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**FILED BY  
ALAMO TITLE COMPANY**

**NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OR ALL OF THE FOLLOWING INFORMATION FROM ANY INSTRUMENT THAT TRANSFERS AN INTEREST IN REAL ESTATE BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER'S LICENSE NUMBER.**

**SPECIAL WARRANTY DEED WITH VENDOR'S LIEN**

STATE OF TEXAS

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§  
§

KNOW ALL MEN BY THESE PRESENTS:

COUNTY OF HARRIS

That D&B Management Company, a Texas corporation ("*Grantor*"), for and in consideration of the sum of Ten and No/100 Dollars (\$10.00) and other good and valuable consideration paid in hand by Republic Enterprises, LLC, a Florida limited liability company, ("*Grantee*"), whose mailing address is 1360 N.W. 33<sup>rd</sup> Street, Pompano Beach, Florida 33064, the receipt and sufficiency of which consideration is hereby acknowledged, HAS GRANTED, BARGAINED, SOLD, AND CONVEYED and by these presents DOES GRANT, BARGAIN, SELL, and CONVEY unto Grantee all that certain land located and situated in Harris County, Texas and more particularly described on Exhibit A attached hereto and incorporated herein by reference for all purposes, together with any and all improvements, structures, and fixtures located thereon and all rights and appurtenances appertaining thereto, as well as any and all of Grantors' right, title, and interest in and to any easements, rights of way, licenses, interests, and rights appertaining to the aforementioned tract of land, and any land lying in any adjacent roads, streets, and alleys or any strips and gores of land adjoining or abutting the aforesaid tract, if any (the "*Property*").

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This conveyance and the warranties of title herein are expressly made subject to the liens, encumbrances, easements, and other exceptions set forth on Exhibit B attached hereto and incorporated herein by this reference for all purposes, to the extent the same are valid and subsisting and affect the Property ("*Permitted Encumbrances*").

TO HAVE AND TO HOLD the Property unto Grantee, and Grantee's successors and assigns forever, and Grantor does hereby bind Grantor, and Grantor's successors and assigns to WARRANT and FOREVER DEFEND, all and singular the Property unto Grantee and Grantee's successors and assigns, against every person whomsoever lawfully claiming or to claim the same or any part thereof by, through, or under Grantor, but not otherwise, subject only to the Permitted Encumbrances.

It is expressly understood and agreed that a vendor's lien on, as well as the superior title in and to, the above Property is reserved to Grantor and hereby assigned to Allegiance Bank Texas, 8727 West Sam Houston Parkway North, Houston, Texas 77040 to secure payment of that certain promissory note of even date herewith (the "*Note*") in the amount of One Million Six Hundred Thousand and No/100 Dollars (\$1,600,000.00) executed by Grantee, which promissory note is also secured by a Deed of Trust of even date herewith from Grantee to Daryl D. Bohls,

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Trustee (the "*Deed of Trust*"). When Grantee shall have fully satisfied all obligations of the Note and the Deed of Trust, this conveyance shall become absolute and title of Grantee as conveyed hereby shall vest and become absolute.

**OTHER THAN THE ENVIRONMENTAL INDEMNITY AND REMEDIATION OBLIGATIONS OF SELLER UNDER THAT CERTAIN COMMERCIAL CONTRACT-IMPROVED PROPERTY AGREEMENT, DATED AS OF MARCH 5, 2009, AS AMENDED, AND THE COVENANT OF TITLE CONTAINED IN THE PRECEDING PARAGRAPH, GRANTEE IS PURCHASING THE PROPERTY ON AN "AS IS" BASIS WITH ALL FAULTS. GRANTOR MAKES NO WARRANTY, EXPRESS OR IMPLIED, WITH RESPECT TO THE PROPERTY, THE AVAILABILITY OF UTILITIES, ACCESS TO PUBLIC ROADS OR ITS PHYSICAL, OR ENVIRONMENTAL CONDITION. GRANTOR EXPRESSLY DISCLAIMS ANY WARRANTY OF HABITABILITY, MERCHANTABILITY, OR FITNESS FOR A PARTICULAR PURPOSE.**

When the context requires, singular nouns and pronouns include the plural.

Ad valorem taxes for the year 2009 having been prorated, Grantee, by its acceptance of this Special Warranty Deed with Vendor's Lien assumes payment of all taxes for the current and subsequent years.

EXECUTED <sup>as of DBC</sup> on August 18, 2009, to be effective upon delivery of this Special Warranty Deed with Vendor's Lien by Grantor to Grantee.

**GRANTOR:**

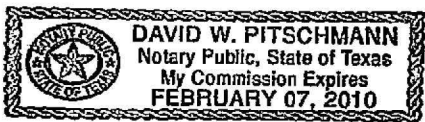
D&B MANAGEMENT COMPANY

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By: *D.B. Crown*  
Daryl B. Crown, Vice President

STATE OF TEXAS           §  
  §  
COUNTY OF HARRIS       §

The foregoing instrument was acknowledged before me, a Notary Public, this 19<sup>th</sup> day of August, 2009, by Daryl B. Crown in his capacity as Vice President of D&B Management Company.



*David W. Pitschmann*  
Name: \_\_\_\_\_  
Notary Public, State of Texas  
My commission expires: \_\_\_\_\_

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**WHEN RECORDED, RETURN TO:**

James R. Ketchum  
Munsch Hardt Kopf & Harr, P.C.  
Bank of America Center  
700 Louisiana Street, Suite 4600  
Houston, Texas 77002-2845

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**Return to:**  
**David Pitschmann**  
**Alamo Title Company**  
**5599 San Felipe, Suite 1400**  
**Houston, Texas 77056**  
**GF# 4005171**

**Exhibit A**  
**to**  
**Special Warranty Deed**  
**Property**

FIELD NOTES FOR 9.0892 acres or 395,927 square feet of land described in deed dated June 28, 2000, from A & A Investments to D & B Management Company, as recorded in Harris County Clerk's File (H.C.C.F.) No. U478129, Official Public Records of Real Property, situated in the Reels and Trobough Survey, Abstract No. 59, Harris County, Texas; said 9.0892 acre tract of land being more particularly described by metes and bounds as follows: (Bearing orientation is based on the east line of Oates Road being South 00 degree 16 minutes 10 seconds West):

COMMENCING at a bent ½ inch iron pipe found for the intersection of the east line of Oates Road (also known as Wallisville and Crosby-Link Road, 100 feet wide per Volume 840, Page 582, Harris County Deed Records) and the north line of Clara Road (per plat of L.M. Wilson Acres as recorded in Volume 725, Page 198, Harris County Deed Records, 40 feet wide); said point being the southwest corner of Lot 4, Block 3, of said L.M. Wilson Acres subdivision;

THENCE, South 00 degree 16 minutes 10 seconds West, along the east line of Oates Road, at 40.00 feet passing the south line of Clara Road, at 488.19 feet pass a ¾-inch iron pipe found in the southwest corner of said L.M. Wilson Acres subdivision and the northwest corner of a called 7.643 acre tract of land described in deed dated January 26, 1998, from Doris Mason Becker to Jamcar Partners, LTD., as recorded in H.C.C.F. No. S833155, in all 812.43 feet to a 5/8-inch iron rod found for the POINT OF BEGINNING and the northwest corner of the herein described tract;

THENCE, North 89 degrees 57 minutes 09 seconds East, along the south line of said 7.643 acre tract of land, a distance of 1027.69 feet to a 5/8-inch iron rod found in the west line of a called 30.60 acre tract of land described in deed dated February 28, 2006, from Robert G. Reese, Trustee to Utility Trailer Sales Southeast Texas, Inc., as recorded in H.C.C.F. No. Z127297 for the northeast corner of the herein described tract;

THENCE, South 00 degree 02 minutes 49 seconds East, along the west line of said 30.60 acre tract, a distance of 381.98 feet (called 380.69 feet) to a ¾-inch iron pipe found in the north line of a called 9.2457 acre tract of land described in deed dated December 01, 2004, from Roger Hueske, et al to Oates Road, Ltd., as recorded in H.C.C.F. No. Y104086, for the southeast corner of the herein described tract;

THENCE, North 89 degrees 58 minutes 40 seconds West, along the north line of said 9.2457 acre tract, at a distance of 674.99 feet passing a 3/4-inch iron pipe found, in all a distance of 1,048.56 feet to a found 1-inch iron pipe in the east right of way line of said Oates Road, for the southwest corner of the herein described tract;

THENCE, North 00 degree 16 minutes 10 seconds East, along the east line of said Oates Road, a distance of 122.41 feet to a 5/8-inch iron rod with cap found for the point of curvature of a non-tangent curve to the left whose radius point bears North 79 degrees 33 minutes 57 seconds West, 1,196.00 feet;

THENCE, continuing along said Oates Roads, with a curve to the left having a radius of 1196.00 feet, a length of 213.70 feet, a central angle of 10 degrees 14 minutes 15 seconds, and a chord which bears North 05 degrees 18 minutes 56 seconds East, 213.41 feet to a 5/8-inch iron rod found for the point of tangency;

THENCE, North 00 degree 16 minutes 10 seconds East, continuing along the east line of said Oates Road, a distance of 45.82 feet to the POINT OF BEGINNING, and containing 9.0892 acres or 395,927 square feet of land.

**Exhibit B**  
**to**  
**Special Warranty Deed**  
**Permitted Encumbrances**

1. An unobstructed easement ten (10) feet wide at and below normal ground level and extending upward to a plane twenty (20) feet above the ground, and from said plane and upward the easement is twenty (20) feet wide with the same centerline as at ground level, as set forth and defined in instrument granted to Houston Lighting & Power Company, recorded under Harris County Clerk's File No. E057444, exact location of which is shown on Sketch No. 73-1203 attached thereto and made a part thereof and shown on survey dated April 6, 1989, and last updated April 13, 2009, prepared by Paul P. Kwan, Reg. Prof. Land Surveyor No. 4313.
2. A ground easement ten (10) feet in width and 283.2 feet in length, along that portion of the north property line, and an unobstructed aerial easement five (5) feet wide from a plane twenty (20) feet above the ground upward, located South of and adjoining said ten (10) feet wide ground easement, as set forth and defined in easement granted to Houston Lighting & Power Company, recorded under Harris County Clerk's File No. G293874, exact location of which is shown on Sketch No. 79-1073 attached thereto and made a part thereof and shown on survey dated April 6, 1989, and last updated April 13, 2009, prepared by Paul P. Kwan, Reg. Prof. Land Surveyor No. 4313.
3. Terms and conditions of that certain Affidavit To The Public regarding an on-site wastewater treatment system, recorded under Harris County Clerk's File No. U857340.
4. All oil, gas, and other minerals, the royalties, bonuses, rentals and all other rights in connection with same are excepted herefrom as set forth in instrument recorded under Clerk's File Number(s) G426059 of the Official Records of Harris County, Texas.
5. The following matters reflected on survey dated April 6, 1989, and last updated April 13, 2009, prepared by Paul P. Kwan, Reg. Prof. Land Surveyor No. 4313:
  - 5.1 That portion of the one story metal building and that portion of the metal building in and to the ten (10) foot wide Houston Lighting & Power Company easement along that portion of the North property line;
  - 5.2 Building line twenty-five (25) feet in width along the West property lines, parallel and adjacent to Oates Road;
  - 5.3 Business sign located at the Northwest corner of subject property within the ten (10) foot wide Houston Lighting & Power Company easement;
  - 5.4 Water meter located in the West portion of subject property; and
  - 5.5 Any claim or right of adjoining property owners in and to those strips of land lying between the chain link fence and the East and South property lines.

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08/21/2009 13:49:04 PM  
e-Filed & e-Recorded in the  
Official Public Records of  
HARRIS COUNTY  
BEVERLY KAUFMAN  
COUNTY CLERK  
Fees 36.00

RECORDERS MEMORANDUM

This instrument was received and recorded electronically and any blackouts, additions or changes were present at the time the instrument was filed and recorded.

Any provision herein which restricts the sale, rental, or use of the described real property because of color or race is invalid and unenforceable under federal law.

THE STATE OF TEXAS  
COUNTY OF HARRIS

I hereby certify that this instrument was FILED in File Number Sequence on the date and at the time stamped hereon by me; and was duly RECORDED in the Official Public Records of Real Property of Harris County, Texas.



*Beverly L. Kaufman*  
COUNTY CLERK  
HARRIS COUNTY, TEXAS