

This Instrument prepared by ~~and upon recording~~
~~return to:~~

Alston & Bird LLP
One Atlantic Center
1201 West Peachtree Street
Atlanta, GA 30309-3424
(404) 881-7000
Attn: Andrew R. Allen

Indexing Instructions:

Section 31, Township 1 South, Range 7 West

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of One Dollar (\$1.00) cash in hand paid, and other good and valuable considerations, the receipt and sufficiency of which is hereby acknowledged, the undersigned INDUSTRIAL DEVELOPMENTS INTERNATIONAL, INC., a Delaware corporation, Grantor, does hereby grant, bargain, sell, convey and warrant, as of April 26, 2006, unto WHISPER LAKE GOLF SYNDICATE, LLC, a Mississippi limited liability company, Grantee, the following described real property located and situated in DeSoto County, Mississippi, and being more particularly described as follows:

SEE EXHIBIT "A" ATTACHED HERETO AND MADE A PART HEREOF.

TO HAVE AND TO HOLD, the above described PREMISES, together with all easements, improvements situated thereon, and all appurtenances thereunto belonging (collectively, the "Property"). No personalty is conveyed or is intended to be conveyed hereby.

This Deed and the warranty of title contained herein are made expressly subject to the list of permitted exceptions set forth on Exhibit B attached hereto and made a part hereof.

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Grantor will warrant and forever defend the right and title to the Property unto Grantee against the lawful claims of all persons owning, holding or claiming by, through or under Grantor, but not otherwise.

(The words "Grantor" and "Grantee" include all genders, plural and singular, and their respective heirs, successors and assigns where the context requires or permits.)

[SIGNATURE AND ACKNOWLEDGEMENT ON FOLLOWING PAGE]

WITNESS THE SIGNATURE of the undersigned Grantor, this the 19 day of April, 2006.

Industrial Developments International, Inc.,
a Delaware corporation

By: [Signature]
Name: David R. Birdwell
Title: Secretary

[CORPORATE SEAL]

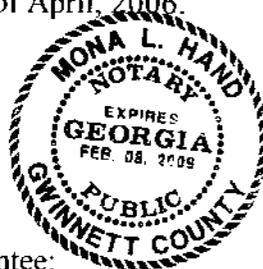
STATE OF GEORGIA

COUNTY OF FULTON

Personally appeared before me, the undersigned authority in and for State aforesaid, the within named David R. Birdwell who acknowledged that as Secretary for and on behalf of and by authority of Industrial Developments International, Inc., he signed the above and foregoing instrument and delivered said instrument on the day and year therein mentioned, after first being duly authorize to so do.

Given under my hand and seal of office this 19 day of April, 2006.

[Signature]
Notary Public: _____
My Commission Expires: _____
Mona Hand
Notary Public, Gwinnett County, Georgia
My Commission Expires Feb. 8, 2009



Grantor:

Industrial Developments International, Inc.
3424 Peachtree Road
Suite 1500
Atlanta, Georgia 30326
Telephone: (404) 479-4000

Grantee:

Whisper Lake Golf Syndicate, LLC
c/o: Mr. Ramesh M. Patel
84 Grandview Circle
Brandon, Mississippi 39047
Telephone: (601) 829-9898

EXHIBIT A

LEGAL DESCRIPTION

Lot 7E, Seventh Revision to Section "B" Briargate Commercial Subdivision, recorded at Plat Book 94, Page 18 and lying in the Northwest Quarter of Section 31, Township 1 South, Range 7 West in Southaven, DeSoto County, Mississippi

This conveyance does not include any estate or interest in favor of the public in Hospitality Lane created in Final Plat, Briargate Commercial Subdivision & Hospitality Lane Street Dedication, recorded at Plat Book 96, Page 46.

EXHIBIT B

PERMITTED TITLE EXCEPTIONS

1. Taxes and assessments for the year in which the Closing occurs and subsequent years.
2. Such state of facts which would be shown by a current and accurate survey of the Property.
3. All matters of public record affecting title to the Property.
4. Matters shown on that certain ALTA /ACSM Boundary Survey dated April 18, 2006 prepared by Jones-Davis & Associates, Inc.