

**WARRANTY DEED, BILL OF SALE, AND
ASSIGNMENT OF LEASE**

H.A. **THIS WARRANTY DEED, BILL OF SALE, AND ASSIGNMENT OF LEASE**, made and entered into this 5th day of ~~October~~ ^{NOVEMBER}, 1992, by and between HERBERT ALFRED JOHNSON, JR. and wife JULIE S. JOHNSON (Herbert Alfred Johnson, Jr. being one and the same person as Herbert A. Johnson, Jr. DBA Aeronautical Enterprises), of 8343 Stavenger Cove, Memphis, Tennessee, party of the first part, (collectively "Grantor"), and THE DIONE GERBER TRUST, Betty Jo Gerber, Trustee, located at Suite 5R, 1779 Kirby Parkway, Memphis, Tennessee, party of the second part, ("Grantee").

WITNESSETH:

That for and in consideration of Ten Dollars (\$10.00), cash in hand paid, and other good and valuable considerations, the receipt of all of which is hereby acknowledged, the said party of the first part has bargained and sold and does hereby bargain, sell, convey and warrant unto the said party of the second part, the following described real estate and other property, situated and being in the County of DeSoto, State of Mississippi, to-wit:

- 1. All Grantor's right, title, and interest in and to the real estate and improvements in DeSoto County, Mississippi, described as follows:

PROPERTY DESCRIBED ON ATTACHED EXHIBIT "A"
INCORPORATED HEREIN BY REFERENCE

Together with the access rights over the roadway serving such property.

- 2. All buildings, improvements, structures, runways, hangars, taxiways, ramps, lighting, landscaping, parking, drives, fixtures, equipment, machinery, furniture, navigational devices, beacons, tools, supplies, stock, inventory, computers, software, office machines, forms, advertising materials, signs, appliances, drapes, carpets and other personal property which may be owned by Grantor and located on the above-described real estate.
- 3. All Grantor's right, title and interest (whether as landlord, tenant, or otherwise) in and to all leases [including, without limitation, that certain Lease dated October 1, 1987, between The Dione Gerber Trust, Betty Jo Gerber, Trustee, as Lessor, and Herbert A. Johnson, Jr. dba Aeronautical Enterprises, as Lessee, (the "Lease")], subleases [including, without limitation, that certain undated sublease between Herbert A. Johnson, Jr. dba Aeronautical Enterprises, as Lessor, and William Gerber, as Lessee, (the "Sublease")], and other contracts including, without limitation, all warranties, guaranties, sales or listing agreements, and bonds affecting or related to the property described in the Lease, in the Sublease, or in the foregoing paragraphs 1 and 2.
- 4. All service contracts related to or affecting the property described in the foregoing paragraphs 1, 2 and 3.
- 5. All utility, tax, insurance and similar deposits, escrows, reserves, impound accounts and other funds therein contained related to or affecting the property described in the foregoing paragraphs 1, 2 and 3.

Grantor warrants that the above-described property constitutes no part of the homestead of Grantor; that Grantor has the good right to sell and convey the same; that the same is unencumbered; that Grantor has not pledged, encumbered, leased, assigned, or otherwise transferred any interest therein; and that the title and quiet

PREPARED BY AND RETURN TO:
Boyd L. Johnson, Jr.
2000 First National Bldg.
165 Madison Avenue
Memphis, Tennessee 38138
M BLR64371 V1

STATE MS.-DESOTO CO. STATE MS.-DESOTO CO.
FILED FILED
Nov 17 9 40 AM '92 Dec 4 9 48 AM '92
RECORDED DEED BOOK PAGE W.E. DAVIS CH. CLK.
RECORDED DEED BOOK PAGE W.E. DAVIS CH. CLK.

possession thereto Grantor will warrant and forever defend against the lawful claims of all persons.

WITNESS the signature of the party of the first part the day and year first above written.

Herbert Alfred Johnson, Jr.
HERBERT ALFRED JOHNSON, JR.

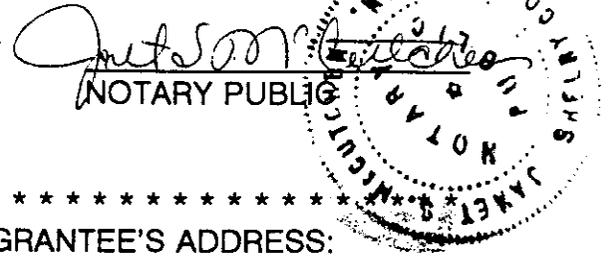
Julie S. Johnson
JULIE S. JOHNSON

STATE OF TENNESSEE
COUNTY OF SHELBY

PERSONALLY APPEARED BEFORE ME, the undersigned authority of law in and for the State and County aforesaid, on this 5TH day of ~~October~~ NOVEMBER, 1992, within my jurisdiction, the within named HERBERT ALFRED JOHNSON, JR. and wife, JULIE S. JOHNSON, who acknowledged that they executed and delivered the foregoing instrument on the day and year therein mentioned and for the purposes therein expressed as their free act and deed..

GIVEN under my hand, this 5TH day of ~~October~~ NOVEMBER, 1992.

My Commission Expires:
5/14/96



GRANTOR'S ADDRESS:

8343 Stavenger Cove
Cordova, TN 38018
(#) (901) 754-3556
(0) (901) 369-3600

GRANTEE'S ADDRESS:

Suite 5A
1729 Kirby Parkway
Memphis, Tenn. 38138
EXHIBIT "A" (#) 755-6177 } area code 901
(0) 767-4613 }

Property Description

PROPERTY IN COUNTY OF DESOTO, STATE OF MISSISSIPPI:

Part of the Northwest Quarter of Section 26, Township 3 South, Range 7 West, DeSoto County, Mississippi:

TRACT 1. Commencing at a point commonly accepted as the northwest corner of said quarter section, said point being the intersection of the centerlines of Bolin Road and Malone Road; thence run South 01°57'06" West a distance of 1928.21 feet along the west line of said quarter section to a point; thence run South 74°34'25" East a distance of 394.80 feet to the Point of Beginning; thence run North 15°25'35" East a distance of 186.00 feet to a point; thence run South 74°34'25" East a distance of 137.00 feet to a point; thence run South 15°25'35" West a distance of 51.00 feet to a point on the north side of a metal building; thence continue South 15°25'35" West a distance of 80.32 feet to a point on the south side of said building; thence continue South 15°25'35" West a distance of 54.68 feet to a point; thence run North 74°34'25" West a distance of 137.00 feet to the Point of Beginning and containing 0.585 acres.

TRACT 2. Commencing at a point commonly accepted as the northwest corner of said quarter section, said point being the intersection of the centerlines of Bolin Road and Malone Road; thence run South 01°57'06" West a distance of 1928.21 feet along the west line of said quarter section to a point; thence run South 74°34'25" East a distance of 531.80 feet to the Point of Beginning; thence run North 15°25'35" East a distance of 54.68 feet to a point on the south side of a metal building; thence continue North 15°25'35" East a distance of 80.32 feet to a point on the north side of said building; thence continue North 15°25'35" East a distance of 51.00 feet to a point; thence run South 74°34'25" East a distance of 147.50 feet to a point; thence run South 15°25'35" West a distance of 186.00 feet to a point; thence run North 74°34'25" West a distance of 147.50 feet to the Point of Beginning and containing 0.628 acres.