

After Recording, Return To:
Catherine A. Jama
U.S. Legal Department
McDONALD'S CORPORATION
One McDonald's Plaza
Oak Brook, Illinois 60523

AMENDMENT TO COVENANT NOT TO COMPETE

THIS AMENDMENT TO COVENANT NOT TO COMPETE ("Amendment") is entered into as of this 20th day of September, 2000, by McDonald's Corporation, a Delaware corporation ("Declarant").

WITNESSETH

WHEREAS, pursuant to the terms of that certain Covenant Not To Compete dated July 13, 1999 and recorded on July 23, 1999 as document number 99272514 Alameda County Official Records, ("Restrictive Covenant") Declarant restricted that certain real property located in the City of Oakland, County of Alameda, State of California, and more particularly described on Exhibit B attached to the Restrictive Covenant and incorporated herein by this reference (the "Restricted Premises").

WHEREAS, Declarant is the sole beneficiary of the benefits of the certain Restrictive Covenant and Declarant is desirous of amending that certain Restrictive Covenant.

NOW, THEREFORE, in consideration of ten dollars (\$10.00) and other valuable consideration, the Restrictive Covenant is amended as follows:

"Notwithstanding anything contained in the Restrictive Covenant to the contrary, McDonald's hereby waives the restriction with respect to a southern style sit down restaurant and bakery to be located at 2901 68th Street, Oakland, California, provided that such restaurant does not sell any hamburgers."

Other than amended herein, the Restrictive Covenant shall remain in full force and effect.

IN WITNESS WHEREOF, Declarant has executed this Amendment this 20th day of September, 2000.

**DECLARANT: McDONALD'S CORPORATION,
a Delaware corporation**

By: _____

Troy M. Brethauer
Senior Counsel



