

This Deed is being re-recorded to comply with Mississippi statute Section 27-3-51 requiring a telephone number for Grantee and Grantor to be on the original document, and to include a telephone number for the preparer of the Deed.

BK 0360 PG 0341

STATE OF MISSISSIPPI

COUNTY OF DESOTO

BK 0361 PG 0238

STATE MS.-DESOTO CO. FILED

SEP 30 10 41 AM '99

BK 360 PG 341 W.E. DAVIS CH. CLK.

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of Ten Dollars (\$10.00), cash in hand paid, and other good and valuable consideration, the receipt and sufficiency of all of which is hereby acknowledged, the undersigned **RIVER LAND & DEVELOPMENT COMPANY** (sometimes spelled River Land and Company or Co.) a dissolved Mississippi corporation which is acting herein pursuant to Section 79-4-14.05 of the Mississippi Business Corporation Act to wind up certain of its former business and affairs, namely, to distribute certain property to its sole shareholder, ("Grantor") does hereby sell, convey and specially warrant unto **RIVER CEMENT COMPANY, a Delaware corporation**, ("Grantee") the following real property, situate, lying and being in DeSoto County, State of Mississippi, and being more particularly described as follows:

(1)

SEE EXHIBIT A ATTACHED HERETO AND INCORPORATED HEREIN BY THIS REFERENCE.

Subject to all matters of record.

TO HAVE AND TO HOLD the same, together with all rights and appurtenances to the same belonging, unto Grantee, and to its successors and assigns forever. The said Grantor hereby covenanting that it and its successors and assigns shall and will *Warrant and Defend* the title to the premises unto the Grantee, and to its successors and assigns forever, against the lawful claims of all persons claiming by, through or under Grantor but none other, excepting, however, the general taxes for the calendar year 1999 and thereafter, the special taxes becoming a lien after the date of this deed.

WITNESS this signature of the Grantor as of July 1, 1999.

ATTEST:

RIVER LAND & DEVELOPMENT COMPANY

William S. Collumbien
William S. Collumbien
Its: Secretary

By: David A. Nepereny
David A. Nepereny
Its: President

STATE MS.-DESOTO CO. FILED

OCT 15 10 15 AM '99

STATE OF PENNSYLVANIA

COUNTY OF NORTHAMPTON

BK 361 PG 238 W.E. DAVIS CH. CLK.

Personally came and appeared before me, the undersigned authority in and for the jurisdiction aforesaid, the within named David A. Nepereny and William S. Collumbien, who were president and secretary of River Land and Development Company, who acknowledged that they signed, executed and delivered the within and foregoing instrument of writing on the day and year therein mentioned, for and on behalf of said corporation, they being duly authorized so to do.

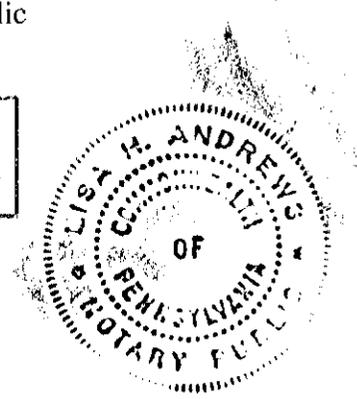
GIVEN under my hand and official seal this 9th day of September, 1999.

Lisa H. Andrews
Notary Public

My Commission Expires:

1/20/01

NOTARIAL SEAL
LISA H. ANDREWS, Notary Public
Hanover Twp., Northampton County, PA
My Commission Expires Jan. 20, 2001



ADDRESS OF GRANTOR

River Land & Development
100 Brodhead Road, Suite 230
Bethlehem, PA 18017

Prepared By:

Blackwell Sanders Peper Martin
720 Olive Street, 24th Floor
St. Louis, MO 63101
(314) 345-6000

ADDRESS OF GRANTEE

River Cement Company
100 Brodhead Road, Suite 230
Bethlehem, PA 18017

Telephone number of Grantee: (610) 866-4400

Telephone number of Grantor: (610) 866-4400

EXHIBIT A - Page 1 of 5

A 525.18 ACRE TRACT AS PART OF SECTIONS 15 AND 22; TOWNSHIP 3 SOUTH; RANGE 7 WEST; DESOTO COUNTY, MISSISSIPPI.

Beginning at the northeast corner of Section 15; Township 3 South; Range 7 West; thence south 3° 56' east 6991.15 feet along the east line of Sections 15 and 22 to the northeast corner of an existing 10 acre lot; thence south 85° 50' west 450.1 feet to the northwest corner of said 10 acre lot; thence south 4° 37' east 900.31 feet along the west line of said lot to a point in the centerline of Holly Springs Road; thence south 73° 13' east 190.0 feet along said centerline to a point in the south line of the northeast quarter of Section 22; thence south 85° 90' west 2408.47 feet along said quarter section line to the southwest corner of said northeast quarter; thence north 3° 54' west 2653.86 feet to the northwest corner of said northeast quarter; thence south 85° 14' west 2028.04 feet along the south line of Section 15 to the southeast corner of the Morton lot; thence north 2° 55' west 490.0 feet to the northeast corner of said Morton lot; thence south 86° 42' west 585.33 feet to the northwest corner of the Morton lot and a point in the east right of way of Getwell Road (80 feet wide); thence north 4° 52' west 330.0 feet along the east right of way of said road to a point; thence north 7° 38' west 1192.0 feet along said right of way to a point; thence north 2° 54' west 1681.17 feet along said right of way to a point in the south line of the McIntyre tract; thence north 86° 08' east 3351.11 feet to the southeast corner of the McIntyre tract; thence north 4° 43' west 1680.39 feet to the northeast corner of the Harris tract; thence north 86° 08' east 827.11 feet to the southwest corner of the Whitten 70 acre tract; thence north 85° 49' east 1170.73 feet along the south line of said Whitten tract to the point of beginning and containing 670.28 acres less and except the 80 foot wide right of way for Holly Springs Road, leaving a net acreage of 665.68 acres more or less, according to a survey of J.F. Lauderdale dated July 2, 1984. All bearings are magnetic.

LESS AND EXCEPT that 140.5 acre tract conveyed to DeSoto County by R C Cement Co., Inc. by Warranty Deed dated July 11, 1984 as recorded in Book 172 at page 404 of the Warranty Deed records of DeSoto County, Mississippi.

Less and Except

All property lying in Section 15, Township 3 South, Range 7 West, 5.4 acres, more or less, conveyed to DeSoto County, Mississippi in Book 41, Page 544.

Indexing Instructions: NE ¼ of Section 22, Township 3 South, 7 West.

EXHIBIT A - Page 2 of 5

A 135.0 acre parcel as part of the Brakefield Tract in part of Section 10, Township 3 South, Range 7 West, DeSoto County, Mississippi.

BEGINNING at the southeast corner of Section 10, Township 3 South, Range 7 West; thence west 1170.73 feet along the south line of said section to the southwest corner of the Whitten (called 70 acre) tract and the point of beginning of the following tract; thence north 3° 40' west 2645.50 feet along the west line of the Whitten tract to the northwest corner of said tract; thence south 86° 08' west 2223.0 feet along the north line of the Brakefield tract to a point; thence south 3° 40' east 2645.5 feet to a point in the south line of Section 10 and the north line of the Harris tract; thence north 86° 08' east 2223.0 feet along the south line of said section to the point of beginning and containing 135.0 acres, more or less, according to survey of J.F. Lauderdale dated July 2, 1984. All bearings are magnetic. Lying in the SW ¼ and SE ¼.

EXHIBIT A- Page 3 of 5

And beginning at the southeast corner of the northeast quarter of Section 15; Township 3 South, Range 7 West; thence south 85 degrees 02' west 650.0 feet to a point in the east line of the 140.5 acre tract; thence south 0 degrees 32' east 950.0 feet to the southeast corner of the main parcel of said tract; thence south 60 degrees 09' west 149.54 feet to the point of beginning of the following parcel: thence southward the following calls along a line which will include the land, 35 feet on either side of said line described as follows: south 30 degrees 08' east 872.79 feet to a point; thence south 4 degrees 51' west 910.79 feet to a point; thence south 25 degrees 03' west 868.06 feet to a point; thence south 26 degrees 35' west 1432.30 feet to a point in the centerline of Holly Springs Road containing 6.4 acres more or less. All bearings are magnetic.

Less and Except:

All property lying in Section 15, Township 3 South, Range 7 West.

Indexing Instructions: NE ¼ of Section 22, Township 3 South, Range 7 West.

EXHIBIT A- Page 4 of 5

A 525.18 ACRE TRACT AS PART OF SECTIONS 15 AND 22; TOWNSHIP 3 SOUTH; RANGE 7 WEST; DESOTO COUNTY, MISSISSIPPI.

Beginning at the northeast corner of Section 15; Township 3 South; Range 7 West; thence south 3° 56' east 6991.15 feet along the east line of Sections 15 and 22 to the northeast corner of an existing 10 acre lot; thence south 85° 50' west 450.1 feet to the northwest corner of said 10 acre lot; thence south 4° 37' east 900.31 feet along the west line of said lot to a point in the centerline of Holly Springs Road; thence south 73° 13' east 190.0 feet along said centerline to a point in the south line of the northeast quarter of Section 22; thence south 85° 90' west 2408.47 feet along said quarter section line to the southwest corner of said northeast quarter; thence north 3° 54' west 2653.86 feet to the northwest corner of said northeast quarter; thence south 85° 14' west 2028.04 feet along the south line of Section 15 to the southeast corner of the Morton lot; thence north 2° 55' west 490.0 feet to the northeast corner of said Morton lot; thence south 86° 42' west 585.33 feet to the northwest corner of the Morton lot and a point in the east right of way of Getwell Road (80 feet wide); thence north 4° 52' west 330.0 feet along the east right of way of said road to a point; thence north 7° 38' west 1192.0 feet along said right of way to a point; thence north 2° 54' west 1681.17 feet along said right of way to a point in the south line of the McIntyre tract; thence north 86° 08' east 3351.11 feet to the southeast corner of the McIntyre tract; thence north 4° 43' west 1680.39 feet to the northeast corner of the Harris tract; thence north 86° 08' east 827.11 feet to the southwest corner of the Whitten 70 acre tract; thence north 85° 49' east 1170.73 feet along the south line of said Whitten tract to the point of beginning and containing 670.28 acres less and except the 80 foot wide right of way for Holly Springs Road, leaving a net acreage of 665.68 acres more or less, according to a survey of J.F. Lauderdale dated July 2, 1984. All bearings are magnetic.

LESS AND EXCEPT that 140.5 acre tract conveyed to DeSoto County by R C Cement Co., Inc. by Warranty Deed dated July 11, 1984 as recorded in Book 172 at page 404 of the Warranty Deed records of DeSoto County, Mississippi.

Less and Except

All property lying in Section 15, Township 3 South, Range 7 West.

Indexing Instructions: NW ¼, NE ¼, SW ¼ and SE ¼ of Section 15, Township 3 South, Range 7 West.

EXHIBIT A- Page 5 of 5

A 140.5 acre tract in part of Sections 15 and 22; Township 3 South, Range 7 West, DeSoto County, Mississippi.

Beginning at the southeast corner of the northeast quarter of Section 15; Township 3 South, Range 7 West; thence South 85 degrees 02' west 650.0 feet to a point in the east line of the 140.5 acre tract and the point of beginning of the following parcel: thence north 0 degree 22' west 2331.71 feet to a point; thence south 87 degrees 28' west 1326.18 feet to a point; thence south 11 degrees 32' east 931.60 feet to a point; thence south 20 degrees 26' west 687.17 feet to a point; thence south 86 degrees 39' west 3240.77 feet to a point, said point being 100 feet south of the north line of the Reid tract and 100 feet east of the east right of way of Getwell Road; thence south 2 degrees 54' east 550.0 feet along the east right of way of Getwell Road to a point; thence south 86 degrees 08' west 100 feet to a point in said right of way; thence south 2 degrees 54' east 50 feet to a point; thence north 84 degrees 11' east 2403.24 feet to a point; thence south 5 degrees 29' west 408.05 feet to a point; thence north 84 degrees 24' east 1313.86 feet to a point; thence south 38 degrees 32' east 1259.83 feet to a point; thence north 60 degrees 09' east 299.54 feet to a point; thence north 0 degrees 32' west 950.0 feet to the point of beginning and containing 134.1 acres more or less. All bearings are magnetic.

And beginning at the southeast corner of the northeast quarter of Section 15; Township 3 South, Range 7 West; thence south 85 degrees 02' west 650.0 feet to a point in the east line of the 140.5 acre tract; thence south 0 degrees 32' east 950.0 feet to the southeast corner of the main parcel of said tract; thence south 60 degrees 09' west 149.54 feet to the point of beginning of the following parcel: thence southward the following calls along a line which will include the land, 35 feet on either side of said line described as follows: south 30 degrees 08' east 872.79 feet to a point; thence south 4 degrees 51' west 910.79 feet to a point; thence south 25 degrees 03' west 868.06 feet to a point; thence south 26 degrees 35' west 1432.20 feet to a point in the centerline of Holly Springs Road containing 6.4 acres more or less. All bearings are magnetic.

Less and Except:

All property lying in Section 22, Township 3 South, Range 7 West.

Indexing Instructions: NW $\frac{1}{4}$, NE $\frac{1}{4}$, SW $\frac{1}{4}$ and SE $\frac{1}{4}$ of Section 15, Township 3 South, 7 West.