

BANKS FARMS, L.P., GRANTOR

TO

WARRANTY DEED

ALF KATZ HERNANDO WEST, LLC, GRANTEE

FOR AND IN CONSIDERATION of Ten Dollars (\$10.00), cash in hand paid, and other good and valuable legal consideration, the receipt and sufficiency of which is hereby acknowledged, the Grantor, Banks Farms, L.P., a Mississippi limited partnership, hereby sells, conveys, and warrants unto the Grantee, ALF KATZ HERNANDO WEST, LLC, a Mississippi limited liability company, the land in the City of Hernando and DeSoto County, Mississippi, being more particularly described as follows:

See description contained in Exhibit A of 9.99 acres, more or less, attached hereto.

By acceptance of this Deed, the parties agree that this conveyance is made subject to subdivision, health department, zoning and other regulations in effect in the City of Hernando and DeSoto County, Mississippi and rights of way and easements for public roads, flowage, and utilities, any mineral or mineral rights, including oil and gas, leased, granted or retained by current or prior owners (however, no such reservation is made with this deed) and the following as recorded in the office of the Chancery Clerk of DeSoto County, Mississippi:

1. Rights of way to AT&T recorded in Book 33 at Page 532 and Book 33 at Page 535, in the Chancery Clerk's Office of DeSoto County, Mississippi.
2. Rights of way to MP&L recorded in Book 37 at Page 191, Book 46 at Page 331, Book 46 at Page 359, and Book 100 at Page 199.
3. Right of way to South Central Bell recorded in Book 217 at Page 171.
4. Easements, Billboard Restrictions and Release of Damages in favor of the State Highway Commission recorded in Deed Book 41 at Page 500.

WB+B

5. Easement to Town of Hernando recorded in Book 46 at Page 151 and Book 190 at Page 16.
6. Certificate and Conveyance to the State Highway Commission recorded in Deed Book 40 at Page 381.
7. A drainage easement to State Highway Department of Mississippi recorded in Deed Book 41 at Pages 591, 592 and 593.
8. The following matters reflected on the survey of The Reaves Firm, Inc., dated March 7, 2008, March 11, 2008, and June 26, 2008: Various encroachments of fences of others onto the subject property and encroachments of fences on the subject property onto the property of others near the boundaries of the subject property, various utility easements and rights of way as shown on said survey as noted above including power lines near the eastern, southern and northern boundaries and the fiber optic/telephone easement shown transecting the property.

DeSoto County and City of Hernando taxes for 2008 shall be estimated and prorated at closing and paid by the Grantee when due with any final adjustments in proration to be made between Grantor and Grantee when the actual ad-valorem tax bill is rendered. Possession will be given on July 9, 2008.

Signature page to follow.

Indexing:

The Northwest Quarter of Section 13, Township 3 South, Range 8 West
Part of the Northwest Quarter of Section 14, Township 3 South, Range 8 West

WITNESS the signature of the said party of the first part the day and year first above written.

Banks Farms, L.P.

By: Daniel W. LeBlond

Title: General Partner

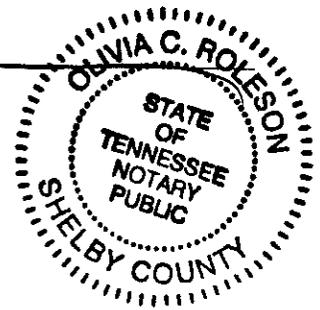
ACKNOWLEDGEMENT

STATE OF Tennessee
COUNTY OF Shelby

Personally appeared before me, the undersigned authority in and for the said county and state, on this 7th day of July, 2008, within my jurisdiction, the within named Daniel W. LeBlond who acknowledged to me that (he) ~~(she)~~ is the general partner of Banks Farms, L.P., a Mississippi limited partnership, and that as general partner of said limited partnership, and as the act and deed of said limited partnership, (he) ~~(she)~~ executed the above and foregoing instrument, after first having been duly authorized by said limited partnership so to do.

WITNESS my hand, at office, this 7th day of July, 2008.

Notary Public



My Commission expires:
My Commission Expires
November 20, 2011

Grantee's Address:

c/o Walker, Brown, Brown & Graves, P.A.
P.O. Box 276
Hernando, MS 38632
662-429-5277

TAX ID #

3-08-6-13-00-2-00024-00
3-08-6-13-00-2-00025-00

PROPERTY ADDRESS:

564 WEST COMMERCE STREET &
660 WEST COMMERCE STREET

Prepared by and Return to:
Walker, Brown, Brown & Graves, P.A.
P.O. Box 276
Hernando, MS 38632
662-429-5277

Grantor's Address:
P.O. Box 160
Hernando, MS 38632
662-429-6331

EXHIBIT "A"

BEING THE BANKS FARM L.P. PROPERTY AS RECORDED IN DEED BOOK 409, PAGE 237; DEED BOOK 570, PAGE 237 AND DEED BOOK 409, PAGE 228 AT THE DESOTO COUNTY CHANCERY CLERK'S OFFICE IN HERNANDO, MISSISSIPPI, LOCATED IN THE PART OF THE NORTHWEST QUARTER OF SECTION 13, TOWNSHIP 3 SOUTH, RANGE 8 WEST; PART OF THE NORTHWEST QUARTER OF SECTION 14, TOWNSHIP 3 SOUTH, RANGE 8 WEST; AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A SET IRON PIN AT THE INTERSECTION OF ELM STREET AND THE NORTH LINE OF WEST COMMERCE ROAD (33.00 FEET NORTH OF THE CENTERLINE OF SAID ROAD - 66.00 FOOT RIGHT-OF-WAY); THENCE ALONG THE NORTH LINE OF SAID WEST COMMERCE ROAD S89°39'05"W A DISTANCE OF 804.48 FEET TO A SET IRON PIN AT A POINT OF CURVATURE; THENCE CONTINUING IN THE NORTH LINE OF SAID ROAD WITH A CURVE TO THE LEFT WITH A RADIUS OF 1462.39 FEET AN ARC DISTANCE OF 148.76 FEET (CHORD S86°44'13"W 148.70 FEET) TO A FOUND IRON PIN AT THE SOUTHEAST CORNER OF THE M.M.M. PROPERTIES PROPERTY AS RECORDED IN DEED BOOK 282 PAGE 53 RE-RECORDED IN DEED BOOK 282, PAGE 630 AND IN DEED BOOK 570, PAGE 241 AT SAID CHANCERY CLERK'S OFFICE; THENCE ALONG THE EAST LINE OF SAID M.M.M. PROPERTIES LLC PROPERTY N30°12'13"E A DISTANCE OF 211.77 FEET TO A FOUND T/POST; THENCE CONTINUING ALONG THE EAST LINE OF SAID M.M.M. PROPERTIES LLC PROPERTY N01°43'15"E A DISTANCE OF 170.94 FEET TO A SET IRON PIN ALONG THE SOUTH LINE OF THE TOWN OF HERNANDO WATER DONATION PARCEL; THENCE ALONG THE SOUTH LINE OF SAID WATER DONATION PARCEL S89°01'49"E A DISTANCE OF 254.32 FEET TO A SET IRON PIN; THENCE ALONG THE EAST LINE OF SAID WATER DONATION PARCEL N00°59'01"E A DISTANCE OF 241.67 FEET TO A SET IRON PIN ALONG THE SOUTH LINE OF VACATED WEST VALLEY STREET; THENCE ALONG THE SOUTH LINE OF VACATED WEST VALLEY STREET S 88°47'15"E A DISTANCE OF 587.39 FEET TO A SET IRON PIN ALONG THE WEST LINE OF ELM STREET; THENCE

ALONG THE WEST LINE OF SAID ELM STREET S00°26'58"W A
DISTANCE OF 565.44 FEET TO THE POINT OF BEGINNING AND
CONTAINING APPROXIMATELY 435,156 SQUARE FEET OR
APPROXIMATELY 9.99 ACRES.