORTH 86° 45' 16" WEST 334.35 FEET FROM A "CONCRETE" RIGHT OF WAY MONUMENT (FOUND) IN A SOUTHERLY LINE OF LOT NO. 5A AT THE PRESENT INTERSECTION OF A NORTHERLY LINE OF GOODMAN ROAD AND A NORTHERLY LINE OF THE INTERSTATE 55 RIGHT OF WAY; THENCE NORTH 88° 12' 25" WEST 180.30 FEET WITH THE NORTHERLY LINE OF SAID ROAD TO AN IRON STAKE (SET), SAID STAKE BEING SOUTH 88° 12' 25" EAST 99.69 FEET FROM AN IRON STAKE (SET) AT A SOUTHWEST CORNER OF LOT NO. 3; THENCE NORTH 00° 38' 20" WEST 320.43 FEET ALONG THE EASTERLY LINE OF LOT NO. 3 TO THE POINT OF BEGINNING.

TOGETHER WITH EASEMENTS GRANTED IN DECLARATION OF PROTECTIVE COVENANTS AND RECIPROCAL EASEMENTS RECORDED IN BOOK 272, PAGE 116.