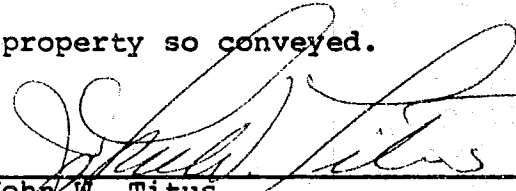


AFFIDAVIT OF CONSIDERATION

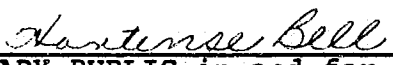
November 17, 1976  
Deed Bk 1046 page 314  
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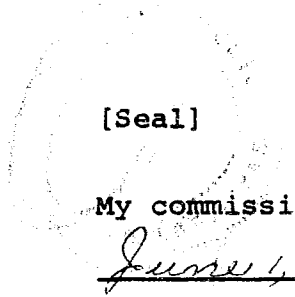
STATE OF TEXAS X  
COUNTY OF DALLAS X

I, John W. Titus, being over the age of twenty-one (21) years and of sound mind, never having been convicted of any crime or offense and having personal knowledge of the factual matters set forth hereinbelow, do under oath hereby state that I am a Vice President of Steak and Ale Restaurants of America, Inc., a Delaware corporation, and Steak and Ale of Columbia, Inc., a Nevada corporation, grantee and grantor, respectively, under that certain warranty deed dated as of November 10, 1976, pursuant to which the said grantor conveyed to the said grantee certain real property located in Greenville County, South Carolina, that the consideration for such conveyance was the cancellation by the said grantee of indebtedness of the said grantor to it of \$ 750,400 , and that said indebtedness so cancelled is equivalent to the value of said real property so conveyed.

  
\_\_\_\_\_  
John W. Titus

SUBSCRIBED AND SWORN TO BEFORE ME, a notary public in and for said county and state this 15th day of November, 1976, witness which my hand and seal of office.

  
\_\_\_\_\_  
NOTARY PUBLIC in and for  
Dallas County, Texas



[Seal]  
My commission expires:  
June 1, 1977