

**This Instrument Prepared By
and Return to:**

Laurence D. Conn, Esq.
GLANKLER BROWN, PLLC
6000 Poplar Ave., Suite 100
Memphis, Tennessee 38119
(901) 685-1322

**Name and Address of
Property Owner:**

Future Electronics Distribution
Center, LP
*5100 Poplar Ave, 2746
Memphis, TN 38137*

Property Address:

Lot 5, DeSoto Center Business
Park, Resubdivision of Lot 3

Tax Parcel ID #s:

Parts of 2073-0700.0-23, 2081-
1200.0-7.02 and 2081-1200.0-
7.03

Mail Tax Bills to:

Future Electronics Distribution
Center, LP
*5100 Poplar Ave., 2746
Memphis, TN 38137*

Fees and Taxes:

Recording	
Reg. Fee	0.00
Transfer Tax	0.00
TOTAL	

Return to
AUSTIN LAW FIRM, P.A.
ATTORNEYS AT LAW
6928 COBBLESTONE DRIVE, SUITE 100
SOUTHAVEN, MS 38672
662-890-7575

WARRANTY DEED

THIS INDENTURE, made and entered into effective the 17th day of October, 2002, by and between CHURCH ROAD JOINT VENTURE, a Tennessee general partnership (hereinafter called "Grantor"), and FUTURE ELECTRONICS DISTRIBUTION CENTER, LP, a Delaware limited partnership (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, 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 aforesaid real estate; that Grantor has a good right to sell and convey the same and that the same is conveyed subject to: (i) current real property taxes net yet due and payable which Grantor hereby covenants to pay prior to delinquency; (ii) zoning and other governmental restrictions, (iii) subdivision restrictions, building set backs, easements and rights-of-way of record in Plat Book 74, Pages 28 and 29, and Plat Book 80, Pages 27 and 28; (iv) Covenants and Restrictions for DeSoto Center Business Park of record in Book 383, Page 337; and (v) all recorded easements and other matters affecting title to said real estate of record in the land records of DeSoto County, Mississippi.

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.

Grantee covenants and agrees that Grantee will not enter into an agreement for development of the aforesaid real estate with a developer who is a competitor of Grantor whereby such competitor would act as developer of the aforesaid real estate. As used herein, the term "competitor" of Grantor shall mean a person or entity engaged in building distribution warehouse buildings for lease or sale as a substantial portion of its regular business activities. It shall not include general contractors unless such general contractors are regularly engaged in the ownership, leasing and/or sale of warehouse properties for their own account.

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 General Partnership

By: ANDREWS INVESTMENTS, LLC,
a Tennessee limited liability company

By: [Signature]
Al E. Andrews, Jr.,
Chief Manager

STATE OF TENNESSEE.

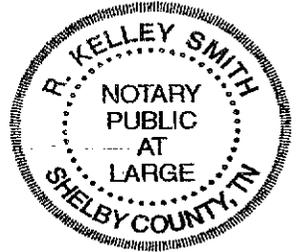
COUNTY OF SHELBY

Personally appeared before me, the undersigned authority in and for said County and State, on this the 17th day of October, 2002, within my jurisdiction, the within-named AL E. ANDREWS, JR., Chief Manager of Andrews, Investments, LLC, a Tennessee limited liability company, within whom I am personally acquainted, and who acknowledged that Andrews, Investments, LLC is a general partner of CHURCH ROAD JOINT VENTURE, a Tennessee General Partnership, the within-named grantor, and (b) for and on behalf of said General Partnership, and as the act and deed of said limited liability company, he executed, signed, sealed and delivered the above and foregoing instrument, after first having been duly authorized by said General Partnership so to do.

WITNESS my hand and seal of office, on this the 17th day of October, 2002.

[Signature]
Notary Public

My Commission Expires:
November 15, 2003



GRANTOR AND GRANTEE INFORMATION

GRANTOR

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

GRANTEE

Future Electronics Distribution Center, LP
5100 Poplar Ave, 2746
Memphis, TN 38137
901-821-7518
NA

Exhibit "A"

Lot 5, DeSoto Center Business Park Subdivision as shown on Final Plat recorded in Plat Book 80, Page 27, in the Chancery Court Clerk's Office in Hernando, DeSoto County, Mississippi.

Lot 5, DeSoto Center Business Park ReSubdivision of Lot 3 in Section 7, Township 2 South, Range 7 West and Section 12, Township 2 South, Range 8 West on Final Plat recorded in Plat Book 80, Pages 27-28, in the Chancery Court Clerk's Office in Hernando, DeSoto County, Mississippi.

STATE MS. - DESOTO CO. ^{PC}
FILED ^H

OCT 18 3 20 PM '02

BK 430 PG 569
W.E. DAVIS CH. CLK.