

98-03025

FILED SARPY CO. NE.
INSTRUMENT NUMBER
98-003025

98 FEB 11 AM 9:49

Glenn J. Downing

Counter *2100*
Verify *2100*
D.E. *W*
Proof *W*
Fee *2100*
Ck *2100*
Cash *2100*
Charge *2100*

Recording requested by and when recorded return to:
Site Administration
BTS Leasing Department
6001 Broken Sound Parkway, #400
Boca Raton, Florida 33487
(561) 995-7670

MEMORANDUM OF OPTION AND LAND LEASE OF DEEDS

5th THIS MEMORANDUM OF OPTION AND LAND LEASE (herein "Memorandum") is made this day of February 1998, by and between Karen Eveland, having an address 1214 N. Monroe Street, Papillion, NE 68046, (herein "Lessor") and SBA, INC., a Florida corporation, having a principal office located at 6001 Broken Sound Parkway, Suite 400, Boca Raton, Florida 33487 (herein "Lessee").

WHEREAS, Lessor and Lessee entered into that certain Option and Land Lease dated September 3, 1997 whereby, Lessor granted to Lessee an Option to lease the land described in Exhibit "A" attached hereto and made a part hereof. All terms used but not defined herein shall have the meaning ascribed to them in the Option and Land Lease.

WHEREAS, Lessor and Lessee desire to enter into this Memorandum to give notice of said Option and Land Lease and all of its terms, covenants and conditions to the same extent as if the same were fully set forth herein.

NOW, THEREFORE, for and in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration including the option, the rents reserved and the covenants and conditions more particularly set forth in the Option and Land Lease, Lessor and Lessee do hereby covenant, promise and agree as follows:

1. The Option and Land Lease provides in part that Lessor grants to Lessee an exclusive and irrevocable Option to lease a certain site ("Site") located at Karen's Fireside Kitchen, Lot 19 and 20 of Sarpy 84 Commercial Park, City of Papillion, County of Sarpy, State of Nebraska, within the property of or under the control of Lessor which is legally described in Exhibit "A" attached hereto and made a part hereof. The Initial Option Period expires September 3, 1998, and may be extended for an additional period of one (1) year.
2. In the event Lessee exercises the Option, Lessee shall lease the Site from Lessor, together with all easements for ingress, egress and utilities as more particularly described in the Option and Land Lease, all upon the terms and conditions more particularly set forth in the Option and Land Lease for a term of five (5) years, which term is subject to five (5) additional five (5) year extension periods.
3. The sole purpose of this instrument is to give notice of said Option and Land Lease and all its terms, covenants and conditions to the same extent as if the same were fully set forth herein. The Option and Land Lease contains certain other rights and obligations in favor of Lessor and Lessee which are more fully set forth therein.
4. The conditions, covenants and agreements contained in this instrument shall be binding upon and inure to the benefit of the parties hereto, their respective heirs, executors, administrators, successors and assigns for the term of the Option and Land Lease and any extensions thereof. All covenants and agreements of this Option and Land Lease shall run with the land described in Exhibit "A".

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

WITNESSES:

David Seal
[Signature]

LESSOR:
KAREN EVELAND

By: *Karen Eveland, Pres*
Print: *Karen Eveland, Pres.*
Its: *Be*

WITNESSES:

Donald Howard
Janice M. Myzard

LESSEE:
SBA, INC.,
a Florida corporation

By: *Lawrence M. Weisberg*
Print: *Lawrence M. Weisberg*
Its: *Director of Acquisitions*

(CORPORATE SEAL)

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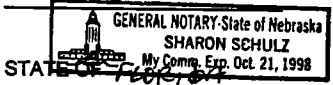
STATE OF NEB }
 } .ss:
COUNTY OF DOUGLAS }

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgments, personally appeared Ruben EVELAND as President of Woods Forward Inc a corporation, to me known to be the person described in and who executed the foregoing instrument and who acknowledged before me that he executed the same in the capacity aforesated.

WITNESS my hand and official seal in the County and State last aforesaid the 29 day of January, 1998.

Sign Name: [Signature]
Print Name: Sharon Schulz
Notary Public

My Commission expires on:



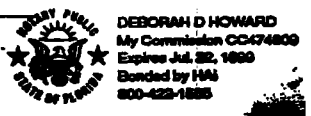
STATE OF FLORIDA }
 } .ss:
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgments, personally appeared LAWRENCE M. WEBBERG as Director of Acquisitions of SEA, INC a corporation, to me known to be the person described in and who executed the foregoing instrument and who acknowledged before me that he executed the same in the capacity aforesated.

WITNESS my hand and official seal in the County and State last aforesaid the 5th day of February, 1998.

Sign Name: [Signature]
Print Name: _____
Notary Public

My Commission Expires:



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EXHIBIT "A"
Legal Description

Papillion North #8552

Lots 19 and 20, Sarpy 84 Commercial Park, an Addition to the City of Papillion, as surveyed, platted and recorded in Sarpy County, Nebraska.