

This instrument prepared by and return to:
Michael L. Womack
Williams, McDaniel, Wolfe & Womack, P.C.
5521 Murray Road
Memphis, Tennessee 38119-3717

PH:NA

MEMORANDUM OF LEASE

LESSOR: Schilling Companies, Inc.

LESSEE: Hernando DeSoto, LLC

PREMISES: Real Property situated in the Northwest Quarter of Section 17, Township 3 South, Range 7 West, DeSoto County, Mississippi, being more particularly described on Exhibit A, attached.

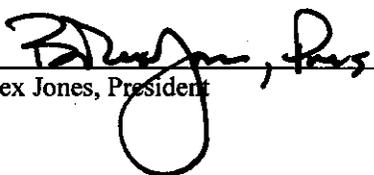
The above defined LESSOR and LESSEE have entered into a Lease of Real Property for the above defined Premises dated of even date with this Memorandum. This Memorandum is made and entered into for purposes of filing in the land records of the county where the Premises is located so that all other persons and entities shall have notice that the Premises is subject to the Lease, its terms and conditions and the LESSEE'S rights as stated in that Lease. LESSOR and LESSEE hereby notify all other persons and entities as follows:

1. LEASE TERM: Five (5) years, beginning March 8, 2006 and ending on March 7, 2011.
2. RENEWAL OR OPTION TERMS: None.
3. PURCHASE OPTIONS: The LESSEE has a Purchase Option for the entire Premises described on Exhibit A and all improvements thereon.
4. USE AND PURPOSE: During the term of the Lease, the LESSEE shall develop and operate a commercial development on the Premises.
5. The LESSOR may be contacted at the following address: 7519 Capital Drive, Ste. 2, Germantown, Tennessee 38138-0804.
6. The LESSEE may be contacted at the following address: 7700 Wolfe River Blvd., Germantown, Tennessee 38138.

IN WITNESS WHEREOF, the undersigned LESSOR and LESSEE have executed this Memorandum of lease in Memphis, Shelby County, Tennessee on this 8th day of March, 2006.

LESSOR:
SCHILLING COMPANIES, INC.
a Tennessee corporation

LESSEE:
HERNANDO DESOTO, LLC
a Mississippi limited liability company

By: 
B. Rex Jones, President

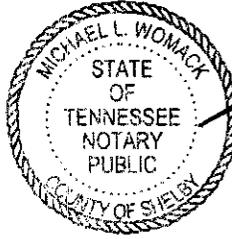
By: 
M. Spence Ray, Authorized Member

BWB

STATE OF TENNESSEE
COUNTY OF SHELBY

BEFORE ME, the undersigned Notary Public in and for the State and County aforesaid, duly commissioned and qualified, personally appeared B. Rex Jones, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged upon oath or affirmation that he executed the within instrument for the purposes therein contained, and who further acknowledged upon oath or affirmation that he is the President of Schilling Companies, Inc., a Tennessee corporation, the maker or a constituent of the maker, and is authorized by the maker or by its constituent, the constituent being authorized by the maker, to execute this instrument on behalf of the maker for the purposes therein contained.

WITNESS my hand, at office, in Memphis, Shelby County, Tennessee this 8th day of March, 2006.



[Handwritten Signature]

NOTARY PUBLIC

My Commission Expires:

My Comm. Exp. 4-07-2009

STATE OF TENNESSEE
COUNTY OF SHELBY

BEFORE ME, the undersigned Notary Public in and for the State and County aforesaid, duly commissioned and qualified, personally appeared M. Spence Ray, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged upon oath or affirmation that he executed the within instrument for the purposes therein contained, and who further acknowledged upon oath or affirmation that he is the Authorized Member of Hernando Desoto, LLC, a Mississippi limited liability company, the maker or a constituent of the maker, and is authorized by the maker or by its constituent, the constituent being authorized by the maker, to execute this instrument on behalf of the maker for the purposes therein contained.

WITNESS my hand, at office, in Memphis, Shelby County, Tennessee this 8th day of March, 2006.



[Handwritten Signature]

NOTARY PUBLIC

My Commission Expires:

MY COMMISSION EXPIRES APRIL 29, 2006

EXHIBIT A

Real property located in the Northwest Quarter of Section 17, Township 3 South, Range 7 West, DeSoto County, Mississippi, and being more particularly described as follows:

Description of part of the Hernando DeSoto, LLC property recorded in Book 521, Page 670 located in the Northwest Quarter of Section 17, Township 3 South, Range 7 West in Hernando, DeSoto County, Mississippi:

Commencing at the southeast corner of the Northwest Quarter, Section 18, Township 3 South, Range 7 West; thence north 89 degrees 47 minutes 50 seconds east, 47.89 feet to a point in the north line of East Commerce Street; thence north 89 degrees 38 minutes 41 seconds east with the north line of said East Commerce Street, 329.66 feet to the Point of Beginning; thence north 02 degrees 54 minutes 59 seconds west across the Hernando DeSoto, LLC property recorded in Book 521, Page 670, 467.09 feet to a point in the south line of Creekside Boulevard; thence eastwardly with the south line of said Creekside Boulevard the following calls: north 85 degrees 56 minutes 43 seconds east, 199.87 feet; north 83 degrees 03 minutes 41 seconds east, 242.76 feet to a point in the west line of Lot 4, Section A, Creekside Subdivision recorded in Plat Book 76, Page 10; thence southwardly with the west line of said subdivision recorded in Plat Book 76, Page 10 the following calls: south 28 degrees 15 minutes 41 seconds west, 150.11 feet; south 15 degrees 42 minutes 41 seconds west, 167.03 feet; south 04 degrees 33 minutes 41 seconds west, 215.86 feet to a point in the north line of said East Commerce Street; thence south 89 degrees 38 minutes 41 seconds west with the north line of said East Commerce Street, 283.11 feet to the point of beginning and containing 3.70 acres of land, more or less.

Reference is hereby made to ALTA Survey dated February 15, 2006 by Daniels Williams Engineering, Inc.