



## BILL OF SALE AND ASSIGNMENT

**THIS BILL OF SALE AND ASSIGNMENT** (this "Bill of Sale") is made as of July 10, 2023 (the "Effective Date") by **YUM RESTAURANT SERVICES GROUP, LLC**, a Kentucky limited liability company, having a mailing address of 1441 Gardiner Lane, Louisville, Kentucky 40213 ("Assignor"), in favor of **JEFFERSON COUNTY PUBLIC SCHOOLS**, a school district located in Jefferson County, Kentucky, having a mailing address of 3332 Newburg Road, Louisville, Kentucky 40218 ("Assignee").

### RECITALS

A. Assignor and ERDCO Properties, LLC, a Kentucky limited liability company ("Landlord"), are parties to that certain Lease Agreement dated November 3, 2015, as amended, (the "Lease") for the real property, including the building and other improvements located thereon at 3301 Stober Road, Louisville, Kentucky 40213 (the "Premises").

B. Pursuant to that certain Termination of Lease dated as of June 29, 2023, by and between Assignor and Landlord, the Lease shall terminate on July 9, 2023, and, at such time, Assignee will enter into a new lease agreement with Landlord and occupy the Premises.

C. It is the intention of all of the parties that during the turnover of the Premises that some of the fixtures, furniture, equipment, machinery, and other personalty affixed or attached to the Premises remain on the Premises and be used by Assignee, as more particularly described in Exhibit A (the "Personal Property").

D. Assignor and Assignee intend that all of Assignor's right, title, and interest in the Personal Property be conveyed, assigned, transferred, and set over to Assignee as more fully set forth herein.

### AGREEMENT

NOW THEREFORE, in consideration of the foregoing recitals, but for no additional monetary consideration, the parties hereby agree as follows:

1. The recitals set forth above are material to this Bill of Sale and are fully incorporated herein by reference.

2. Assignor does hereby grant, convey, assign, transfer, set over, deliver to and vest in the Assignee, its successors and assigns forever, all of the Assignor's existing right, title and interest in and to any and all Personal Property in "AS IS" condition without warranty, express or implied, as to title, merchantability, condition or fitness, and any and all other incidental rights and appurtenances relating thereto, including, without limitation, the following:

(a) All of the Assignor's interest in the Personal Property; and

(b) All of the Assignor's interest in and to all existing and assignable guaranties and warranties (express or implied), if any, issued in connection with the purchase, installation and the repair of the Personal Property.

3. This Bill of Sale and the provisions herein contained will be binding upon and inure to the benefit of the Assignee and the Assignor and their respective successors and assigns.

4. This Bill of Sale shall be governed by the laws of the Commonwealth of Kentucky.


5. This Bill of Sale may be executed in multiple counterparts, including signatures obtained by facsimile or through electronic mail (such as .pdf files), each of which shall be deemed an original and all, taken together, shall constitute one (1) and the same instrument.

[Signature Page to Follow]

IN WITNESS WHEREOF, the Assignor and the Assignee have executed this Bill of Sale and Assignment as of the Effective Date.

**ASSIGNOR:**

**YUM RESTAURANT SERVICES GROUP,  
LLC**, a Kentucky limited liability company

By:   
Name: Carson Stewart  
Title: Vice President, Associate General Counsel

**ASSIGNEE:**

**JEFFERSON COUNTY PUBLIC SCHOOLS,**  
a school district located in Jefferson County,  
Kentucky

By: \_\_\_\_\_  
Name: Martin Pollio  
Title: Superintendent

**Exhibit A**

Personal Property

Reception desk and guest seating at front entrance

Approximately 30 file cabinets

310 Steelcase cubicles

9 office suites – fully equipped with furniture

10 conference rooms – equipped with tables/chairs

4 areas of collaborative seating

2 large freezers

2 refrigerators

4 ice makers

2 functional breakrooms – equipped with various seating

Approximately 15 tables and 46 chairs outside the breakrooms

Approximately 10 ceiling mounted monitors/TV's

Security cameras

Generator