

THIS INSTRUMENT PREPARED BY: DONALD RAY DOWNS, P. A., 509
WALDRON STREET, CORINTH, MISSISSIPPI 38834, 601/287/8088

WARRANTY DEED

FOR AND IN CONSIDERATION OF One Dollar (\$1.00) and other good and valuable consideration including the love and affection which the grantors have for the grantee herein, the sufficiency and receipt of all of which are hereby acknowledged and subject to the indebtedness hereinafter mentioned, We, GERALD D. KELDER, and wife, BEATRICE R. KELDER, 117 Hillwood Drive, Dickson, Tennessee 37055, 615/441/3381, hereby convey and warrant unto JAMES R. KELDER, 8265 Windersgate Drive, Olive Branch, Mississippi 38654, 662/895/0165, an undivided 53% interest in and to the following described property:

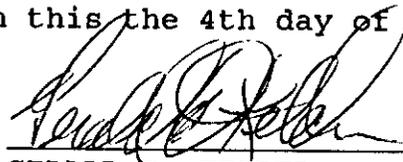
Situated in the County of DeSoto, State of Mississippi,
to-wit:

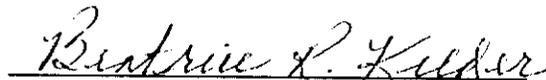
Lot 25, Section C, Germanwood Plantation, in Section 21, Township 1 South, Range 6 West, in the City of Olive Branch, DeSoto County, Mississippi, as shown by plat appearing of record in Plat Book 42, Pages 28-29, in the office of the Chancery Clerk of DeSoto County, Mississippi.

The warranty in this Deed is subject to rights-of-way and easements for public roads and public utilities, subdivision and zoning regulations in effect in DeSoto County, Mississippi, and further subject to all applicable building restrictions and restrictive covenants of record.

As part of the consideration for this conveyance the grantee assumes and agrees to pay as and when the same becomes due and payable the indebtedness which Gerald D. Kelder and Beatrice R. Kelder owe to Bank of Mississippi as evidenced by their Deed of Trust dated April 15, 1994, which has been recorded in the Chancery clerk's Office of DeSoto County, Mississippi, covering the above described property.

WITNESS our signatures on this the 4th day of May, 1999.


GERALD D. KELDER


BEATRICE R. KELDER

STATE MS. - DESOTO CO.
FILED

MAY 7 9 20 AM '99

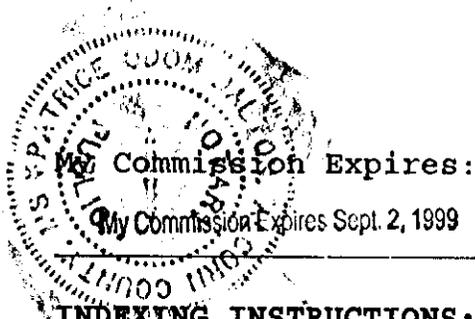
BK 352 PG 35
W.E. DAVIS CH. CLK.

STATE OF MISSISSIPPI

COUNTY OF ALCORN

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the said county and state, on this 4th day of May, 1999, within my jurisdiction, the within named GERALD D. KELDER and wife, BEATRICE R. KELDER, who acknowledged that they executed the above and foregoing instrument.

Patrice O. Dalton
NOTARY PUBLIC



My Commission Expires:

My Commission Expires Sept. 2, 1999

INDEXING INSTRUCTIONS:

Index under Lot 25, Section C, Germanwood Plantation, in Section 21, Township 1 South, Range 6 West, DeSoto County, Mississippi.