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WST#08-001365

Prepared by and return to:  
David F. Belkowitz, Esquire  
Hirschler Fleischer  
P.O. Box 500  
Richmond, Virginia 23218-0500  
Tax Parcel No. Part of: 087030001

**DECLARATION OF RESTRICTIONS**

THIS DECLARATION OF RESTRICTIONS is made as of the 28<sup>th</sup> day of March, 2008, by COMMONWEALTH MEDICAL PARK I, LLC, a Virginia limited liability company ("Declarant") and REDCO PROPERTIES, LLC, a North Carolina limited liability company ("Redco").

**WITNESSETH:**

WHEREAS, Declarant owns certain real property located in the City of Petersburg, Virginia, as more particularly described on Exhibit A attached hereto and incorporated herein by reference (the "Property").

Whereas Redco owns certain real property located in the City of Petersburg, Virginia, as more particularly described on Exhibit B attached hereto (the "Redco Property").

WHEREAS, Declarant now desires, and it is the purpose of this Declaration of Restrictions, to declare and make known that the Property shall be subject to certain restrictions as set forth herein;

NOW, THEREFORE, Declarant does hereby declare and agree as follows:

1. So long as the Redco Parcel is actively and continuously operated as a Bojangles Restaurant, neither Declarant nor any of Declarant's successors or assigns shall, without Redco's prior written consent which may be withheld in its sole and absolute discretion, lease or otherwise convey any lot or subpart thereof retained by Declarant within the Property, to any person or entity who will establish on such lot a restaurant which, as its primary business, sells chicken and/or biscuits, specifically including but not limited to: Kentucky Fried Chicken, Smithfield's Chicken and Barbeque, Church's, Popeye's, Hardee's, McDonald's, Zaxby's and Chick-Fil-A.

2. The restrictions herein imposed shall be binding on Declarant, its successors and assigns and shall run with title to the Property and shall run solely for the benefit of Redco, its successors and permitted sub-tenants and assigns, and the owner of the Redco Property.

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]

RETURN TO: CJ-277300234  
CHICAGO TITLE INSURANCE CO.  
830 E. MAIN ST., 16th FLOOR  
RICHMOND, VA 23219

IN WITNESS WHEREOF, Declarant and Redco have caused their names to be signed hereto by their duly authorized officer, all as of the day and year first above written.

**COMMONWEALTH MEDICAL PARK I, LLC,**  
a Virginia limited liability company

By: Bernadette G. Palmer  
Bernadette G. Palmer, Manager

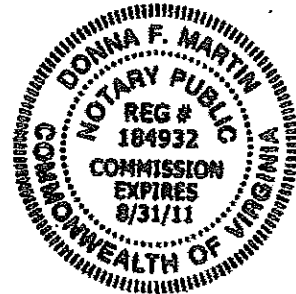
COMMONWEALTH OF VIRGINIA

CITY/COUNTY of Richmond, to-wit:

The foregoing instrument was acknowledged before me this 27<sup>th</sup> day of March, 2008, by Bernadette G. Palmer, Manager of Commonwealth Medical Park I, LLC, a Virginia limited liability company, on behalf of the company.

Donna F. Martin  
Notary Public

My commission expires: \_\_\_\_\_  
Notary Registration No.: \_\_\_\_\_



**REDCO PROPERTIES, LLC,**  
a North Carolina limited liability company

By: Brad Mercer  
Name: Brad Mercer  
Its: Authorized Agent

STATE OF North Carolina  
CITY/COUNTY of Lenoir, to-wit:

The foregoing instrument was acknowledged before me this 28 day of March 2008, by Brad Mercer, Agent of Redco Properties, LLC, a North Carolina limited liability company, on behalf of the company.

Jannie Outlaw Berg  
Notary Public  
My Commission Expires 2-13-2011

My commission expires: \_\_\_\_\_  
Notary Registration No.: \_\_\_\_\_

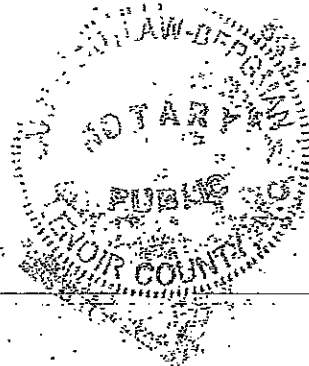


EXHIBIT A

ALL that certain lot, piece or parcel of land, situate, lying and being located in the City of Petersburg, Virginia, and shown and described as Lots 1, 2 and 3, containing 9.746 acres, 1.003 acres and 1.091 acres, respectively, on that certain Plat dated June 19, 2007, and revised October 26, 2007, made by AES Consulting Engineers and entitled "Commonwealth Medical Park I, City of Petersburg, Virginia", which plat is duly recorded in the Clerk's Office of the Circuit Court of the City of Petersburg, Virginia, in Plat Book 6, Page 55.

TOGETHER WITH rights created pursuant to a Declaration of Easements dated November 30, 2007, recorded December 14, 2007 in the Clerk's Office, Circuit Court, City of Petersburg, Virginia, as Instrument No. 070006691.