

Recording requested by:
JB's Restaurants, Inc.

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After recording, mail to:

Charlotte L. Miller
15 East First South, Suite 600
Salt Lake City, Utah 84111

MEMORANDUM OF LEASE

This is the Memorandum of that certain unrecorded Lease dated April 8, 1985, between Jules R. Lovinger and Jane A. Lovinger as Co-Trustees of the Jules R. Lovinger Family Trust and Lee Lovinger, Jr. and Harriett Lovinger, as Co-Trustees of the Lee Lovinger, Jr. Family Trust, a Trust, with principal offices at 4137 South 635 East, Salt Lake City, Utah 84107 (hereinafter called "Lessor"), and JB's Restaurants, Inc., a Delaware corporation with its principal office at 1010 West 2610 South, Salt Lake City, Utah 84119, (hereinafter called "Lessee") concerning the premises described in Exhibit "A", attached hereto and made a part hereof by reference, and which has a street address of 1294 Caffeen Avenue, Sheridan, Wyoming.

For good and valuable consideration, Lessor leases the premises, together with easements described in Exhibit "A", all improvements thereon with appurtenances associated therewith, to Lessee, and Lessee hires the same from Lessor, for the term and under the provisions contained in the above-mentioned unrecorded Lease, which unrecorded Lease is incorporated in this Memorandum by this reference.

The term of the Lease commences April 8, 1985, and will run for a term of twenty years; ending April 8, 2005, subject to Lessee's option to extend the term for two (2) additional periods of five (5) years, as stated in the Lease.

This Memorandum is not a complete summary of the Lease. Provisions in the Memorandum shall not be used in interpreting the Lease provisions. In the event of conflict between the Memorandum and the unrecorded Lease, the unrecorded Lease shall control.

In witness whereof, the parties have executed this Memorandum on April 8, 1985, at Salt Lake City, Utah.

LESSEE:

JB's RESTAURANTS, INC.

Clark B. Jones
Clark B. Jones, President

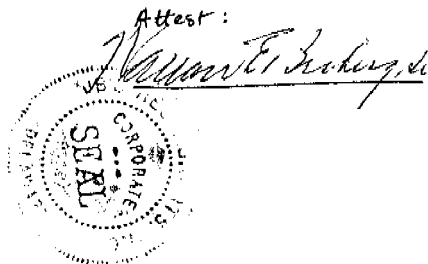
LESSOR:

Julius R. Lovinger
Julius R. Lovinger, Trustee

Jane A. Lovinger
Jane A. Lovinger, Trustee

Lee Lovinger, Jr.
Lee Lovinger, Jr., Trustee

Harriett Lovinger
Harriett Lovinger, Trustee



STATE OF UTAH)
) ss.
 COUNTY OF SALT LAKE)

On the _____ day of _____, 1985, personally appeared before me Clark D. Jones, who being by me duly sworn did say that he the said Clark D. Jones is the President of JB's Restaurants, Inc. and that the within and foregoing instrument was signed in behalf of said corporation by authority of a resolution of its Board of Directors, and said Clark D. Jones duly acknowledged to me that said corporation executed the same.

NOTARY PUBLIC
 Residing in:

My Commission Expires:

STATE OF UTAH)
) ss.
 COUNTY OF SALT LAKE)

On this 8th day of April, 1985, personally appeared before me Jules R. Lovinger, Trustee, the signer of the within instrument who duly acknowledged to me that he executed the same.

Russell Bartholomew
 NOTARY PUBLIC
 Residing in: Salt Lake County

My Commission Expires:

August 9, 1985

STATE OF UTAH)
) ss.
 COUNTY OF SALT LAKE)

On this 8th day of April, 1985, personally appeared before me Jane A. Lovinger, Trustee, the signer of the within instrument who duly acknowledged to me that she executed the same.

Russell Bartholomew
 NOTARY PUBLIC
 Residing in: Salt Lake County

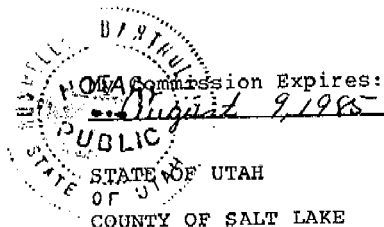
My Commission Expires:

August 9, 1985

STATE OF UTAH)
) ss.
COUNTY OF SALT LAKE)

On this 8th day of April, 1985, personally
appeared before me Lee Lovinger, Jr., Trustee, the signer of
the within instrument who duly acknowledged to me that he
executed the same.

Russell Boothman
NOTARY PUBLIC
Residing in: Salt Lake County



STATE OF UTAH)
) ss.
COUNTY OF SALT LAKE)

On this 8th day of April, 1985, personally
appeared before me Harriett Lovinger, Trustee, the signer of
the within instrument who duly acknowledged to me that she
executed the same.

Russell Boothman
NOTARY PUBLIC
Residing in: Salt Lake County

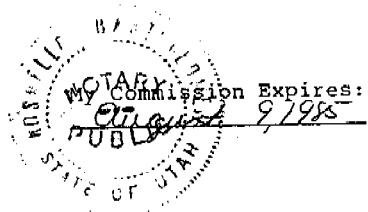


EXHIBIT A

A parcel of land located in the southeast quarter, northwest quarter and the northeast quarter southwest quarter of Section 35, T56N, R84W, Sixth Principal Meridian, Sheridan County, Wyoming, more particularly described as follows:

Lot 1 of Stangl Subdivision, a subdivision in Sheridan County, Wyoming as recorded in Drawer S, Plat No. 80, consisting of 56,286 feet.

Subject to a twelve foot (12') easement along the south side of the subject property, adjacent to Lot 2 of the Stangl Subdivision.

Together with a twelve foot (12') easement on the north boundary line to Lot 2 of Stangl Subdivision located in Sheridan County, Wyoming, adjacent to Lot 1 in the Stangl Subdivision.

Subject to and together with cross easements allowing for the free and uninhibited vehicular and pedestrian traffic to cross between both parcels of land (Lots 1 and 2) and no barriers of any kind shall be permitted to be erected on either the southern boundary of Lot 1 or the northern boundary of Lot 2.