

INSTRUMENT PREPARED BY:
Mazda Motor of America, Inc.
7755 Irvine Center Drive
Irvine, CA 92618
(949) 727-1990
Attention: Barbara Tang

RETURN TO: 
Statewide Title Services
111 Park Circle Drive
Flowood, MS 39232
(601) 939-0313
Attention: Don P. Lacy

INDEXING INSTRUCTIONS: Sections 14 and 23, T1S, R6W and Lot 1 of the Williams Industrial Subdivision, Plat Book 49, Page 45, DeSoto County, Mississippi

QUIT CLAIM DEED

FOR AND IN CONSIDERATION of the sum of Ten Dollars (\$10.00) cash in hand paid, and other good and valuable consideration, the receipt and sufficiency of all of which are hereby acknowledged, the undersigned

SMBC LEASING AND FINANCE, INC., a Delaware corporation
(successor-in-interest to Sumitomo Bank Leasing and Finance, Inc.) ("Grantor")
277 Park Avenue
New York, NY 10172
(212) 224-5000
Attention: Gary M. Lipman

does hereby convey and quit claim unto

MAZDA MOTOR OF AMERICA, INC., a California corporation ("Grantee")
7755 Irvine Center Drive
Irvine, CA 92618
(949) 727-1990
Attention: Barbara Tang

the land and property lying and being situated in DeSoto County, Mississippi and being more particularly described on Exhibit A attached hereto and incorporated herein by this reference, together with all improvements situated thereon and all fixtures, equipment and personal property situated thereon which is owned by Grantor, if any.

WITNESS MY SIGNATURE, this 28th day of April, 2011.

Grantor: SMBC LEASING AND FINANCE, INC.,
a Delaware corporation (successor-in-interest to
Sumitomo Bank Leasing and Finance, Inc.)

By: David A. Ward
Name: David A. Ward
Title: President

STATE OF New York)
) SS.
COUNTY OF New York)

On this 28th day of April, 2011, before me appeared David A. Ward, to me personally known, who, being by me duly sworn, did say that he is the President of SMBC LEASING AND FINANCE, INC., a Delaware corporation, and that said instrument was signed in behalf of said corporation by authority of its Board of Directors; and said David A. Ward acknowledged said instrument to be the free act and deed of said corporation and that said corporation has no seal.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

(SEAL)

Patricia Whyte
Notary Public

My term expires _____.

PATRICIA WHYTE
Notary Public, State of New York
01WH6048767
Qualified in Bronx County
Commission Expires 10/2/2014

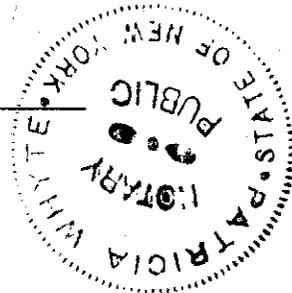


Exhibit A

THE LAND REFERRED TO HEREIN BELOW IS SITUATED IN THE COUNTY OF DESOTO, STATE OF MISSISSIPPI AND IS DESCRIBED AS FOLLOWS:

Being a description of the Thomas E. William's and Lillian M. Williams Looney properties (Book 26, Page 152 – Will Book 13, Page 614) and (Book 144, Page 237) of record at the DeSoto County Chancery Court clerks office, located in Sections 14 and 23, Township 1 South, Range 6 West, Olive Branch, DeSoto County, Mississippi and being more particularly described as follows:

Beginning at a found railroad spike at the centerline intersection of Stateline Road and Hacks Cross Road, said point being N 00° 18' 58" E a distance of 1160.07 feet from the Southeast corner of said Section 14; thence S 00° 18' 58" W along the centerline of Hacks Cross Road, said centerline being the accepted east line of said Sections 14 and 23, a distance of 1649.98 feet to a found p.k. Nail on the centerline of said Hacks Cross Road; thence N 89° 28' 47" W a distance of 53.00 feet to the Northeast corner of Lot 1 of the Holiday Industrial Park – Phase 1 Section B (Plat Book 15, Page 9-14); thence continuing N 89° 28' 47" W along the north line of Lots 1, 3, 4, 5, 7 and 9, of said Industrial Park a distance of 1819.91 feet to a point; thence N 00° 30' 51" E a distance of 1649.77 feet to a point on the centerline of said Stateline Road, said centerline being accepted as the North line of said Section 14 and also being the accepted state line between the State of Tennessee to the North and the State of Mississippi to the South; thence S 89° 29' 09" E along the centerline of said Stateline Road a distance of 1867.21 feet to the Point of Beginning and containing 3,085,354 square feet or 70.830 acres.

Subject to existing and future rights of way of State Line Road and Hacks Cross Road containing 184,096 square feet or 4.226 acres.

That the property is known as Lot 1 of Williams Industrial Subdivision as located in Plat Book 49, Page 45, of the Chancery Clerk's Office of DeSoto County, Mississippi.

LESS AND EXCEPT that certain property contained in Road Right of Way Deed from Sumitomo Bank Leasing and Finance, Inc. to DeSoto County, Mississippi dated January 19, 2000 and filed for record on January 26, 2000 being recorded in Book 366 at page 428, being described as follows:

A 0.01 acre tract of land located in the Southeast Quarter (SE ¼) of Section 14, Township 1 South, Range 6 West, DeSoto County, to be used as right-of-way along proposed Hacks Cross Road and being more particularly described as follows:

Begin at a point 53.00 feet left of centerline station no. 215+00 on the west right-of-way line of Hacks Cross Road located 93.15 feet north and 52.04 feet west of the Southeast Corner of Section 14, Township 1 South, Range 6 West; run thence S 00°05'41" W, along said west right-of-way line, for a distance of 35.00 feet to a point 53.00 feet left of centerline station no. 214+65 on the west right-of-way line of Hacks Cross Road; run thence N 89°54'19" W, leaving said west right-of-way line, for a distance of 12.00 feet to a point; run thence N 00°05'41" E for a distance of 35.00 feet to a point, run thence S 89°54'19" E for a distance of 12.00 feet to the point of beginning of the herein described tract of land, said tract contains 0.01 acre, more or less.