

<u>This Instrument Prepared By and Return to :</u>	<u>Name and Address of Property Owner:</u>	<u>Property Address:</u>
J. Edward Peel, Esq. GLANKLER BROWN, PLLC 6000 Poplar Ave., Suite 100 Memphis, Tennessee 38119 (901) 685-1322 After Recording, Return To: Holcomb Dunbar, P.A. P.O. Box 190 Southaven, MS 38671 601.349.0664	W.W. Grainger, Inc. 100 Grainger Pkwy., Suite B4.T46 Lake Forest, IL 60045-5201 ATTN: Legal Department	30 acres on Old Airways Road Southaven, DeSoto County, MS
File No. <u>900-222</u> Initials <u>SDH</u>	<u>Mail Tax Bills to:</u> W.W. Grainger, Inc. 100 Grainger Pkwy., Suite B4.T46 Lake Forest, IL 60045-5201 ATTN: Wilma Evaristo, Legal Department	<u>Tax Parcel ID #s:</u> Parts of 2073-0700.0-23, 2081-1200.0-7.02 and 2081-1200.0-7.03
		<u>Fees and Taxes:</u>
		Recording 7.00
		Reg. Fee 0.00
		Transfer Tax 0.00
		TOTAL 7.00

WARRANTY DEED

THIS INDENTURE, made and entered into effective the 19th day of March, 2001, by and between **CHURCH ROAD JOINT VENTURE**, a Tennessee joint venture/general partnership (hereinafter called "Grantor") Devisor of the Property (hereinafter described and conveyed hereby), and **W.W. GRAINGER, INC.**, an Illinois corporation (hereinafter called "Grantee"),

WITNESSETH:

That for and in consideration of Ten Dollars (\$10.00) cash in hand paid, and other good and valuable consideration, the receipt of all of which is hereby acknowledged, Grantor has bargained and sold and does hereby bargain, sell, convey and confirm unto Grantee, the following described real estate, situated and being in the City of Southaven, DeSoto County, Mississippi, to-wit:

See **EXHIBIT "A"** attached hereto and made a part hereof.

This being a portion of the same property conveyed to the Grantor by Warranty Deeds of record in Book 318, Page 510, Book 342, Page 265 and Book 346, Page 545, all in the land records of DeSoto County, Mississippi.

TO HAVE AND TO HOLD the aforesaid real estate with all the appurtenances and hereditaments thereunto belonging or in any wise appertaining unto Grantee, its successors and assigns in fee simple forever.

Grantor does hereby covenant with Grantee that Grantor is lawfully seized in fee of the aforescribed real estate; that Grantor has a good right to sell and convey the same and that the same is conveyed subject to current real property taxes, zoning and other governmental restrictions, and all covenants, conditions, restrictions, easements, rights-of-way and other matters of record.

And Grantor does further covenant and bind itself, its successors and assigns, to warrant and forever defend the title to the said land to the said Grantee, its successors and assigns, against the lawful claims of all persons whomsoever.

IN WITNESS WHEREOF, Grantor has caused this deed to be signed as of the day and year first above written.

CHURCH ROAD JOINT VENTURE, a Tennessee Joint Venture/General Partnership

STATE MS.-DESOTO CO. FILED *me*

APR 5 11 20 AM '01

BK 389 756

BY: **PANATTONI INVESTMENTS, LLC**, a California limited liability company

By: Panattoni Living Trust, dated April 8, 1998, Managing Member

By: *[Signature]*
Carl D. Panattoni, Trustee

BY: VAN VALKENBURGH INVESTMENTS, LLC, a Delaware limited liability company

By: Van Valkenburgh Revocable Trust, dated January 14, 1988, Member

By: John E. Van Valkenburgh
John E. Van Valkenburgh, Trustee

BY: MITCHELL INVESTMENTS, LLC, a Tennessee Limited Liability Company, Joint Venturer/Partner

By: Dudley Mitchell
Dudley Mitchell, Chief Manager

STATE OF CALIFORNIA

COUNTY OF SACRAMENTO

Personally appeared before me, the undersigned authority in and for said County and State, on this the 15th day of March, 2001, within my jurisdiction, the within-named **CARL D. PANATTONI**, Trustee of the Panattoni Living Trust dated April 8, 1998, the Managing Member of Panattoni Investments, LLC, a California limited liability company, within whom I am personally acquainted, and who acknowledged that it is a General Partner/Joint Venturer of **CHURCH ROAD JOINT VENTURE**, a Tennessee General Partnership/Joint Venture, the within-named grantor, and (b) for and on behalf of said General Partnership/Joint Venture, and as the act and deed of said General Partnership, he executed, signed, sealed and delivered the above and foregoing instrument, after first having been duly authorized by said General Partnership/Joint Venture so to do.

WITNESS my hand and seal of office, on this the 15th day of March, 2001.

Kat K Woodbury
Notary Public

My Commission Expires:
May 21, 2003



STATE OF CALIFORNIA

COUNTY OF Sacramento

Personally appeared before me, the undersigned authority in and for said County and State, on this the 15th day of March, 2001, within my jurisdiction, the within-named **JOHN E. VAN VALKENBURGH**, Trustee of the Van Valkenburgh Revocable Trust dated January 14, 1998, the sole member of Van Valkenburgh Investments, LLC, a Delaware limited liability company, within whom I am personally acquainted, and who acknowledged that it is a General Partner/Joint Venturer of **CHURCH ROAD JOINT VENTURE**, a Tennessee General Partnership/Joint Venture, the within-named grantor, and (b) for and on behalf of said General Partnership/Joint Venture, and as the act and deed of said General Partnership, he executed, signed, sealed and delivered the above and foregoing instrument, after first having been duly authorized by said General Partnership/Joint Venture so to do.

WITNESS my hand and seal of office, on this the 15 day of March, 2001.



Kat K Woodbury
Notary Public

My Commission Expires:
May 21, 2003

STATE OF TENNESSEE

COUNTY OF SHELBY

Personally appeared before me, the undersigned authority in and for the said County and State, on this the 19th day of March, 2001, within my jurisdiction, the within-named **DUDLEY MITCHELL**, with whom I am personally acquainted, and who acknowledged that (a) he is the Chief Manager of **MITCHELL INVESTMENTS, LLC**, a Tennessee Limited Liability Company, (b) **MITCHELL INVESTMENTS, LLC** is a General Partner/Joint Venturer of **CHURCH ROAD JOINT VENTURE**, a Tennessee General Partnership/Joint Venture, the within-named grantor, and (c) for and in behalf of the said Limited Liability Company and said General Partnership/Joint Venture, and as the act and deed of said Limited Liability Company and said General Partnership/Joint Venture, he executed, signed, sealed and delivered the above and foregoing instrument, after having been first duly authorized by said Limited Liability Company and by said General Partnership/Joint Venture so to do.

WITNESS my hand and seal of office on this the 19th day of March, 2001.

Robin M. Miller
Notary Public

My Commission Expires:

6/23/04



GRANTOR AND GRANTEE INFORMATION

GRANTOR

Church Road Joint Venture, a Tennessee general partnership/joint venture
1770 Moriah Woods Boulevard, Suite 12
Memphis, TN 38117
(901) 682-4400
(901) 685-1322

GRANTEE

W.W. Grainger, Inc.
100 Grainger Parkway, Suite B4.T46
Lake Forest, IL 60045-5201
(847) 535-0600
(847) 535-9242

EXHIBIT "A"

Being all of Lot 2 of the Final Plat of the DeSoto Center Business Park of record in Book 74, Page 28, in the Chancery Clerk's Office of DeSoto County, Mississippi and being more particularly described as follows:

Being a part of the East half of Section 12, Township 2 South, Range 8 West and the West half of Section 7, Township 2 South, Range 7 West, also being part of the Church Road Joint Venture Property as recorded in Deed Book 318, Page 510, Deed Book 342, Page 265 and Deed Book 346, Page 545, said recorded information being located at the Chancery Court Clerk's Office in Hernando, DeSoto County, Mississippi and being more particularly described as follows:

Commencing at a found iron pin at the southeast corner of Section 12, Township 2 South, Range 8 West, said Point being 17.2 feet south of the centerline of a paved road; thence along said section line, N 03°38'50" E a distance of 1,090.68 feet to a set iron pin, said pin being the true point of beginning; thence N 86°15'38" W a distance of 529.69 feet to a point (set P.K. Nail in centerline of Airways Road on South line projected, 50.48 feet West of the true property corner), said point being on the East line of Airways Road (100' R.O.W.); thence along said East line, N 04°11'33" W a distance of 1,238.06 feet to a found iron pin; thence leaving said East line, S 86°19'40" E a distance of 698.57 feet to a found iron pin, said pin being on said section line; thence along said section line, N 03°38'50" E a distance of 323.67 feet to a found iron pin, said pin being the southwest corner of the West Farm Project property (Book 122, Page 297); thence along the South line of said West Farm Project Property, S 87°07'43" E a distance of 357.57 feet to a set iron pin; thence leaving said south line, S 03°44'22" W a distance of 1,556.12 feet to a set iron pin; thence N 86°15'38" W a distance of 355.03 feet to the point of beginning and containing 1,306,801 square feet or 30.000 acres more or less.