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This Instrument Prepared by and
after recording, return to:

David C. Porteous
The Bogatin Law Firm
1661 International Place, Suite 300
Memphis, TN 38120
901-767-1234

WARRANTY DEED

GRANTOR, WILLIAM A. LEATHERMAN, JR. (hereinafter collectively referred to as "Grantor"), for and in consideration of the sum of Ten and No/100 Dollars and other good and valuable consideration, receipt of which is hereby acknowledged, does SELL, CONVEY AND WARRANT unto WEST DESOTO LAND COMPANY, a Mississippi general partnership (hereinafter referred to as "Grantee"), all of the undivided 7.4673 percent interest of the Grantor in the following described land located in the County of DeSoto, State of Mississippi, to-wit:

SEE EXHIBIT A ATTACHED HERETO AND INCORPORATED HEREIN BY REFERENCE, LESS AND EXCEPT the land described in EXHIBIT B attached hereto (the "Premises")

Being part of the property conveyed to Grantor by Special Warranty Deed of record in Book 489, Page 472 in the Chancery Clerk's Office of DeSoto County, Mississippi.

SUBJECT TO covenants, conditions and restrictions of record; private, public, utility and drainage easements, drainage ditches, feeders and laterals; rights of way, roads and highways, building codes, building lines, use and occupancy restrictions, zoning laws and ordinances; matters which might arise upon an accurate survey of the Premises, general real estate taxes for the years 2005 and 2006 and subsequent years; special taxes or assessments for improvements not yet completed; installments not yet due on the date hereof of any special taxes or assessments for improvements heretofore completed; and the exceptions shown on EXHIBIT C attached hereto,

Together with all, and singular, the hereditaments and appurtenances thereunto belonging, or in anywise appertaining, and the reversion and reversions, remainder and remainders, rents, issues and profits thereof, and all the estate, right, title, interest, claim or demand whatsoever of Grantor, either in law or equity, of, in and to the above described Premises.

The hereinabove described property constitutes the sole and separate property of the Grantor. It does not constitute the homestead of the spouse of any Grantor.

The word "Grantor" as used herein shall mean "Grantors," and the word "Grantee" as used herein shall mean "Grantees," if more than one person or entity be referred to, and pronouns shall be construed according to their proper gender and number according to the context hereof.

prep. em

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Indexing Instructions:

Fr. SW $\frac{1}{4}$ and Fr. SE $\frac{1}{4}$ of Sec. 15
Fr. SE $\frac{1}{4}$ of Sec. 21
Fr. NW $\frac{1}{4}$ and NE $\frac{1}{4}$ and Fr. SW $\frac{1}{4}$ and SE $\frac{1}{4}$ of Sec. 22
NW $\frac{1}{4}$ and NE $\frac{1}{4}$ and SW $\frac{1}{4}$ and SE $\frac{1}{4}$ of Sec. 26
Fr. NW $\frac{1}{4}$ and NE $\frac{1}{4}$ and Fr. SW $\frac{1}{4}$ and SE $\frac{1}{4}$ of Sec. 27
Fr. NE $\frac{1}{4}$ of Sec. 28
Fr. NW $\frac{1}{4}$ and Fr. NE $\frac{1}{4}$ and Fr. SE $\frac{1}{4}$ of Sec. 34
NW $\frac{1}{4}$ and NE $\frac{1}{4}$ and SW $\frac{1}{4}$ and Fr. SE $\frac{1}{4}$ of Sec. 35
All in T-1-S; R-10-W, Desoto County, Mississippi

Fr. NE $\frac{1}{4}$ of Sec. 1
Fr. NW $\frac{1}{4}$ and Fr. NE $\frac{1}{4}$ and Fr. SW $\frac{1}{4}$ and SE $\frac{1}{4}$ of Sec. 2
Fr. NE $\frac{1}{4}$ of Sec. 3
Fr. NW $\frac{1}{4}$ and NE $\frac{1}{4}$ and Fr. SW $\frac{1}{4}$ and SE $\frac{1}{4}$ of Sec. 11
Fr. NW $\frac{1}{4}$ and NE $\frac{1}{4}$ and Fr. SW $\frac{1}{4}$ and Fr. SE $\frac{1}{4}$ of Sec. 14
All in T-2-S; R-10-W, Desoto County, Mississippi

Fr. NW $\frac{1}{4}$ and Fr. NE $\frac{1}{4}$ and Fr. SW $\frac{1}{4}$ and Fr. SE $\frac{1}{4}$ of Sec. 3
Fr. NW $\frac{1}{4}$ and Fr. NE $\frac{1}{4}$ and Fr. SW $\frac{1}{4}$ and Fr. SE $\frac{1}{4}$ of Sec. 4
All in T-2-S; R-9-W, Desoto County Mississippi

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EXHIBIT A

Legal Description

EXHIBIT A
DESCRIPTION OF REAL PROPERTY

I. TRACT ONE:

In Township 1 South, Range 10 West, DeSoto County, Mississippi:

All of that part of Section 15, Township 1 South, Range 10 West situated in DeSoto County, Mississippi, all of fractional Section 21, all of Section 22, all of Section 27, all of fractional Section 28 and all of fractional Section 34; each and all of said Sections being situated in Township 1, Range 10 West in DeSoto County, Mississippi, less and excepting any and all erosions therefrom, navigable waters therein and thereon, and less and excepting any and all rights of way, title or interest of any Levee Boards or Boards of Levee Commissioners or other Levee rights of way and subject to any school or church properties therein or thereon, and subject to all existing public and private roads or other easements therein and thereon, and less and excepting an undivided one-half interest in all of the oil, gas and other minerals and mineral rights whether metallic or non-metallic reserved by prior owners and subject to an easement with perpetual right of ingress and egress to and from said land for the purpose of drilling, exploring and mining, and in every way operating for such minerals and removing the same, EXCEPT, there is reserved by D. J. Thomas all of the above lands lying West of the easement or right of way of the Main Mississippi River Levee.

All of Section 26 and all of Section 35, all in Township 1 South, Range 10 West.

II. TRACT TWO consists of the following three parcels:

In Township 2 South, Range 10 West, DeSoto County, Mississippi:

1. Parcel One of Tract II:

Section 2, all of the Northeast Quarter of Section 3; all of Section 11; all in Township 2 South, Range 10 West, EXCEPT, there is reserved by D.J. Thomas herein all of the above lands lying West of the Easement or right of way of the Main Mississippi River Levee

The North 120 acres of the Northeast Quarter of Section 1, Township 2, Range 10 West, being the same lands conveyed to D.J. Thomas Company by J. W. Sanders, a single man, by Warranty Deed dated December 21, 1956, and of record in Book 43 Page 374 of the Deed Records of DeSoto County, Mississippi, LESS AND EXCEPT 20 acres off of the East side of said lands described by metes and bounds as follows:

EXHIBIT "A" TO COMMITMENT MS 04-1351 (194032)**Exhibit "A" consists of the following 4 tracts of land:**

Begin at the Northeast Corner of Section 1, Township 2 South, Range 10 West; and run thence to a stake located at the intersection of Old Highway #61 which runs in an East and West direction and Blythe Road, which runs in an North and South direction. It has been agreed that said intersection is located at or near the Northeast Corner of said Section 1, and the owners established said point with an iron pipe driven into the ground below plow depth at the Southwest intersection of Old Highway #61 and Blythe Road, said point being the point of beginning of the lands herein described; run thence in a Westerly direction along and on the South right of way line of Old Highway #61 a distance of 440 feet to a stake; run thence in a Southern direction parallel to the West boundary line of Blythe Road a distance of 1980 feet to a stake; run thence in an Easterly direction parallel with the Southern boundary line of Old Highway #61, a distance of 440 feet to a stake located on the West boundary line of Blythe Road; run thence North along and on the West boundary line of Blythe Road a distance of 1980 feet to the point of beginning of the lands herein described.

LESS, EXCEPTING AND EXCLUDING FROM TRACTS ONE AND TWO THE FOLLOWING DESCRIBED PARCEL OF LAND LOCATED IN SECTION 35, TOWNSHIP 1 SOUTH, RANGE 10 WEST AND SECTION 2, TOWNSHIP 2 SOUTH, RANGE 10 WEST, DESOTO COUNTY, MISSISSIPPI, TO-WIT:

Beginning at the Northeast corner of Section 2, Township 2 South, Range 10 West, said corner being the point of beginning; thence run South 1 degree, 00 minutes West along the East line of said Section 2, which is the center of a public road, a distance of 435.0 feet; thence run North 89 degrees, 00 minutes West a distance of 185.0 feet; thence run North 1 degree, 00 minutes East a distance of 60.0 feet; thence run North 89 degrees 00 minutes West a distance of 670.0 feet; thence run North 1 degree 00 minutes East a distance of 190.0 feet to the center of a public road; thence run South 89 degrees 00 minutes East along the center of said public road a distance of 260.0 feet; thence run North 1 degree 00 minutes East a distance of 185.0 feet to the North Section line of said Section 2, and the South line of said Section 35; thence continuing North 1 degree 00 minutes East a distance of 48.0 feet; thence run South 89 degrees 00 minutes East a distance of 595.0 feet to the East line of said Section 35; thence run South 1 degree 00 minutes West a distance of 48.0 feet to the point of beginning.

EXHIBIT "A" TO COMMITMENT MS 04-1351 (194032)
Exhibit "A" consists of the following 4 tracts of land:

BK 489 PG 478
BK 519 PG 377

2. PARCEL TWO OF TRACT TWO:

The East 96 acres of Section 14, Township 2 South, Range 10 West, Less and except 1 acre in the form of a square in the Northeast corner thereof leaving 95 acres, more or less, subject to easements for existing public roads, public utilities, public water associations, public drainage districts and public levee boards and subject to the rules and regulations of the DeSoto County, Mississippi Zoning and Planning Commission.

3. PARCEL THREE OF TRACT TWO consists of two subparcels:

- A. All of that part of Section 14, which lies East of the right-of-way of the public levee, as said right-of-way is now located, Less and Except the East 96 acres thereof.
- B. One acre in the form of a square in the Northeast corner of Section 14.

LESS AND EXCEPT FROM PARCEL THREE OF TRACT TWO:

3.20 acres conveyed by N. B. Hunt to Evelyn S. Dollahite on March 22, 1985, by deed in Book 177, page 253, described as follows: Begin 40 feet west and 40 feet north of the southeast corner of the southeast quarter of Section 14, Township 2 South, Range 10 West, thence west 367.96 feet to a point; thence north 377.4 feet to a point, thence East 368.67 feet to a point; thence south to the point of Beginning.

III. TRACT THREE consists of the following four parcels:

1. PARCEL 1 TO TRACT III:

The West 1/2 and the West 1/2 of the West 1/2 of the East 1/2 of Section 3 in Township 2 South, Range 9 West in DeSoto County in the State of Mississippi.
Less and Except * (See Below)

*3 acres conveyed by N. B. Hunt to DeSoto County, Miss. by deed dated December 19, 1986, recorded in Book 192, page 714, described as follows: All that certain tract of land situated in DeSoto Co., MS., described by metes and bounds as follows, to-wit: Part of the Northwest Quarter of Section 3, Township 2 South, Range 9 West: Beginning at the Northwest corner of Section 3, Township 2 South, Range 9 West; thence north 87°59' East 2,232.1 feet along the center of Mill Road to a point; thence south 3°30' east 1,234.0 feet to an iron pin for the point of beginning to the following lot; thence north 86°30' east 361.5 feet to an iron pin; thence south 3°30' east 361.5 feet to an iron pin; thence south 86°30' west 361.5 feet to a point in the center of Delta View Drive; thence north 3°30' west 361.5 feet to the point of beginning.

All bearings are magnetic and as per survey of J.E. Lauderdale dated January 28, 1983.

Exhibit "A" consists of the following 4 tracts of land:

2. PARCEL 2 TO TRACT III:

That portion of Section 4 in Township 2 South, Range 9 West in DeSoto County in the State of Mississippi, described as follows:

BEGINNING at the northwest corner of Section 10 of Township 2 South, Range 9 West; thence westerly along the south section line of Section 4 of Township 2 South, Range 9 West, 1,600 feet to a point, the southeast corner of Church Lot; thence with Church Lot north 04 degrees, 45' west, 100 feet to a point; thence south 85 degrees, 15' west, 100 feet to a point; thence south 04 degrees, 45' east to a point in the south line of said Section 4; thence along the south line of said section, 3,583 feet to the southwest corner of said Section 4; thence northerly 606.5 feet along the west line of said Section 4 to the east right of way of U.S.

Highway 61; thence with the east right of way line of said highway north 32 degrees, 15' east, 5,683.5 feet to a point; thence on a curve to the left with said east right of way line 166.2 feet to a point in the north line of said Section 4; thence easterly 1193.6 feet along the north line of said Section 4 to a point; thence south 05 degrees, 15' east, 165.2 feet to a point; thence north 84 degrees, 45' east, 300 feet to a point; thence north 05 degrees, 15' west, 165.2 feet to a point in the north line of said Section 4; thence easterly 250.2 feet along the north line of Section 4 to the northeast corner of said Section 4; thence south along the easterly line of said Section 4 to the point of beginning.

EXHIBIT "A" TO COMMITMENT MS 04-1351 (194032)**Exhibit "A" consists of the following 4 tracts of land:****3. PARCEL 3 TO TRACT III:**

The West 1/2 of the southwest quarter of Section 10 in Township 2 South, Range 9 West in DeSoto County in the State of Mississippi.

Less and except the following tracts of land:

Beginning at a point in south right of way of Nail Road, said point being 583.2 feet west of east line of Section 4, Township 2 South, Range 9 West, and also being 1160.6 feet east of west right of way of U. S. Highway 61 as measured along center of Nail Road; thence south 84 degrees 45' west along said road right of way 300.0 feet to an iron pin; thence south 5 degrees 15' east 300.0 feet to an iron pin; thence north 84 degrees 45' east 300.0 feet to an iron pin; thence north 5 degrees 15' west 300.0 feet to the point of beginning and containing 2.06 acres, more or less. All bearings are magnetic. Conveyed by N. B. Hunt to DeSoto County, Mississippi on May 16, 1977, by Deed in Book 131, page 557.

EXHIBIT "A" TO COMMITMENT MS 04-1351 (194032)

Exhibit "A" consists of the following 4 tracts of land:

4. PARCEL 4 TO TRACT III:

Beginning at the S.W. corner of Section 15, Township 2 South, Range 9 West, thence North 5280.0 feet to the S.W. corner of Section 10, Township 2 South, Range 9 West; thence East along the south line of said section 1320.0 feet; thence North and parallel with the west line of said Section 10 a distance of 2640.0 feet; thence West and parallel with the north line of said section 10 a distance of 1320.0 feet to the west line of said section; thence North along said west line 2640.0 feet to the N.W. corner of said Section 10; thence East along the north line of said Section 10 a distance of 5280.0 feet to the N.W. corner of Section 11, Township 2 South, Range 9 West; thence East along the north line of said Section 11 a distance of 1320.0 feet; thence South 858.0 feet to a point; thence South 35 degrees 00' East 924 feet to a point; thence South 27 degrees 30' West 1158.3 feet to a point; thence East 1320.0 feet to the Center Point of Section 11, Township 2 South, Range 9 West; thence South 2190 feet to a point on the one-half (1/2) Section line of said Section 11; thence East 350.0 feet to a point; thence South 450.0 feet to a point on the south line of said Section 11; thence East along said south line 430.0 feet to a point; thence South from the south line of Section 11 a distance of 210.0 feet into Section 14, Township 2 South, Range 9 West; thence East 210.0 feet parallel to the north line of said Section 14; thence South 3310.0 feet; thence West 990.0 feet to the one-half (1/2) section line of said Section 14; thence North along said one-half (1/2) section line 10 feet; thence West 2640.0 feet to a point on the west line of said Section 14 which point is 1650.0 feet north of the S.W. corner of said Section 14; thence North along the line between Sections 14 and 15 a distance of 240.0 feet; thence west 1320.0 feet to a point; thence North 1260.0 feet to a point; thence West 1370.0 feet to a point; thence South 550.0 feet to a point; thence West 770.0 feet to a point; thence South 1400.0 feet to a point; thence West 1420.0 feet to a point; thence South 1320.0 feet to a point on the south line of Section 15, Township 2 South, Range 9 West; thence West 400 feet to the S.W. corner of said Section 15 which point is the point of beginning, containing 1501.0 acres less 1.0 acres for a Grave Yard in Section 15, Township 2 South, Range 9 West.

EXHIBIT "A" TO COMMITMENT MS 04-1351 (194032)**Exhibit "A" consists of the following 4 tracts of land:****LESS AND EXCEPT FROM PARCEL 4 OF TRACT III THE FOLLOWING PARCEL OF LAND:**

Beginning at the S.W. corner of Section 11, Township 2, South, Range 9 West, thence along the south line of said section N. 85° 52' 04" E. 532.00 feet; thence N. 40° 07' 56" W. 635.08 feet at edge of a lake; thence N. 61° 25' 56" W. 82.25 feet; thence S. 72° 59' 33" W. 261.69 feet; thence S. 73° 25' 16" W. 107.73 feet; thence S. 37° 52' 58" W. 122.18 feet; thence S. 25° 01' 04" W. 386.00 feet to the center of Austin Road; thence S. 36° 01' 56" E. 140.20 feet; thence along a curve 111.11 feet to the point of beginning, containing 8.62 acres, more or less. The directions are magnetic.

Conveyed by N. B. Hunt to N. R. Haynes, Jr., et ux, by deed in Book 134, page 655.

LESS AND EXCEPT FROM TRACT III THE FOLLOWING 14 PARCELS:**1. Parcel One**

LEGAL DESCRIPTION OF A 25 37, MORE OR LESS, ACRES OF LAND BEING LOCATED IN PART OF THE NORTHEAST QUARTER AND PART OF THE SOUTHEAST QUARTER AND PART OF THE SOUTHWEST QUARTER OF THE NORTHEAST QUARTER OF SECTION 4 AND ALSO BEING LOCATED IN THE SOUTHWEST QUARTER OF THE NORTHWEST QUARTER OF SECTION 3, TOWNSHIP 2 SOUTH, RANGE 9 WEST, DESOTO COUNTY, MISSISSIPPI.

BEGINNING AT A POINT 145.00 FEET SOUTH OF STATION 426+50 OF MISSISSIPPI STATE HIGHWAY RIGHT-OF-WAY PLAT PROJECT NUMBER 94-0009-08-010-10; THENCE SOUTH 00 DEGREES 00 MINUTES 00 SECONDS EAST 590.87 FEET TO A POINT; THENCE NORTH 90 DEGREES 00 MINUTES 00 SECONDS EAST 277.09 FEET TO THE TRUE POINT BEGINNING FOR THE HEREIN DESCRIBED PROPERTY SAID POINT ALSO BEING LOCATED IN THE SOUTHERLY RIGHT-OF-WAY LINE OF DELTA VIEW ROAD (50' R.O.W.); THENCE ALONG A CURVE TO THE LEFT HAVING A RADIUS OF 183.73 FEET AND AN ARC LENGTH OF 142.87 FEET AND A DELTA ANGLE OF 42 DEGREES 11 MINUTES 38 SECONDS AND A CHORD BEARING OF SOUTH 68 DEGREES 14 MINUTES 40 SECONDS EAST AND A CHORD DISTANCE OF 139.47 FEET TO A POINT; THENCE SOUTH 89 DEGREES 13 MINUTES 07 SECONDS EAST 37.83 FEET TO A POINT; THENCE SOUTH 12 DEGREES 25 MINUTES 13 SECONDS WEST 298.94 FEET TO A POINT; THENCE SOUTH 08 DEGREES 41 MINUTES 48 SECONDS WEST 293.29 FEET TO A POINT; THENCE SOUTH 12 DEGREES 23 MINUTES 17 SECONDS WEST 88.89 FEET TO A POINT; THENCE SOUTH 03 DEGREES 25 MINUTES 52 SECONDS WEST 100.48 FEET TO A POINT; THENCE SOUTH 02 DEGREES 52 MINUTES 02 SECONDS EAST 147.60 FEET TO A POINT; THENCE SOUTH 14 DEGREES 10 MINUTES 01

EXHIBIT "A" TO COMMITMENT MS 04-1351 (194032)**Exhibit "A" consists of the following 4 tracts of land:**

SECONDS WEST 209 59 FEET TO A POINT; THENCE NORTH 89 DEGREES 38 MINUTES 59 SECONDS WEST 865 98 FEET TO A POINT; THENCE NORTH 34 DEGREES 58 MINUTES 27 SECONDS WEST 448 57 FEET TO A POINT; THENCE NORTH 55 DEGREES 01 MINUTES 33 SECONDS EAST 738.88 FEET TO A POINT; THENCE NORTH 34 DEGREES 58 MINUTES 27 SECONDS WEST 325.00 FEET TO A POINT; THENCE NORTH 55 DEGREES 01 MINUTES 33 SECONDS EAST 319 55 FEET TO A POINT; THENCE ALONG A CURVE TO THE RIGHT HAVING A RADIUS OF 500.00 FEET AND A ARC LENGTH OF 318.22 FEET AND A DELTA ANGLE OF 36 DEGREES 27 MINUTES 57 SECONDS AND A CHORD BEARING OF NORTH 73 DEGREES 15 MINUTES 31 SECONDS EAST AND A CHORD DISTANCE OF 312.88 FEET TO A POINT; THENCE SOUTH 88 DEGREES 30 MINUTES 30 SECONDS EAST 96.18 FEET TO A POINT; THENCE SOUTH 02 DEGREES 18 MINUTES 45 WEST 14.75 ALONG THE SOUTHERLY RIGHT-OF-WAY LINE OF DELTA VIEW ROAD 50(R.O.W.) TO A POINT; THENCE ALONG A CURVE TO THE LEFT HAVING A RADIUS OF 193.73 AND A ARC LENGTH OF 167.22 FEET AND A DELTA ANGLE OF 49 DEGREES 27 MINUTES 15 SECONDS AND A CHORD BEARING OF SOUTH 22 DEGREES 25 MINUTES 15 SECONDS EAST AND A CHORD DISTANCE OF 162.08 FEET TO THE TRUE POINT OF BEGINNING CONTAINING 25.37, MORE OR LESS, ACRES OF LAND.

2. Parcel Two

A 6.86 , more or less, acres tract of land located in Sections 3 and 4, Township 2 South, Range 9 West, DeSoto County, Mississippi and being more particularly described as follows:

Beginning at the Northwest corner of Section 3, Township 2 South, Range 9 West, Thence North 90 Degrees 00 Minutes 00 Seconds West, 167.96 feet to a point; thence South 00 Degrees 00 Minutes 00 Seconds East, 656.75 feet to a concrete right of way monument (found), said point being the true point of beginning for the herein described tract; thence North 23 Degrees 58 Minutes 44 Seconds East, along the East right of way line of U.S. Highway 61, 162.79 Feet to an iron pin (set); thence along a curve to the left having the following attributes: Delta = 03 Degrees 06 Minutes 00 Seconds, Radius = 5859.58 Feet, Tangent = 158.56 Feet, length = 317.03 feet, chord bearing = North 52 Degrees 06 Minutes 03 Seconds East, Chord = 317.00 feet to an iron pin (set); thence North 74 Degrees 18 Minutes 07 Seconds East, 111.96 feet to a concrete monument (found); thence North 53 Degrees 36 Minutes 51 Seconds East, 78.69 feet to a point on the intersection of the East right of way of Highway 61 and a ditch; thence along the centerline of said ditch the following calls: South 11 Degrees 51 Minutes 18 Seconds West, 327.55 feet to a point; thence South 10 Degrees 10 Minutes 57 Seconds West, 462.73 Feet to a point; Thence South 11 Degrees 44 Minutes 06 Seconds West, 311.73 Feet to a point in the North right of way of Delta View Road; Thence along said right of way the following calls: North 89 Degree 13 Minutes 08 Seconds West, 80.97 Feet to an iron pin (set); Thence along a curve to the right having the following attributes: Delta = 91 Degrees 39 Minutes 15 Seconds, Radius = 143.72 Feet, Tangent = 147.94 Feet, Arc Length = 229.91 Feet, Chord Bearing = North 43 Degrees 31 Minute 05 Seconds West, Chord = 206.17 Feet to an iron pin (set); Thence North 04 Degrees 54 Minutes 40 Seconds East, 232.65 Feet to an iron pin (set); Thence North 19 Degrees 53 Minutes 18 Seconds West, 210.67 Feet to the Point of Beginning and containing 6.86, more or less, acres or land being subject to all codes, covenants, revisions, regulations, restrictions, easements, and rights of way of record.

Indexing Instructions: NW ¼ Section 3, T2S, R9W, DeSoto County, Mississippi

NE ¼ Section 4, T2S, R9W, DeSoto County, Mississippi.

EXHIBIT "A" TO COMMITMENT MS 04-1351 (194032)**Exhibit "A" consists of the following 4 tracts of land:****3. Parcel Three consisting of 3 subparcels:****A.**

Beginning at the intersection of the West line of the Prudential Insurance Company tract and the centerline of proposed Church Road; thence east along said centerline a distance of 4980 feet, more or less, to a point; thence north to a point 53 feet north of said centerline; thence west and parallel to said centerline a distance of 4980 feet, more or less, to a point in the west line of said tract; thence south along said west line to the point of beginning and containing 6.06 acres.

B.

Also, beginning at a point in the centerline of Church Road, said point being 5580 feet east of the southwest corner of the Prudential Insurance Co. tract; thence east along the centerline of said road a distance of 1400 feet, more or less, to a point in the east line of said tract; thence north along the east line of said tract to a point 53 feet north of centerline of Church Road; thence west and parallel to said centerline a distance of 1400 feet, more or less, to a point; thence south to the point of beginning and containing 1.70 acres

C.

Beginning at the intersection of the West line of the Mount Zion Methodist Church tract and the centerline of proposed Church Road; thence north to a point 53 feet north of centerline of said Church Road; thence east and parallel to the centerline of Church Road a distance of 100 feet to a point in the east line of said tract; thence south along the east line of said tract to a point 53 feet south of the centerline of Church Road; thence west and parallel to said centerline a distance of 100 feet to a point in the west line of said tract; thence north along said west line to the point of beginning. This being the Mt. Zion Methodist Church site

4. Parcel Four

Description of that part of the N.B. Hunt property lying east of the east R.O.W. line of Delta View Road in Sections 10 and 11 in Township 2 South, Range 9 West, Desoto County, Mississippi, recorded in Deed Book 96, Pages 575-579 in the Chancery Court Office, being more particularly described as follows:

Beginning at a the intersection of the east line of the Easement for Right-of-Way for Delta View Road (80' wide) as recorded in Book 170, Page 100, and the north line of Section 10, thence North 89° 48' 34" East along the north line of Section 10 and passing the northwest corner of Section 11 at 3583.16 feet, but continuing for a total distance of 4883.16 feet to an iron pin set at the northwest corner of the Virginia Gartrell tract (184/483), said point being the northwest corner of the west half of the west half of Section 11; thence South 01° 12' 25" West, 858.00 feet along the east line of the west half of the west half of Section 11 to an iron pin set at an angle point; thence South 35° 42' 26" East, 924.00 feet along Gartrell's west line to an iron pin found at an angle point; thence South 26° 47' 47" West, 1158.30 feet along the Gartrell's west line to an iron pin set on the half section line; thence North 89° 20' 11" East, 1320.00 feet along the said half section line to an iron pin found in the center of Section 11; thence South 00° 12' 47" East, 2191.87 feet (called 2190.00') along the half section line and following the general alignment of an old up & down wire fence to an iron pin found at the southwest corner of the Channell Baptist Church (121/582) Cemetery lot; thence South 88° 26' 11" East and passing an iron pin found at 86.00 feet, the southeast corner of the

EXHIBIT "A" TO COMMITMENT MS 04-1351 (194032)**Exhibit "A" consists of the following 4 tracts of land:**

Cemetery lot, but continuing along the south line of John Combes (187/367) to a found 12" oak tree in a fence; thence South 00° 12' 47" East along N.E. Hunt's east line and passing an iron pin set at 405.92 feet and passing a PK nail set in the centerline of Austin Road at 435.92 feet, but continuing for a total distance of 442.47 feet (coiled 450.00') to the south line of Section 11; thence South 89° 48' 34" West, 2472.91 feet along the south line of Section 11 to the southeast corner of Jimmie McIntyre (148/487); thence North 00° 44' 40" East along McIntyre's east line and passing an iron pin found at 8.44 feet, but continuing along the general alignment of a fence to an iron pin found at 635.09 feet; thence North 56° 33' 20" West along McIntyre's north line and passing William Austin's (175/708) northeast corner at 53.78 feet, but continuing for a total distance of 82.25 feet to a hub set at the south edge of a lake; thence around the southeast edge of the lake along the north and west lines of Austin the following courses: South 77° 52' 09" West, 261.69 feet to a hub set; South 78° 17' 52" West, 107.73 feet to a hub set; South 42° 45' 34" West, 122.18 feet to an iron pin found; South 29° 53' 40" West, 345.87 feet to the east R.O.W. line of Delta View Road (80' wide); thence in a northwesterly direction along the said R.O.W. line the following courses: North 30° 38' 24" West, 350.68 feet to a point of curvature; thence along the right-hand, 454.58 feet radius R.O.W. curve an arc length of 306.59 feet to a point of reverse curve; thence along the left-hand, 1175.55 feet radius R.O.W. curve an arc length of 1107.00 feet to the point of tangency; thence North 35° 53' 30" West, 370.10 feet to a point of curvature; thence along the left-hand, 639.61 feet radius R.O.W. curve an arc length of 380.10 feet to a point of reverse curve; thence along the right-hand, 7036.35 feet radius R.O.W. curve an arc length of 997.93 feet to a point of compound curve; thence along the right-hand, 435.21 feet radius R.O.W. curve an arc length of 263.74 feet to the point of tangency; thence North 26° 43' 55" West, 351.35 feet to an angle point; thence North 28° 17' 04" West, 358.89 feet to a point of curvature; thence along the left-hand, 1914.20 feet radius R.O.W. curve an arc length of 419.00 feet to the point of tangency; thence North 52° 34' 54" West, 159.00 feet to the point of curvature; thence along the right-hand, 1388.98 feet radius R.O.W. curve an arc length of 512.37 feet to the point of tangency; thence North 41° 49' 23" West, 349.66 feet to the point of curvature; thence along the right-hand, 1307.86 feet radius R.O.W. curve an arc length of 376.47 feet to the point of tangency; thence North 17° 06' 52" West, 232.13 feet to Point of Beginning, encompassing 423.35 acres of land, more or less.

Subject to a prescriptive easement for Austin Road, Church Road, and Poplar Corner Road.

5. Parcel Five

That part of Section 3, Township 2 South, Range 9 West, DeSoto County, Mississippi described as follows:

Beginning at a cotton spindle set at the intersection of the west line of the Easement for Right-of-Way for Delta View Road (80' wide) as recorded in Book 170, Page 100, and the south line of Section 3; thence South 89° 49' 39" West,

Exhibit "A" consists of the following 4 tracts of land:

51.60 feet along the south line of Section 3 to an iron pin set on the west top bank of the bluff; thence in a northeasterly direction along the said west top bank of the bluff the following courses: North $02^{\circ} 54' 48''$ East, 53.54 feet; North $22^{\circ} 08' 44''$ East, 255.85 feet; North $06^{\circ} 59' 47''$ East, 197.20 feet; North $26^{\circ} 46' 30''$ East, 231.81 feet; North $44^{\circ} 01' 59''$ East, 187.82 feet; North $20^{\circ} 15' 34''$ East, 262.06 feet; North $12^{\circ} 44' 58''$ East, 192.64 feet; North $06^{\circ} 50' 48''$ West, 194.64 feet; North $13^{\circ} 04' 13''$ East 150.53 feet; North $21^{\circ} 36' 25''$ East, 303.40 feet; North $16^{\circ} 13' 26''$ East, 282.26 feet; North $20^{\circ} 50' 13''$ East, 467.89 feet; North $15^{\circ} 19' 13''$ East, 150.96 feet; North $15^{\circ} 43' 06''$ East 330.79 feet; North $07^{\circ} 34' 21''$ West, 273.62 feet; North $19^{\circ} 09' 26''$ East, 191.36 feet to an iron pin set on the west R.O.W. line of Delta View Road; thence in a southwesterly direction along the said R.O.W. line the following courses: South $15^{\circ} 39' 35''$ East, 170.68 feet along the chord of a right-hand, 251.75 feet radius R.O.W. curve to the point of tangency; South $13^{\circ} 14' 52''$ West, 301.86 feet to a point of curvature; thence along the right-hand, 3174.08 feet radius R.O.W. curve an arc length of 199.61 feet to the point of compound curvature; thence along the right-hand, 2515.95 feet radius R.O.W. curve an arc length of 257.06 feet to the point of tangency; thence South $21^{\circ} 02' 33''$ West, 382.28 feet to the point of curvature; thence along the left-hand 2840.25 feet radius R.O.W. curve an arc length of 429.36 feet to the point of tangency; thence South $11^{\circ} 17' 03''$ West, 561.32 feet to the point of curvature; thence along the right-hand, 1431.00 feet radius R.O.W. curve an arc length of 717.62 feet to the point of tangency; thence South $30^{\circ} 57' 41''$ West, 55.84 feet to the point of curvature; thence along the left-hand, 1190.07 feet radius R.O.W. curve an arc length of 609.41 feet to the point of Beginning, encompassing 2.20 acres of land, more or less.

6. Parcel Six

That part of Section 3, Township 2 South, Range 9 West, DeSoto County, Mississippi described as follows:

Beginning at the intersection of the east line of the Easement for Right-of-Way for Delta View Road (80' wide) as recorded in Book 170, Page 100, and the south line of Section 3, thence in a northeasterly direction along the said R.O.W. line the following courses: North $17^{\circ} 11' 34''$ East, 559.28 feet along the chord of a right-hand, 1110.07 feet radius R.O.W. curve to the point of tangency; North $30^{\circ} 57' 41''$ East, 54.10 feet to a point of curvature; thence along the left-hand, 1511.00 feet radius R.O.W. curve an arc length of 751.33 feet to the point of tangency; thence North $11^{\circ} 17' 03''$ East, 556.50 feet to the point of curvature; thence along the right-hand, 2760.25 feet radius R.O.W. curve an arc length of 416.45 feet to the point of tangency; thence North $21^{\circ} 02' 33''$ East, 389.37 feet to the point of curvature; thence along the left-hand, 2595.95 feet radius R.O.W. curve an arc length of 259.88 feet to the point of reverse curve; thence along the right-hand, 3254.08 feet radius R.O.W. curve an arc length of 204.07 feet to the point of tangency; thence North $13^{\circ} 14' 52''$ East, 276.69 feet to the point of curvature; thence along the left-hand, 331.75 feet radius R.O.W. curve an arc length of 62.25 feet to an iron pin set; thence leaving the road and running North $54^{\circ} 33' 37''$ East, 202.64 feet along a line that is

Exhibit "A" consists of the following 4 tracts of land:

South of a gravel drive to an "x" cut in a 12" pine tree; thence North 48° 37' 23" East 146.33 feet to an "x" cut in a 12" pine tree; thence North 01° 06' 54" West along the west line of this partition and passing an iron pin set on the south R.O.W. line of Naz Road (80' wide) at 1706.72 feet, but continuing for a total distance of 1734.56 feet to the north line of Section 3; thence North 89° 49' 39" East, 290.62 feet along north line of Section 3 to the northwest corner of Carl Seckt (102/208); thence South 00° 07' 22" East along Seckt's west line and passing a found cross-tie fence post corner at 14.26 feet, and continuing along the general alignment of a post & wire fence and passing a found iron pin at 1760.00 feet. Seckt's southwest corner, and continuing along Hunt's east line and passing a found grader blade found at 5244.58 feet, but continuing for a total distance of 5308.22 feet (called 5280.00') to the south line of Section 3, said point being South 89° 49' 39" West, 1980.00 feet from the southeast corner of Section 3; thence South 89° 49' 39" West, 1553.44 feet along the south line of Section 3 to Point of Beginning, encompassing 91.36 acres of land, more or less.

7. Parcel Seven, consisting of the following 4 subparcels:

A.

Part of the Northeast Quarter of Section 3, Township 2 South, Range 9 West, DeSoto County, Mississippi, being more particularly described as follows:

Commencing at the northwest corner of Section 3, Township 2 South, Range 9 West, then South 89° 59' 03" East, 2232.10 feet along the centerline of Nail Road to a point; then South 01° 28' 03" East, 1234.00 feet to the northwest corner of the DeSoto County Maintenance Shop lot recorded in Deed Book 192, Page 714; then North 88° 31' 57" East, 361.50 feet along the north line of the County lot to the TRUE POINT OF BEGINNING; then North 88° 53' 26" East, 398.10 feet along the north line of this lot to the west line of the McKee & McFarland, Inc.'s 91.36 acre tract (233/446); then along McKee & McFarland, Inc.'s west line the following courses: South 91° 06' 34" East, passing an iron pin set at 357.72 feet, but continuing for a total distance of 509.00 feet to a marked pine tree; South 48° 37' 23" West, 146.33 feet to a marked pine tree; South 54° 33' 37" West, 202.64 feet to an iron pin found on the east R.O.W. line of Delta View Road (80' wide); then in a northwesterly direction along the said R.O.W. line the following courses: North 03° 59' 06" West, 71.06 feet; North 16° 34' 46" West, 54.23 feet; North 28° 01' 44" West, 43.40 feet; North 36° 29' 48" West, 53.00 feet; North 43° 24' 08" West, 71.12 feet; then leaving the road, running North 01° 28' 03" West, and passing the southeast corner of the County lot at 98.64 feet, but continuing along the east line of the County lot for a total distance of 460.14 feet to the Point of Beginning, encompassing 5.41 acres of land.

Bearings are based on referenced north as shown in the recorded deed description of the above said 91.36 acre tract.

EXHIBIT "A" TO COMMITMENT MS 04-1351 (194032)**Exhibit "A" consists of the following 4 tracts of land:****B. Parts of Sections 10, 14 and 15 in Township 2 South, Range 9 West, DeSoto County, Mississippi described as follows:**

Begin at the Southwest corner of Section 15 thence East 400 feet on the south line of Section 15,

thence, north parallel to the west line of Section 15 for 1320 feet,

thence, east parallel to the south line of Section 15 for 1420 feet,

thence, north parallel to the west line of Section 15 for 1400 feet,

thence, east parallel to the south line of Section 15 for 770 feet,

thence, north parallel to the west line of Section 15 for 550 feet,

thence, east parallel to the south line of Section 15 for 1370 feet,

thence, south parallel to the west line of Section 15 for 1260 feet,

thence, east parallel to the south line of Section 15 for 1320 feet to the line between Sections 14 and 15,

thence, South along the section line 240 feet which point is 1650 feet North of the Southwest corner of Section 14,

thence, east parallel to the south line of Section 14 for 2640 feet to the half section line of Section 14,

thence, south along said half section line 10 feet,

thence, east parallel to the north line of Section 14 for 990 feet,

thence, north parallel to the center line of Section 14 for 3310 feet,

thence, west parallel to the north line of Section 14 for 210.0 feet,

thence, north to the south line of Section 11 a distance of 210 feet,

thence, South $89^{\circ} 48' 34''$ West, 2472.91 feet along the south line of Section 11 to the Southeast corner of Jimmie McIntyre (148/487); thence North $00^{\circ} 44' 40''$ East along McIntyre's east line and passing an iron pin found at 8.44 feet, but continuing along the general alignment of a fence to an iron pin found at 635.09 feet; thence North $56^{\circ} 33' 20''$ West along McIntyre's north line and passing William Austin's (175/708) Northeast corner at 53.78 feet, but continuing for a total distance of 82.25 feet to a hub set at the south edge of a lake; thence around the Southeast edge of the lake along the north and west lines of Austin the following courses: South $77^{\circ} 52' 09''$ West, 261.69 feet to a hub set; South $78^{\circ} 17' 52''$ West, 107.73 feet to a hub set; South $42^{\circ} 45' 34''$ West, 122.18 feet to an iron pin found; South $29^{\circ} 53' 40''$ West, 345.87 feet to the east R.O.W. line of Delta View Road (80' wide); thence in a northwesterly direction along the said R.O.W. line the following courses: North $30^{\circ} 38' 24''$ West,

EXHIBIT "A" TO COMMITMENT MS 04-1351 (194032)
Exhibit "A" consists of the following 4 tracts of land:

- 350.68 feet to a point of curvature; thence along the right-hand, 454.58 feet radius R.O.W. curve an arc length of 306.59 feet to a point of reverse curve; thence along the left-hand, 1175.55 feet radius R.O.W. curve an arc length of 1107.00 feet to the point of tangency; thence North 35° 53' 30" West, 370.10 feet to a point of curvature,
- thence, along the left-hand, 639.61 feet radius R.O.W. curve an arc length of 380.10 feet to a point of reverse curve,
- thence, along the right-hand, 7036.35 feet radius R.O.W. curve an arc length of 997.93 feet to a point of compound curve,
- thence, along the right-hand, 435.21 feet radius R.O.W. curve on arc length of 263.74 feet to the point of tangency,
- thence, North 26° 43' 55" West, 351.35 feet to an angle point,
- thence, North 28° 17' 04" West, 358.89 feet to a point of curvature,
- thence, along the left-hand, 1914.20 feet radius R.O.W. curve an arc length of 419.00 feet to the point of tangency,
- thence, North 52° 34' 54" West, 159.00 feet to the point of curvature,
- thence, along the right-hand 1388.98 feet radius R.O.W. curve an arc length of 512.37 feet to the point of tangency,
- thence, North 41° 49' 23" West, 349.66 feet to the point of curvature,
- thence, along the right-hand, 1307.86 feet radius R.O.W. curve an arc length of 376.47 feet to the point of tangency,
- thence, North 17° 06' 52" West, 232.13 feet to a point on the north line of Section 10 which is the intersection of said north line and the east line of the easement for right of way for Delta View Road as recorded in Book 170, Page 100,
- thence, West to the Northwest corner of Section 10,
- thence, South along the west line of Section 10 for 2640.00 feet
- thence, East parallel to the north line of Section 10 a distance of 1320 feet,
- thence, South and parallel to the west line of Section 10 a distance of 2640 feet,
- thence, West along the south line of Section 10 a distance of 1320 feet to the Southwest corner of Section 10,
- thence, South 5280 feet to the Southwest corner of Section 15 and the place of beginning.

EXHIBIT "A" TO COMMITMENT MS 04-1351 (194032)**Exhibit "A" consists of the following 4 tracts of land:**

- C. Beginning at the S.W. corner of Section 11, Township 2 South, Range 9 West, thence along the south line of said section N. 85° 52' 04" E. 532.00 feet; thence N. 4° 07' 56" W. 635.08 feet at edge of a lake; thence N. 61° 25' 56" W. 82.25 feet; thence S. 72° 59' 33" W. 261.69 feet; thence S. 73° 25' 16" W. 107.73 feet; thence S. 37° 52' 58" W. 122.18 feet; thence S. 25° 10' 04" W. 386.00 feet to the center of Austin Road; thence S. 36° 10' 56" E. 140.20 feet; thence along a curve 111.11 feet to the point of beginning, containing 8.62 acres, more or less. The directions are magnetic. Conveyed by N. B. Hunt to M. R. Haynes, Jr., et ux, by deed in Book 134, page 655.
- D. The West Half of the Southwest Quarter of Section 10 in Township 2 South, Range 9 West in DeSoto County in the State of Mississippi.

8. Parcel EightPROPERTY DESCRIPTION

Part of the Northeast Quarter of Section 3, Township 2 South, Range 9 West, DeSoto County, Mississippi, being more particularly described as follows:

Commencing at the northwest corner of Section 3, Township 2 South, Range 9 West, then North 89° 36' 53" East, 2965.98 feet along the north line of Section 3 to an iron pin set for the TRUE POINT OF BEGINNING; then North 89° 36' 53" East, 81.08 feet along the north line of Section 3 to the northwest corner of the McKee & McFarland, Inc. tract recorded in Deed Book 233, Page 446; then South 01° 06' 34" East along McKee & McFarland's west line and passing an iron pin found at 27.84 feet, but continuing for a total distance of 1225.55 feet to an iron pin found at the northeast corner of Don Robertson's 5.41 acre tract; then South 88° 53' 26" West, 315.78 feet along Robertson's north line to an iron pin found at the top west edge of the bluff; then in a northerly direction along the said top west edge of the bluff the following courses: North 03° 54' 42" East, 90.85 feet; North 31° 58' 19" East, 106.25 feet; North 07° 48' 17" East, 153.20 feet; North 06° 13' 41" East, 129.92 feet; North 06° 09' 14" West, 109.94 feet; North 07° 24' 47" East, 171.69 feet; North 20° 26' 17" East, 192.27 feet; North 10° 29' 16" East, 116.12 feet; North 02° 14' 11" East, 134.12 feet to a power pole at the south top bank of Nail Road; North 06° 01' 17" East, 61.89 feet to the Point of Beginning, encompassing 5.30 acres of land.

Bearings are based on referenced north as shown in the recorded deed description of the above said 91.36 acre tract.

EXHIBIT "A" TO COMMITMENT MS 04-1351 (194032)

Exhibit "A" consists of the following 4 tracts of land:

BK 519 PG 390

9. Parcel Nine DESCRIPTION OF A 3.00 ACRE TRACT IN THE NORTHWEST QUARTER OF SECTION 3; TOWNSHIP 2 SOUTH; RANGE 9 WEST; DESOTO COUNTY, MISSISSIPPI AND MORE ACCURATELY DESCRIBED AS FOLLOWS:

Commencing at the northwest corner of Section 3; Township 2 South; Range 9 West; thence east along the north line of said section a distance of 2232.1 feet to a point; thence South 03 degrees 30 minutes East a distance of 1234.0 feet to the northwest corner of the existing Desoto County 3.0 acre tract; thence continue South 03 degrees 30 minutes East along the west line of said 3.0 acre tract a distance of 361.50 feet to a point in the centerline of Delta View Road; thence along the centerline of Delta View Road the following calls; South 89 degrees 16 minutes 56 seconds West a distance of 170.96 feet; North 88 degrees 13 minutes 22 seconds West a distance of 103.19 feet; North 82 degrees 31 minutes 49 seconds a distance of 104.94 feet to a point; thence run North 2 degrees 20 minutes 54 seconds West a distance of 325.14 feet to a point; thence North 86 degrees 42 minutes 23 seconds East a distance of 370.00 feet to the point of beginning and containing 3.00 acres. All bearings are referenced to magnetic north.

10. Parcel Ten

NW 1/4 of Sec 3, T2S, R9W

Begin at a point on the north right-of-way line of Delta View Road, said point also being located 1,308.7 feet South and 975.7 feet East of the northwest corner of said Section 3, Township 2 South, Range 9 West, DeSoto County, Mississippi; run thence along said north right-of-way of Delta View Road as follows: run Due West for a distance of 76.05 feet to a point; run thence S 89 deg. -18'-09" W for a distance of 705.1 feet to a point; run thence S 89 deg. -52' -26" W for a distance of 87.25 feet to a point in the intersection of said north right-of-way line with a centerline of an existing ditch; run thence N 11 deg. -44'-06" E, leaving said north right-of-way, along said centerline of an existing ditch for a distance of 311.73 feet to a point; run thence N 10 deg. -10' -57" E continuing along said centerline for a distance of 462.73 feet to a point; run thence Due East, leaving said centerline of an existing ditch, for a distance of 721.65 feet to a point; run thence Due South for a distance of 715.00 feet to a point of beginning of the herein described tract of land. Said tract contains 13.37 acres, more or less.

11. Parcel Eleven

TOWNSHIP 2 SOUTH, RANGE 9 WEST, DESOTO COUNTY, MISSISSIPPI

Section 4
Begin at a point that is 60 feet Northeasterly of and measured radially to the centerline of survey of the relocation of Nail Road as shown on the plans for State Project No. 94-0009-05-019-10 at Station 25 + 00; from said point of beginning run thence North 59° 26' East, a distance of 22.4 feet; thence run South, a distance of 33.5 feet; thence run North 41° 07' West, a distance of 29.4 feet to the point of beginning, containing 0.01 acres, more or less.

All of the above being situated in and a part of the Northeast 1/4 of the Northeast 1/4.

EXHIBIT "A" TO COMMITMENT MS 04-1351 (194032)

Exhibit "A" consists of the following 4 tracts of land:

12. Parcel Twelve, consisting of 3 subparcels:

A. TOWNSHIP 2 SOUTH; RANGE 9 WEST, DESOTO COUNTY, MISSISSIPPISections 4 and 3:

Begin at the point of intersection of the present Southeasterly right-of-way line of U.S. Highway No. 61 with a West line of grantors property as shown on the plans for State Project No. 94-0009-06-019-10; from said point of beginning run thence North $37^{\circ} 17'$ East along said present Southeasterly right-of-way line, a distance of 2,129.7 feet; thence run Northeasterly along the circumference of a circle to the right having a radius of 5599.58 feet, a distance of 379.9 feet; thence run North $63^{\circ} 28'$ East, a distance of 204.5 feet to a point that is 130 feet Northwesterly of and perpendicular to the centerline of survey of said project at Station 390 + 00; thence run North $33^{\circ} 43'$ East, a distance of 162.3 feet to a point that is hereby designated as Point "G" for future reference; thence run North $16^{\circ} 45'$ West, a distance of 184.1 feet; thence run North $06^{\circ} 48'$ East, a distance of 69.1 feet to a point on said present Southeasterly right-of-way line, said point is hereby designated as Point "H" for future reference; thence run North $37^{\circ} 17'$ East along said present Southeasterly right-of-way line, a distance of 454.2 feet to a point, said point is hereby designated as Point "I" for future reference; thence run South $30^{\circ} 49'$ West, a distance of 274.5 feet; thence run South $04^{\circ} 43'$ East, a distance of 229.2 feet to a point that is hereby designated as Point "J" for future reference; thence run North $79^{\circ} 26'$ East, a distance of 261.9 feet to a line that is parallel with and 135 feet Northwesterly of the centerline of survey of said project; thence run North $55^{\circ} 02'$ East along said parallel line, a distance of 1410.0 feet to a point that is hereby designated as Point "K" for future reference; thence continue North $55^{\circ} 02'$ East along last mentioned parallel line, a distance of 50.0 feet to a point that is hereby designated as Point "L" for future reference; thence continue North $55^{\circ} 02'$ East along last mentioned parallel line, a distance of 1495.0 feet; thence run North $34^{\circ} 20'$ East, a distance of 240.5 feet to a point that is 60 feet Westerly of and perpendicular to the centerline of the relocation of Nail Road, said point is hereby designated as Point "M" for future reference; thence run North $39^{\circ} 29'$ West, a distance of 162.7 feet to a point on a West line of grantors property, said point is hereby designated as Point "N" for future reference; thence run North along said West property line, a distance of 250.9 feet to the present Southerly right-of-way line of Nail Road; thence run South $89^{\circ} 25'$ East along said present Southerly right-of-way line, a distance of 33.0 feet to an East line of grantors property; thence run South along said

EXHIBIT "A" TO COMMITMENT MS 04-1351 (194032)

Exhibit "A" consists of the following 4 tracts of land:

East property line, a distance of 69.9 feet to a point that is hereby designated as Point "O" for future reference; thence run South $59^{\circ} 26'$ West, a distance of 22.4 feet; thence run South $41^{\circ} 07'$ East, a distance of 29.4 feet to an East line of grantors property; thence run South along said East property line, a distance of 21.8 feet to a Northerly line of grantors property; thence run South $89^{\circ} 38'$ East along said Northerly property line, a distance of 19.2 feet; thence run South $41^{\circ} 07'$ East, a distance of 170.9 feet to a point that is hereby designated as Point "P" for future reference; thence run North $79^{\circ} 18'$ East, a distance of 353.4 feet; thence run Northeasterly along the circumference of a circle to the left having a radius of 5599.58 feet, a distance of 292.9 feet to the Northerly line of grantors property and the present Southerly right-of-way line of Nail Road; thence run North $89^{\circ} 23'$ East along said Northerly property line and along said present Southerly right-of-way line, a distance of 387.3 feet; thence run Southwesterly along the circumference of a circle to the right having a radius of 5859.58 feet, a distance of 804.7 feet; thence run South $23^{\circ} 56'$ West, a distance of 162.3 feet to a point that is 60 feet Easterly of and measured radially to the centerline of the relocation of Deltaview Road of said project at Station 32 + 05; thence run South $62^{\circ} 05'$ West, a distance of 60.0 feet to the centerline of the relocation of said Deltaview Road; thence run Southeasterly along the centerline of said Deltaview Road and along the circumference of a circle to the right having a radius of 716.2 feet, a distance of 105.0 feet; thence run South $70^{\circ} 29'$ West, a distance of 60.0 feet; thence run North $59^{\circ} 17'$ West, a distance of 161.0 feet to a line that is parallel with and 145 feet Southeasterly of the centerline of survey of said project; thence run South $55^{\circ} 02'$ West along said parallel line, a distance of 1630.0 feet to a point that is hereby designated as Point "S" for future reference; thence continue South $55^{\circ} 02'$ West along last mentioned parallel line, a distance of 50.0 feet to a point that is hereby designated as Point "T" for future reference; thence continue South $55^{\circ} 02'$ West along the last mentioned parallel line, a distance of 1170.0 feet; thence run South $59^{\circ} 19'$ West, a distance of 200.6 feet to a line that is parallel with and 130 feet Southeasterly of the centerline of survey of said project; thence run South $55^{\circ} 02'$ West along said parallel line, a distance of 385.0 feet to a point that is hereby designated as Point "U" for future reference; thence continue South $55^{\circ} 02'$ West along last mentioned parallel line, a distance of 50.0 feet to a point that is hereby designated as Point "V" for future reference; thence continue South $55^{\circ} 02'$ West along last mentioned parallel line, a distance of 367.3 feet; thence run Southwesterly along the circumference of a circle to the right having a radius of 5599.58 feet, a distance of 1,322.0 feet to a point that is hereby designated as Point "BJ" for future reference; thence continue Southwesterly along the circumference of a circle to the right having a radius of 5599.58 feet, a distance of 48.9 feet to a point that is hereby designated as Point "BI" for future reference; thence continue Southwesterly along the circumference of a circle to the right having a radius of

EXHIBIT "A" TO COMMITMENT MS 04-1351 (194032)**Exhibit "A" consists of the following 4 tracts of land:**

5599.58 feet, a distance of 166.1 feet; thence run South 35° 23' West, a distance of 196.7 feet to a point that is hereby designated as Point "W" for future reference; thence run South 38° 06' West, a distance of 847.7 feet to a point on a West line of grantors property; thence run North along said West property line, a distance of 184.8 feet to the point of beginning, containing 44.63 acres, more or less.

All of the above Subparcel A being situated in and a part of the Southwest 1/4 of the Southwest 1/4; the Northwest 1/4 of the Southwest 1/4, the Northeast 1/4 of the Southwest 1/4, the Southeast 1/4 of the Northwest 1/4, the Southwest 1/4 of the Northeast 1/4, the Northwest 1/4 of the Northeast 1/4, the Southeast 1/4 of the Northeast 1/4, the Northeast 1/4 of the Northeast 1/4 of Section 4, and the Northwest 1/4 of the Northwest 1/4 of Section 3.

B. Section 4:

Begin at a point on the Northerly line of grantors property and the present Southerly right-of-way line of Nail Road that is 40 feet Southerly of and perpendicular to the centerline of the relocation of said Nail Road of State Project No. 94-0009-06-019-10 at Station 20 + 01.96; from said point of beginning run thence South 89° 25' East along said Northerly property line and the present Southerly right-of-way line, a distance of 182.6 feet to an East line of grantors property; thence run South along said East property line, a distance of 47.5 feet; thence run North 61° 26' West, a distance of 4.5 feet; thence run North 75° 12' West, a distance of 184.7 feet to the point of beginning, containing 0.10 acres, more or less.

All of the above Subparcel B being situated in and a part of the Northeast 1/4 of the Northeast 1/4.

C. Section 4:

Begin at a point that is 60 feet Northeasterly of and measured radially to the centerline of the relocation of Deltaview Road as shown on the plans for State Project No. 94-0009-06-019-10 at Station 32 + 05; from said point of beginning run thence South 20° 07' East, a distance of 210.7 feet; thence run South 03° 43' West, a distance of 233.0 feet; thence run North 84° 52' West, a distance of 60.0 feet; thence run North 13° 02' West, a distance of

Exhibit "A" consists of the following 4 tracts of land:

186.1 feet; thence run North 70° 29' East, a distance of 60.0 feet to the centerline of the relocation of said Deltaview Road; thence run Northwesterly along the centerline of the relocation of said Deltaview Road and along the circumference of a circle to the left having a radius of 716.20 feet, a distance of 105.0 feet; thence run North 62° 05' East, a distance of 60.0 feet to the point of beginning, containing 0.83 acres, more or less.

All of the above Parcel C being situated in and a part of the Northeast 1/4 of the Northeast 1/4.

Subparcels A through C contain an aggregate of 45.56 acres, more or less.

Together with any and all abutters rights of access, if any, in, to, over, on and across the above described parcel of land designated as Subparcel A, except that such remaining property shall have access between Point "G" and Point "H", and between Point "I" and Point "J", and between Point "K" and Point "L", and between Point "M" and Point "N", and between Point "O" and Point "P", and between Point "S" and Point "T" and between Point "U" and Point "V" and between Point "BJ" and Point "BI", and between Point "W" and Point "X" as designated in Subparcel A above.

13. Parcel Thirteen

TOWNSHIP 2 SOUTH, RANGE 9 WEST, DESOTO COUNTY, MISSISSIPPI,

Section 3:

Begin at a point that is 130 feet Southeastarly of and measured radially to the centerline of survey of State Project No. 94-0009-06-019-10 at Station 433+00; from said point of beginning run thence Northeastarly along the circumference of a circle to the left having a radius of 5859.58 feet, a distance of 487.7 feet to the present Southerly right-of-way line of Nail Road; thence run Northeastarly along said present Southern right-of-way line, a distance of 1042.2 feet; thence run South 80° 05' West, a distance of 210.8 feet; thence run South 88° 31' West, a distance of 754.8 feet to a point that 220 feet Southeastarly of and measured radially to the centerline of survey of said project at Station 438+00; thence run South 53° 45' West, a distance of 416.1 feet; thence run South 73° 43' West, a distance of 112.1 feet to the point of beginning, containing 1.52 acres, more or less.

All of the above being situated in and a part of the Northwest 1/4 of the Northwest 1/4 and the Northeast 1/4 of the Northwest 1/4.

Exhibit "A" consists of the following 4 tracts of land:

14. Parcel Fourteen

Beginning at the southeast corner of Section 4, Township 2 South, Range 9 West; thence west along the south line of said section a distance of 300 feet to a point; thence north to a point 53 feet north of the south line of said Section; thence east and parallel to the south line of said section a distance of 225 feet to a point; thence north to a point 78 feet north of the south line of said section; thence east and parallel to the south line of said Section 4 and Section 3; Township 2 South, Range 9 West a distance of 125 feet to a point; thence south to a point 53 feet north of the south line of said Section 3; thence east and parallel to said south line a distance of 250 feet to a point; thence south to the south line of said Section 3; thence west along said south line a distance of 300 feet to the point of beginning and containing 0.80 acres.

IV. TRACT FOUR:SHELBY COUNTY, TENNESSEE

All of Section 15, Township 1 South, Range 10 West in Shelby County, Tennessee, lying and being South and East of the Main Mississippi River Levee easement and right of way.

EXHIBIT B

Part Conveyed

PARCEL 1

BK 519 P6 397

BEING A LEGAL DESCRIPTION OF PART OF THE PRUDENTIAL INSURANCE COMPANY OF AMERICA PROPERTY AS RECORDED PER DEED OF RECORD IN DEED BOOK 230 - PAGE 236 IN THE CHANCERY COURT CLERK'S OFFICE OF DESOTO COUNTY, MISSISSIPPI, ALL LYING IN THE EAST HALF OF SECTION 4, TOWNSHIP 2 SOUTH, RANGE 9 WEST IN THE CITY OF WALLS, DESOTO COUNTY, MISSISSIPPI, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT A FOUND COTTON PICKER SPINDLE ON THE SOUTHWEST CORNER OF SECTION 4, TOWNSHIP 2 SOUTH, RANGE 9 WEST IN DESOTO COUNTY, MISSISSIPPI; THENCE NORTH 00 DEGREES 00 MINUTES 00 SECONDS WEST - 2817.41 FEET; THENCE NORTH 90 DEGREES 00 MINUTES 00 SECONDS EAST - 3322.62 FEET TO THE POINT OF BEGINNING;

THENCE NORTH 54 DEGREES 54 MINUTES 44 SECONDS EAST - 568.41 FEET; THENCE NORTH 65 DEGREES 31 MINUTES 23 SECONDS EAST - 50.87 FEET; THENCE NORTH 54 DEGREES 54 MINUTES 44 SECONDS EAST - 120.00 FEET; THENCE SOUTH 35 DEGREES 05 MINUTES 16 SECONDS EAST AND PASSING A FOUND IRON THE WESTERN MOST CORNER OF KATLYN RIDGE SUBDIVISION - SECTION "B" (AS RECORDED IN PLAT BOOK 71 - PAGE 43) AT 178.13 FEET AND CONTINUING ALONG THE SOUTHWESTERLY LINE OF SAID SUBDIVISION-A TOTAL DISTANCE OF 626.71 FEET TO A FOUND IRON ON AN ANGLE POINT IN THE SOUTHERLY LINE OF SAID SUBDIVISION; THENCE SOUTH 89 DEGREES 45 MINUTES 41 SECONDS EAST - 949.31 FEET ALONG THE SOUTHERLY LINE OF SAID SUBDIVISION AND EXTENSION THEREOF TO A POINT IN THE APPROXIMATE CENTER OF A DRAINAGE CANAL; THENCE SOUTH 00 DEGREES 37 MINUTES 52 SECONDS EAST - 751.18 FEET ALONG THE APPROXIMATE CENTER OF SAID DRAINAGE CANAL TO A POINT; THENCE LEAVING SAID DRAINAGE CANAL, SOUTH 89 DEGREES 21 MINUTES 45 SECONDS WEST - 189.92 FEET; THENCE SOUTH 00 DEGREES 38 MINUTES 15 SECONDS EAST - 60.00 FEET; THENCE SOUTH 89 DEGREES 21 MINUTES 45 SECONDS WEST - 50.00 FEET; THENCE SOUTH 00 DEGREES 38 MINUTES 15 SECONDS EAST - 136.15 FEET; THENCE SOUTH 89 DEGREES 21 MINUTES 45 SECONDS WEST - 120.00 FEET; THENCE SOUTH 00 DEGREES 38 MINUTES 15 SECONDS EAST - 60.00 FEET; THENCE SOUTH 09 DEGREES 42 MINUTES 31 SECONDS WEST - 103.66 FEET; THENCE SOUTH 45 DEGREES 17 MINUTES 31 SECONDS WEST - 25.10 FEET; THENCE NORTH 44 DEGREES 42 MINUTES 29 SECONDS WEST - 60.00 FEET; THENCE NORTH 47 DEGREES 18 MINUTES 54 SECONDS WEST - 69.81 FEET; THENCE NORTH 54 DEGREES 04 MINUTES 12 SECONDS WEST - 71.40 FEET; THENCE NORTH 60 DEGREES 56 MINUTES 59 SECONDS WEST - 71.40 FEET; THENCE NORTH 67 DEGREES 49 MINUTES 45 SECONDS WEST - 71.40 FEET; THENCE NORTH 74 DEGREES 42 MINUTES 32 SECONDS WEST - 71.40 FEET; THENCE NORTH 81 DEGREES 43 MINUTES 02 SECONDS WEST - 71.39 FEET; THENCE NORTH 87 DEGREES 08 MINUTES 39 SECONDS WEST - 71.50 FEET; THENCE SOUTH 84 DEGREES 02 MINUTES 07 SECONDS WEST - 126.50 FEET; THENCE NORTH 85 DEGREES 23 MINUTES 17 SECONDS WEST - 109.20 FEET; THENCE NORTH 76 DEGREES 12 MINUTES 02 SECONDS WEST - 169.96 FEET; THENCE NORTH 72 DEGREES 45 MINUTES 08 SECONDS WEST - 51.45 FEET; THENCE NORTH 64 DEGREES 22 MINUTES 00 SECONDS WEST - 55.02 FEET; THENCE NORTH 63 DEGREES 16 MINUTES 15 SECONDS WEST - 157.52 FEET; THENCE NORTH 29 DEGREES 18 MINUTES 14 SECONDS WEST - 80.82 FEET; THENCE NORTH 47 DEGREES 52 MINUTES 42 SECONDS WEST - 310.96 FEET; THENCE NORTH 29 DEGREES 29 MINUTES 27 SECONDS EAST - 153.96 FEET; THENCE NORTH 41 DEGREES 18 MINUTES 01 SECONDS WEST - 165.65 FEET; THENCE NORTH 22 DEGREES 16 MINUTES 50 SECONDS WEST - 90.33 FEET; THENCE NORTH 00 DEGREES 22 MINUTES 14 SECONDS EAST - 80.74 FEET; THENCE NORTH 23 DEGREES 20 MINUTES 18 SECONDS WEST - 170.93 FEET TO THE POINT OF BEGINNING.

CONTAINING 41.748 ACRES, MORE OR LESS.

FENCES ARE LOCATED AS SHOWN. THERE ARE NO ENCROACHMENTS.

PARCEL 2

COMMENCING AT A FOUND COTTON PICKER SPINDLE ON THE SOUTHWEST CORNER OF SECTION 4, TOWNSHIP 2 SOUTH, RANGE 9 WEST IN DESOTO COUNTY, MISSISSIPPI; THENCE NORTH 00 DEGREES 00 MINUTES 00 SECONDS WEST - 2817.41 FEET; THENCE NORTH 90 DEGREES 00 MINUTES 00 SECONDS EAST - 3322.62 FEET; THENCE NORTH 54 DEGREES 54 MINUTES 44 SECONDS EAST - 563.41 FEET TO THE POINT OF BEGINNING;

THENCE NORTH 35 DEGREES 05 MINUTES 16 SECONDS WEST - 460.42 FEET TO THE SOUTHEASTERLY RIGHT-OF-WAY LINE OF U.S. HIGHWAY 61; THENCE NORTH 55 DEGREES 03 MINUTES 52 SECONDS EAST - 60.00 FEET ALONG THE SOUTHEASTERLY RIGHT-OF-WAY LINE OF SAID HIGHWAY TO A POINT; THENCE SOUTH 35 DEGREES 05 MINUTES 16 SECONDS EAST - 469.63 FEET TO A POINT; THENCE SOUTH 54 DEGREES 54 MINUTES 44 SECONDS WEST - 5.00 FEET; THENCE SOUTH 65 DEGREES 31 MINUTES 23 SECONDS WEST - 50.87 FEET; THENCE SOUTH 54 DEGREES 54 MINUTES 44 SECONDS WEST - 5.00 FEET TO THE POINT OF BEGINNING.

CONTAINING 27,901 SQUARE FEET OR 0.641 ACRES, MORE OR LESS.

EXHIBIT C

Permitted Exceptions

1. Deed of Trust in favor of The Prudential Insurance Company of America of record in Deed of Trust Book 2133, Page 1, Office of the Chancery Clerk of DeSoto County, Mississippi.
2. Assignment of Leases, Contracts, Rents and Agreements in favor of The Prudential Insurance Company of America of record in Book 106, Page 391, Office of the Chancery Clerk of DeSoto County, Mississippi.
3. UCC Financing Statement in favor of The Prudential Insurance Company of America of record in Deed of Trust Book 2133, Page 71, Office of the Chancery Clerk of DeSoto County, Mississippi.
4. UCC Financing Statement in favor of The Prudential Insurance Company of America of record at File No. 20040245054H in the Office of the Mississippi Secretary of State.
5. Agricultural Lease with Kal-Mac Farms.
6. Agricultural Lease with Little Thailand Farms II.
7. Management Agreement with Capital Agricultural Property Services, Inc.