

WARRANTY DEED

THIS DEED is made and entered into this day by and between Crumpler Plaza Joint Venture (A Tennessee general partnership composed of Crumpler Place, LLC, a Tennessee limited liability company and Walker & Walker and Associates, LLC, a Tennessee limited liability company) (the party of the first part) and Thompson & Co. Investments, LLC, a Tennessee limited liability company (the party of the second part).

WITNESSETH:

FOR AND IN CONSIDERATION of the sum of TEN DOLLARS (\$10.00), cash in hand paid, and other good and valuable considerations, the receipt and sufficiency of which is hereby expressly acknowledged, the party of the first part does hereby convey and warrant unto the party of the second part, its successors and assigns the following described real property situated and being in the City of Olive Branch, County of DeSoto, State of Mississippi, to-wit:

Lot Nos. 172, 173, 174, 175, 176, 177, 178, 183, 184, 185, 186, 187, 188, 189, 190, 191, 192, 193, 194, 195, 196, 197, 198, 199, 200, 201, 202, 203, 204, 205, 206, 207, 208, 209, 210, 211, 212, 213, 214, 215, 216, 217, 218, 219, 220, 225, 226, 227, 228, 229, 230, 231, 232, 233, 234, 235, 236, 237, 238, 239, 240, 241, 242, 243, 244, 245, 246, 247, 248, 249, 250, 251, 252, 253, 254, 255, 256, 257, 258, 259, 260, 261, 262, 263, 264, 265 and 266 of the Golf Villas of Crumpler Place PUD, according to the plat of said subdivision recorded in Plat Book 65, at Pages 38-40 in the land records of the Office of the Clerk of the Chancery Court of DeSoto County, Mississippi.

TO HAVE AND TO HOLD the aforesaid real estate, together with all the appurtenances and hereditaments thereunto belonging or in any wise appertaining unto said party of the second part, their heirs and assigns in fee simple forever, subject only to Restrictions and Building Lines and Easements of record in Plat Book 56, Page 40 and in Plat Book 57, Page 1 and Plat Book 60, Page 24 and Plat Book 65, at Pages 38-40; Restrictive Covenants of record in the land deed records found in Book 348 at Page 308 as modified by amendment approved by the Mayor and Board of Alderman of the City of Olive Branch by order recorded in the land deed records found in Book 350 at Page 316; Declaration of Covenants of record in Book 283, Page 642; Restrictions contained in Reciprocal Easement Agreement recorded in Book 279, Page 318, as amended in Book 279, Page 343; Sewer Easement of record in Book 225, Page 269; Easement of record in Book 225 page 267, as Modified by Partial Extinguishment of Easement in Book 331, Page 130; Ingress-egress easement of record in Book 286, Page 702; Ingress-egress easement of record in Book 297, Page 206; Declarations of Restrictions of record in Book 315, Page 624; Ingress/Egress Easement of record in Book 329, Page 302; Reciprocal Easement and Operation Agreement of record in Book 331, Page 132; Easement of record in Book 332, Page 14; all of the foregoing as recorded in the Office of the Chancery Court Clerk of DeSoto County,

Mississippi; and further subject to an unrecorded easement dated March 30, 1998 between Alexander & Peoples, LLC, a Mississippi limited liability company and Desianna Properties, LLC; and further subject to subdivision, health department, zoning and other regulations in effect in DeSoto County, Mississippi.

Taxes for the year 1999 shall be estimated and prorated at closing and paid by the party of the second part when due.

Possession is given upon delivery of this deed.

WITNESS the execution of this instrument by the undersigned, this the 1ST day of July, 1999.

CRUMPLER PLAZA JOINT VENTURE

(A TENNESSEE GENERAL PARTNERSHIP COMPOSED OF CRUMPLER PLACE, LLC, A TENNESSEE LIMITED LIABILITY COMPANY, AND WALKER & WALKER AND ASSOCIATES, LLC, A TENNESSEE LIMITED LIABILITY COMPANY)

By: CRUMPLER PLACE, LLC, individually and as joint venturer

By: [Signature]
Wesley G. Thompson, Chief Manager and Member

By: WALKER & WALKER AND ASSOCIATES, LLC, individually and as joint venturer

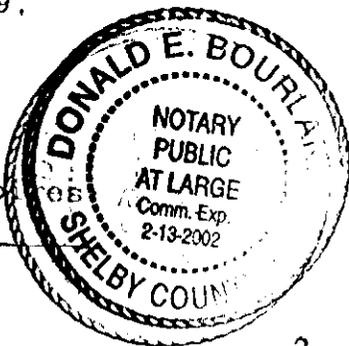
By: [Signature]
Richard Gallina
Chief Manager and Member

STATE OF TENNESSEE
COUNTY OF SHELBY

PERSONALLY appeared before me, the undersigned authority, in and for the county and state aforesaid, the within named Wesley G. Thompson who acknowledged that he is the chief manager and member of Crumpler Place, LLC, a Tennessee limited liability company which is one of the Joint Venture Partners of Crumpler Plaza Joint Venture and that for and on behalf of the said limited liability company and joint venture as their act and deed, he signed and delivered the above and foregoing instrument after having been duly authorized by said limited liability company and joint venture so to do.

GIVEN under my hand and official seal, this the 1 day of ~~June~~ ^{July}, 1999.

[Signature]
NOTARY PUBLIC



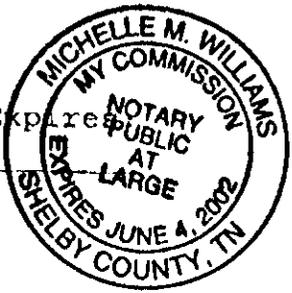
My Commission Expires _____

STATE OF TENNESSEE
COUNTY OF SHELBY

PERSONALLY appeared before me, the undersigned authority, in and for the county and state aforesaid, the within named Richard Gallina who acknowledged that he is the chief manager and member of Walker & Walker And Associates, LLC, a Tennessee limited liability company which is one of the Joint Venture Partners of Crumpler Plaza Joint Venture and that for and on behalf of the said limited liability company and joint venture as their act and deed, he signed and delivered the above and foregoing instrument after having been duly authorized by said limited liability company and joint venture so to do.

GIVEN under my hand and official seal, this the 1st day of ~~June~~ ^{July}, 1999.

Michelle M. Williams
NOTARY PUBLIC



My Commission Expires _____

GRANTORS' ADDRESSES AND PHONE NUMBERS:

Crumpler Plaza Joint Venture (A Tennessee general partnership composed of Crumpler Place, LLC, a Tennessee limited liability company and Walker & Walker And Associates, LLC, a Tennessee limited liability Company)
ADDRESS: 6373 North Quail Hollow Road, Suite 101, Memphis, TN 38120
PHONE NUMBER: 901-758-1125

Crumpler Place, LLC, a Tennessee limited liability company
ADDRESS: 600 Kenrose, Collierville, TN 38017
PHONE NUMBER: 901-758-1125

Walker & Walker And Associates, LLC, a Tennessee limited liability company
ADDRESS: 7515 Corporate Center Parkway, Germantown, TN 38136
PHONE NUMBER: 901-754-4940

GRANTEE'S ADDRESSES AND PHONE NUMBERS:

Thompson & Co. Investments, LLC
ADDRESS: 6373 North Quail Hollow Road, Suite 101, Memphis, TN 38120
PHONE NUMBER: 901-758-1125

Indexing Instructions:

To be indexed in Lot Nos. 172, 173, 174, 175, 176, 177, 178, 183, 184, 185, 186, 187, 188, 189, 190, 191, 192, 193, 194, 195, 196, 197, 198, 199, 200, 201, 202, 203, 204, 205, 206, 207, 208, 209, 210, 211, 212, 213, 214, 215, 216, 217, 218, 219, 220, 225, 226, 227, 228, 229, 230, 231, 232, 233, 234, 235, 236, 237, 238, 239, 240, 241, 242, 243, 244, 245, 246, 247, 248, 249, 250, 251, 252, 253, 254, 255, 256, 257, 258, 259, 260, 261, 262, 263, 264, 265 and 266 of the Golf Villas of Crumpler Place PUD, Section 32, Township 1 South, Range 6 West, DeSoto County, Mississippi, according to the plat of said subdivision recorded in Plat Book 65, at Pages 38-40 in the land records of the Office of the Clerk of the Chancery Court of DeSoto County, Mississippi.

This instrument prepared by:

J. Walker Sims

Attorney At Law

283 Loshier St., Ste. B

P.O. Box 810

Hernando, MS 38632

601-429-5080