

DOWNEN MANAGEMENT
COMPANY, INC., ET AL, GRANTORS

WARRANTY DEED

JUL 8 4 03 PM '96 mc

TO

PAIGE P. MILLER, GRANTEE

BK 303 PG 449
W.E. DAVIS CH. CLK.

FOR AND IN CONSIDERATION of Ten Dollars (\$10.00), cash in hand paid, and other good and valuable legal consideration, the receipt and sufficiency of which is hereby acknowledged, the Grantors, DOWNEN MANAGEMENT COMPANY, INC., a Mississippi corporation, d/b/a/ Prime Properties Group, LEON H. DOWNEN, a/k/a Leon Downen, and DARREN H. DOWNEN, a/k/a Darren Downen, both individually and as the two sole stockholders of said corporation, hereby sell, convey, and warrant unto the Grantee, PAIGE P. MILLER, the land in the City of Hernando, DeSoto County, Mississippi, being more particularly described as follows:

Part of Lots 118 and 150 located in Section 13, Township 3 South, Range 8 West, City of Hernando, DeSoto County, Mississippi, described more particularly as follows:

Beginning at the Southwest corner of Town Lot 150 in Section 13, Township 3 South, Range 8 West; thence East 61.0 feet along the South line of said Town lot to a point; thence North 99.4 feet along the West line of the DeSoto County lot and the West line of the Couch lot to the Southeast corner of Parcel C of the attached plat; thence West 60.33 feet along the South line of Parcels A, B, and C of the attached plat to the Southwest corner of Parcel A of the attached plat, said point being a point 20 feet South of the existing building on Parcel A; thence South 99.4 feet to the point of beginning. As per survey of J. F. Lauderdale, R. L. S., dated February 21, 1989 (shown as Parcel D). Also being described as the South one-half of Town Lot 118, and all of Town Lot 150, all as located on the original Town Map of the City of Hernando and being the same property conveyed to Leon H. Downen and Darren H. Downen as recorded in Deed Book 247, Page 303 located in the Office of the Chancery Clerk of DeSoto County, Mississippi.

AND

Parcels A, B, and C, being part of Town Lots 118, 119, and 120, City of Hernando, located in Section 13, Township 3 South, Range 8 West, DeSoto County, Mississippi, more particularly described as follows:

Parcel A of Town Lots 118 and 119, described as beginning at the Northeast corner of Town Lot 122 in Section 13, Township 3 South, Range 8 West; thence West 130.00 feet to the Northwest corner of Town Lot 119 and the Point of Beginning of the following parcel: thence South along the east right of way of Caffey Street and the West line of Town lots 118 and 119 a distance of 100.6 feet to a point, said point is 20 feet South of the existing building; thence East 11.71 feet along a line parallel to the South wall of said building to a point; thence North 100.6 feet into the existing building and along the centerline of a common wall in side said building to a point on the North line of Town lot 119; thence West 11.78 feet to the Point of Beginning.

Parcel B of Town Lots 118, 119 and 120 in Section 13, Township 3 South, Range 8 West, City of Hernando in DeSoto County, Mississippi described as beginning at the Northeast corner of Town Lot 122 in Section 13, Township 3 South, Range 8 West; thence West 118.22 feet to the Northeast corner of Parcel A of this tract and the Point of Beginning of the following parcel: thence South 100.6 feet along a common wall of the existing building to the Southeast corner of Parcel A; thence East 21.0 feet along a line that is 20 feet South of the existing building to a point; thence North 100.6 feet into said building and along the centerline of a common wall of the building to a point in the North line of Town Lot 120; thence West 21.0 feet to the Point of Beginning.

Parcel C of Town Lots 118 and 120 in Section 13, Township 3 South, Range 8 West, City of Hernando in DeSoto County, Mississippi, described as beginning at the Northeast corner of Town Lot 122 in Section 13, Township 3 South, Range 8 West, Thence West 69.6 feet to the Northwest corner of the Pender lot and the Point of Beginning of the following parcel: thence West 27.62 feet to the Northeast corner of parcel B of this tract; thence South 100.6 feet along a common wall in the existing building to the Southeast corner of Parcel B, said point being a point 20 feet South of the existing building; thence East 27.62 feet along a line parallel to said existing building to a point in the West line of the Couch tract; thence North 100.6 feet along the West line of the Couch tract and the West line of the Pender lot to the Point of Beginning.

All above described parcels are as per survey of J. F. Lauderdale, R.L.S., dated February 21, 1989 and being the same property conveyed to Downen Management Company, Inc., d/b/a Prime Properties Group as recorded in Deed Book 228, Page 700 in the Office of the Chancery Clerk of DeSoto County, Mississippi.

By acceptance of this Deed, the parties agree that this conveyance is made subject to subdivision, health department, zoning and other regulations in effect in the City of Hernando, DeSoto County, Mississippi and rights of way and easements for public roads, flowage, and utilities.

The warranty in this deed is also subject to an 8.6±foot encroachment onto Caffey Street by Parcel A on the west line of the property described above.

Taxes for 1996 shall be estimated and prorated at closing and paid by the Grantee when due with any final adjustments in proration to be made between Grantor and Grantee when the actual ad-valorem tax bill is rendered. Possession will be given upon delivery of this Deed subject to the rights, if any, of any tenants in possession.

EXECUTED this the 3rd day of July, 1996.


LEON H. DOWNEN, a/k/a Leon Downen,
individually and as one of two stockholders for
Downen Management, Inc., a Mississippi
corporation d/b/a Prime Properties Group


DARREN H. DOWNEN, a/k/a Darren Downen
individually and as one of two stockholders for
Downen Management, Inc., a Mississippi
corporation d/b/a Prime Properties Group

DOWNEN MANAGEMENT COMPANY, INC.,
a Mississippi corporation, d/b/a Prime
Properties Group

ATTEST:


Ann Downen, Secretary

By: 
Leon Downen, President

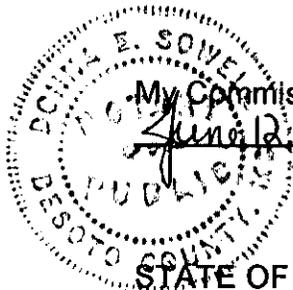

Darren Downen, Vice President

STATE OF MISSISSIPPI
COUNTY OF DESOTO

This day personally appeared before me, the undersigned authority in and for said County and State, the within named LEON H. DOWNEN, a/k/a Leon Downen, individually and as one of two stockholders for Downen Management, Inc., a Mississippi corporation d/b/a Prime Properties Group, who acknowledged signing and delivering the above and foregoing Warranty Deed on the day and date therein mentioned as a free and voluntary act and deed and for the purposes therein expressed.

GIVEN under my hand and official seal of office this the 3rd day of July, 1996.

Donna E. Howell
Notary Public



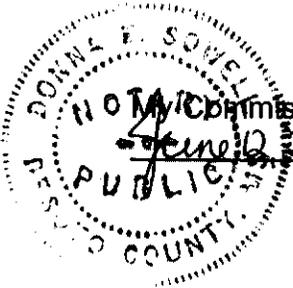
My Commission Expires:
June 12, 2000

STATE OF MISSISSIPPI
COUNTY OF DESOTO

This day personally appeared before me, the undersigned authority in and for said County and State, the within named DARREN H. DOWNEN, a/k/a Darren Downen, individually and as one of two stockholders for Downen Management, Inc., a Mississippi corporation d/b/a Prime Properties Group, who acknowledged signing and delivering the above and foregoing Warranty Deed on the day and date therein mentioned as a free and voluntary act and deed and for the purposes therein expressed.

GIVEN under my hand and official seal of office this the 3rd day of July, 1996.

Donna E. Howell
Notary Public



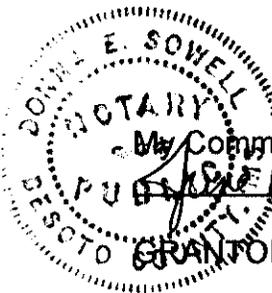
My Commission Expires:
June 12, 2000

STATE OF MISSISSIPPI
 COUNTY OF DESOTO

Personally appeared before me, the undersigned authority in and for the said County and State, within my jurisdiction, the within named LEON DOWNEN, DARREN DOWNEN and ANN DOWNEN, who acknowledged being President, Vice President and Secretary, respectively, of Downen Management Company, Inc., a Mississippi corporation, and for and on behalf of the said corporation and as its act and deed signing, sealing and delivering the above and foregoing Warranty Deed for the purposes mentioned on the day and year therein mentioned, after first having been duly authorized by said corporation so to do.

GIVEN under my hand and official seal this the 3rd day of July, 1996.

Donna E. Sowell
 Notary Public



My Commission Expires: AUGUST 2, 2000

GRANTOR'S ADDRESS: 350 East Robinson Street, Hernando, MS 38632
 Home #: (601) 429-7507 Bus. # (501) 732-6271

GRANTEE'S ADDRESS: 7667 Iris Cove Southaven MS 38671
 Home #: (601) 398-2256 Bus. #: (601) 326-2429

Prepared by:
 Walker, Brown & Brown, P. A.
 P. O. Box 276
 Hernando, MS 38632
 (601) 429-5277
 (901) 521-9292

JOSEPH F. LAUDERDALE P. E. L. S.

14 LOSHER STREET
HERNANDO, MISSISSIPPI 38632
601-368-0427

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FEB. 21, 1989

DESCRIPTION OF PARCEL "A" OF TOWN LOTS 118 AND 119 IN SECTION 13; TOWNSHIP 3 SOUTH; RANGE 8 WEST; CITY OF HERNANDO IN DESOTO COUNTY, MISSISSIPPI.

Beginning at the northeast corner of Town Lot 122 in Section 13; Township 3 South; Range 8 West; thence west 130.00 feet to the northwest corner of Town lot 119 and the point of beginning of the following parcel: thence south along the east right of way of Caffey Street and the west line of Town lots 118 and 119 a distance of 100.6 feet to a point, said point is 20 feet south of the existing building; thence east 11.71 feet along a line parallel to the south wall of said building to a point; thence north 100.6 feet into the existing building and along the centerline of a common wall in side said building to a point on the north line of Town lot 119; thence west 11.78 feet to the point of beginning.

DESCRIPTION OF PARCEL "B" OF TOWN LOTS 118, 119, AND 120 IN SECTION 13; TOWNSHIP 3 SOUTH; RANGE 8 WEST; CITY OF HERNANDO IN DESOTO COUNTY, MISS.

Beginning at the northeast corner of Town lot 122 in Section 13; Township 3 South; Range 8 West; thence west 118.22 feet to the northeast corner of parcel "A" of this tract and the point of beginning of the following parcel: thence south 100.6 feet along a common wall of the existing building to the southeast corner of parcel "A"; thence east 21.0 feet along a line that is 20 feet south of the existing building to a point; thence north 100.6 feet into said building and along the centerline of a common wall of the building to a point in the north line of Town Lot 120; thence west 21.0 feet to the point of beginning.

DESCRIPTION OF PARCEL "C" OF TOWN LOTS 118 AND 120 IN SECTION 13; TOWNSHIP 3 SOUTH; RANGE 8 WEST; CITY OF HERNANDO IN DESOTO COUNTY, MISSISSIPPI.

Beginning at the northeast corner of Town Lot 122 in Section 13; Township 3 South; Range 8 WEST; thence west 69.6 feet to the northwest corner of the Pender lot and the point of beginning of the following parcel: thence west 27.62 feet to the northeast corner of parcel "B" of this tract; thence south 100.6 feet along a common wall in the existing building to the southeast corner of parcel "B", said point being a point 20 feet south of the existing building; thence east 27.62 feet along a line parallel to said existing building to a point in the west line of the Couch tract; thence north 100.6 feet along the west line of the Couch tract and the west line of the Pender lot to the point of beginning .


J. F. Lauderdale L.S.

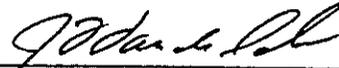
JOSEPH F. LAUDERDALE P. E. L. S.
14 LOSHER STREET
HERNANDO, MISSISSIPPI 38632
601-368-0427

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FEB. 21, 1989

DESCRIPTION OF PARCEL "D" OF TOWN LOTS 118 AND 150 IN SECTION 13; TOWNSHIP 3 SOUTH; RANGE 8 WEST; CITY OF HERNANDO IN DESOTO COUNTY, MISS.

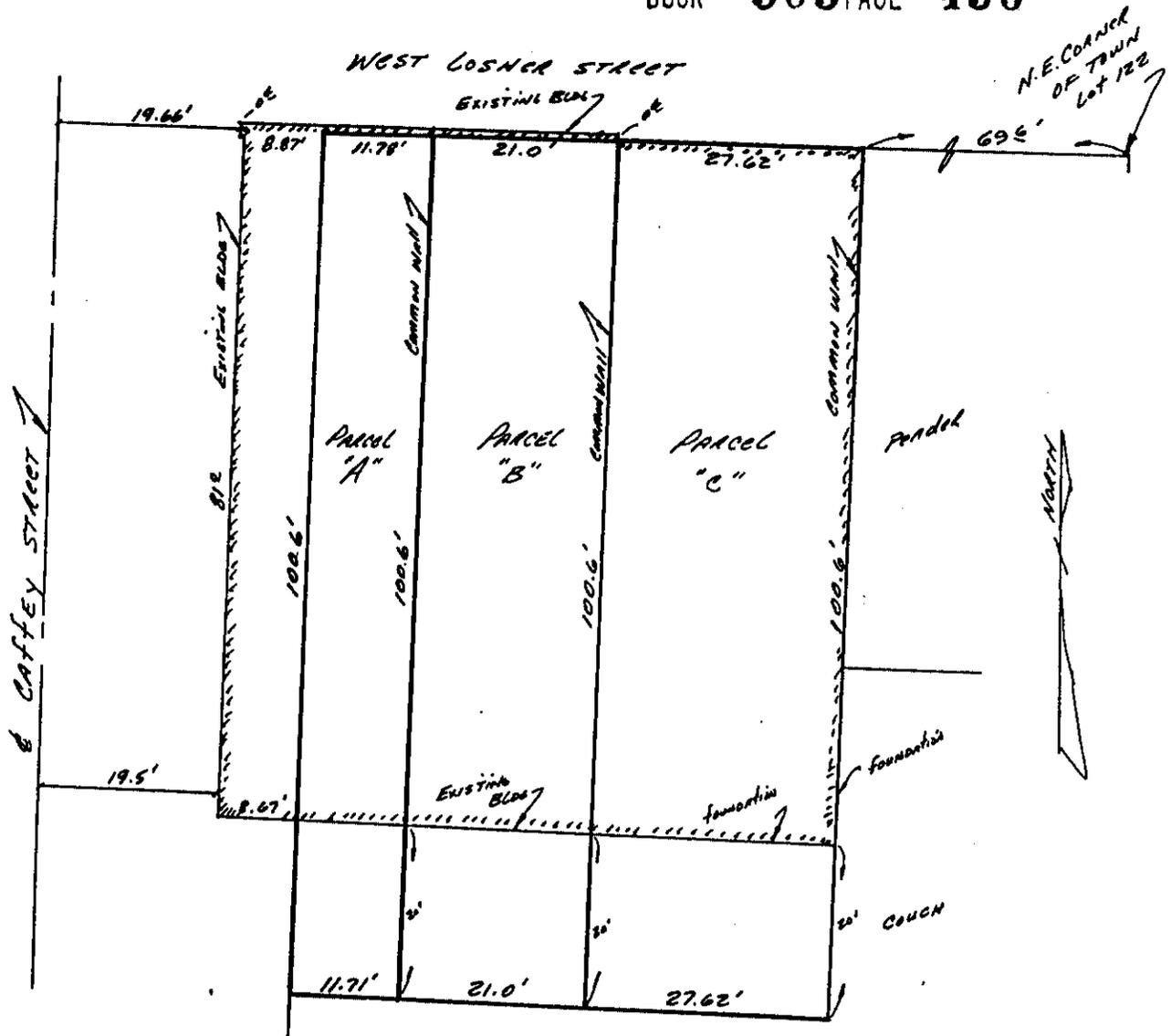
Beginning at the southwest corner of Town Lot 150 in Section 13; Township 3 South; Range 8 West; thence east 61.0 feet along the south line of said Town lot to a point; thence north 99.4 feet along the west line of the Desoto County lot and the west line of the Couch lot to the southeast corner of parcel "C" of this tract; thence west 60.33 feet along the south line of Parcels A, B, and C to the southwest corner of parcel A, said point being a point 20 feet south of the existing building on parcel A; thence south 99.4 feet to the point of beginning.



J. F. Lauderdale L.S.

PLAT OF A DIVISION OF TOWN LOTS 118, 119, AND 120 IN SECTION 13;
 TOWNSHIP 3 SOUTH; RANGE 8 WEST; CITY OF HERNANDO IN DESOTO COUNTY,
 MISSISSIPPI.

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JAMES

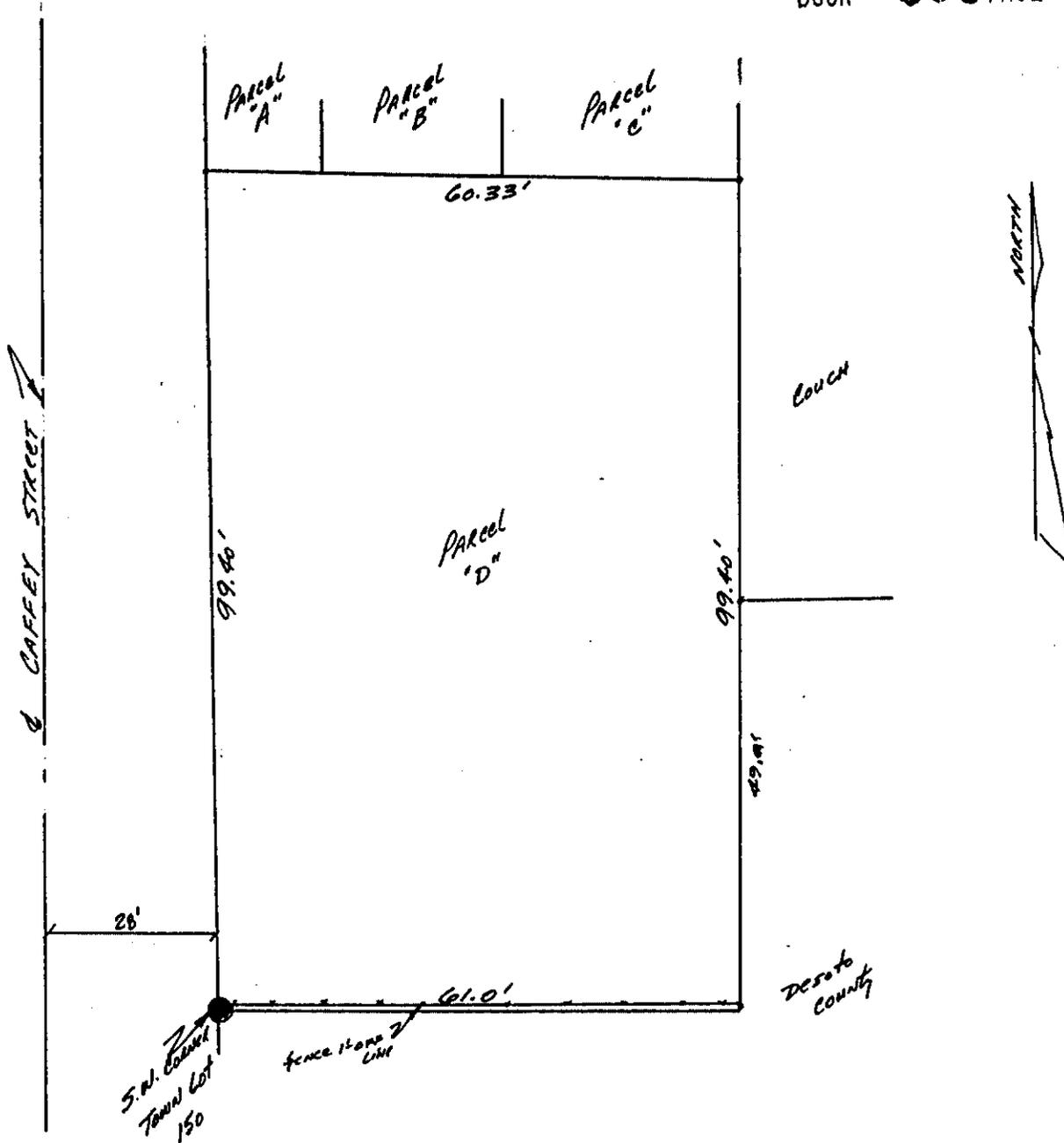
SCALE: 1" = 20'

FEB. 21, 1989

J. F. Lauderdale L.S.

PLAT OF PART OF TOWN LOT 118 AND 150 IN SECTION 13; TOWNSHIP 3 SOUTH; RANGE 8 WEST; CITY OF HERNANDO IN DESOTO COUNTY, MISS.

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SCALE: 1" = 20'

FEB. 21, 1989

J. F. Lauderdale L.S.