

**WARRANTY DEED**

That in consideration of TEN DOLLARS (\$10.00) and other good and valuable consideration to the undersigned grantor, MidFirst Bank, a corporation, in hand paid by THE SECRETARY OF HOUSING AND URBAN DEVELOPMENT, the receipt of which is hereby acknowledged, the said MidFirst Bank does by these presents grant, bargain, sell and convey unto the said SECRETARY OF THE DEPARTMENT OF HOUSING AND URBAN DEVELOPMENT, his successors and/or assigns the following described real estate, situated in De Soto County, Mississippi:

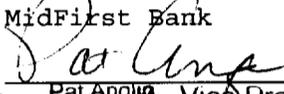
Lot 33, Section C, Parkway Place Townhomes, situated in Section 7, Township 3 South, Range 7 West, City of Hernando, DeSoto County, Mississippi, as per plat thereof recorded in Plat Book 34, Pages 50-51, in the office of the Chancery Clerk of DeSoto County, Mississippi.

TO HAVE AND TO HOLD, to the said SECRETARY OF THE DEPARTMENT OF HOUSING AND URBAN DEVELOPMENT, and the Secretary's purchasers, subject, however, to current taxes which constitute a lien accruing but not yet due and payable.

And said MidFirst Bank does for itself, its successors and assigns, covenant with said SECRETARY OF THE DEPARTMENT OF HOUSING AND URBAN DEVELOPMENT, and the Secretary's purchasers, that it is lawfully seized in fee simple of said premises, that said premises are free from all encumbrances unless otherwise noted above, that it has a good right to sell and convey the same as aforesaid, and that it will, and its successors and assigns shall, warrant and defend the same to the said SECRETARY OF THE DEPARTMENT OF HOUSING AND URBAN DEVELOPMENT, and the Secretary's purchasers forever, against the lawful claims of all persons.

IN WITNESS WHEREOF, the said MidFirst Bank by Pat Anglin its Vice President, who is authorized to execute this conveyance, has hereunto set its signature and seal, this 15th day of November, 2001.

ATTEST:  
  
Donna Morris Assl. Secretary  
(CORPORATE SEAL)

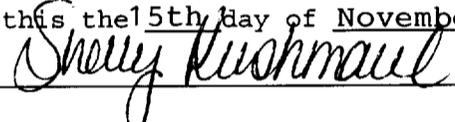
MidFirst Bank  
By:   
Its: Pat Anglin Vice President



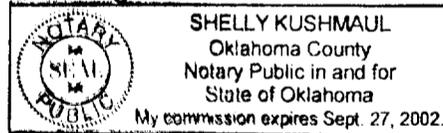
STATE OF OK  
COUNTY OF Oklahoma

I, Shelly Kushmaul, a Notary Public in and for said County, in said State, hereby certify that Pat Anglin, whose name as Vice President of MidFirst Bank, is signed to the foregoing conveyance, and who is known to me, acknowledged before me on this day that, being informed of the contents of the conveyance, (s)he as such officer and with full authority, executed the same voluntarily for and as the act of said MidFirst Bank.

Given under my hand and official seal, this the 15th day of November, 2001.

  
Notary Public

My Commission Expires:  
\_\_\_\_\_



GRANTEE'S ADDRESS:

Best Assets -- CitiWest JV  
3420 Norman Berry Drive, Suite 600  
Atlanta, GA 30354  
404-768-1400

GRANTOR'S ADDRESS:

MIDLAND MORTGAGE COMPANY  
P.O. Box 268950  
Oklahoma City OK 73126-8950  
405-717-3000

This instrument prepared by:  
J. Gary Massey  
Shapiro & Massey, L.L.P.  
200 East Capitol Street, Suite 1745  
Jackson, MS 39201  
601-968-9986  
S&M #01-1498

STATE MS.-DESOTO CO.  
FILED

Nov 20 10 18 AM '01

BK 404 108  
W