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

GENERAL WARRANTY DEED

THE STATE OF TEXAS

§

§ KNOW ALL PERSONS BY THESE PRESENTS:

COUNTY OF HARRIS

§

Y473861
05/17/05 100797910

\$20.00

That, **STRATEGIC INTERESTS, L.L.C.** ("Grantor"), for and in consideration of the sum of Ten and No/100 Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged by Grantor, has GRANTED, BARGAINED, SOLD and CONVEYED and by these presents does GRANT, BARGAIN, SELL and CONVEY unto **RSB Ventures, Ltd.**, a Texas Limited Partnership ("Grantee"), and Grantee's successors and assigns, all the following described tract or parcel of land located in Harris County, Texas, together with all fixtures and improvements located thereon (the "Subject Property"):

Tract I:

Lots 1, 2, 3, 4, 5, 6, 7, 8, 9 and 10 in Block 4 of Texas Savings and Real Estate Investment Association's Subdivision of the J.S. Holman 10-acre Lot 21, an addition in Harris County, Texas; according to the map or plat thereof recorded in Volume 41 at Page 102 of the Deed Records of Harris County, Texas;

Tract II:

Lots 1, 2, 3 and 4 in Block 5 of Texas Savings and Real Estate Investment Association's Subdivision of the J.S. Holman 10-acre Lot 21, an addition in Harris County, Texas, according to the map or plat thereof recorded in Volume 41 at Page 102 of the Deed Records of Harris County, Texas;

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together with all of Grantor's right, title and interest in and to the strips and gores of land, if any, between and abutting lands or streets, as well as all of the right, title and interest of Grantor, if any, in and to all easements, rights of way, licenses, privileges, hereditaments or appurtenances thereunto in any way belonging, affecting or serving all or any portion of the Property.

This conveyance is made by Grantor subject to the matters set forth in Exhibit "A" attached hereto and incorporated herein for all purposes.

As a portion of the other consideration for the conveyance herein made, Grantee shall assume that certain indebtedness to Comerica Bank ("Noteholder"), under that certain Promissory Note ("Note") dated March 19, 2004 in the original amount of \$1,388,050.00 executed by Grantor payable to the order of Noteholder, and the payment of the Note has been secured by the vendor's lien and superior title reserved to Noteholder and by that certain deed of

HOLD FOR TEXAS AMERICAN TITLE COMPANY

100-08-1113

trust ("Deed of Trust") of even date with the Note from Grantee to Melinda A. Chausse, as Trustee, for the benefit of Noteholder covering the Subject Property.

THE SUBJECT PROPERTY IS CONVEYED "AS-IS", "WHERE-IS" AND WITH ALL FAULTS AND GRANTOR MAKES NO WARRANTY, EXPRESSED OR IMPLIED, WITH RESPECT TO THE SUBJECT PROPERTY, THE AVAILABILITY OF UTILITIES, ACCESS TO PUBLIC ROADS OR ITS PHYSICAL AND ENVIRONMENTAL CONDITION. GRANTEE HAS CONDUCTED ITS OWN INDEPENDENT INSPECTION OF THE PROPERTY AND HAS ELECTED NOT TO RELY ON ANY REPRESENTATIONS THAT MAY HAVE BEEN MADE BY GRANTOR BUT RATHER, AS A SIGNIFICANT PORTION OF THE CONSIDERATION GIVEN TO GRANTOR FOR THIS CONVEYANCE, HAS AGREED TO BE SOLELY AND EXCLUSIVELY RESPONSIBLE FOR EVALUATING THE CONDITION OF THE PROPERTY. NO WARRANTY OF MERCHANTABILITY, FITNESS FOR A PARTICULAR PURPOSE, MATERIALS, WORKMANSHIP OR APPLIANCES HAS BEEN MADE OR IS EXPRESSED OR IMPLIED BY THIS CONVEYANCE. GRANTOR EXPRESSLY DISCLAIMS ANY WARRANTY OF HABITABILITY, GOOD AND WORKMANLIKE CONSTRUCTION, SUITABILITY, OR DESIGN. GRANTEE, BY ACCEPTANCE OF THIS DEED, ASSUMES AND AGREES TO PAY ALL AD VALOREM TAXES ATTRIBUTABLE TO THE SUBJECT PROPERTY FOLLOWING THE DATE HEREOF FOR THE YEAR IN WHICH THIS DEED IS EXECUTED AND DELIVERED.

TO HAVE AND TO HOLD the Property, together with all and singular the rights and appurtenances thereto and anywise belonging, unto Grantee, its successors and assigns forever, subject to all matters of record and the matters herein stated, Grantor binds Grantor and Grantor's successors and assigns to warrant and forever defend title to the Subject Property unto Grantee, Grantee's successors and assigns.

EXECUTED this 9 day of ^{May} April, 2005.

GRANTOR:

STRATEGIC INTERESTS, L.L.C.

By:

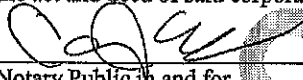
William D. Bennett
William D. Bennett, President

FILED
05 MAY 17 PM 2:18
CLERK
HARRIS COUNTY, TEXAS

THE STATE OF TEXAS §
 §
COUNTY OF HARRIS §

Before me, the undersigned authority, on 9 day of ^{May}April, 2005, personally appeared **William D. Bennett, President of Strategic Interests, L.L.C.**, a corporation, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed, in the capacity therein stated and as the act and deed of said corporation.




Notary Public in and for
The State of TEXAS

[SEAL]

GRANTEE'S ADDRESS:

RSB Ventures, Ltd.
c/o Robert S. Brackman
702 Saddlewood
Houston, Texas 77042

PLEASE RETURN DEED TO GRANTEE AFTER RECORDING

EXHIBIT "A"

PERMITTED EXCEPTIONS

1. Motion by City of Houston filed under County Clerk's File Nos. G189860 and G189861, which established building lines.
2. City of Houston Ordinance 85-1878 establishing building set back lines and rules governing development, and other conditions, a certified copy of which is filed for record in the Office of the County Clerk of Harris County, Texas under County Clerk's File No. N253886.
3. The herein described property is located in the Midtown Management District.
4. The terms and conditions of that one certain (billboard) lease agreement between Foster & Kleiser Division of Metromedia, Inc., and Real Estate Consulting and Development dated February 1, 1977.

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 the Public Records on the date and at the time stamped herein by me, and was duly RECORDED in the Public Records of Real Property of Harris County, Texas on

MAY 17 2005



Douglas B. Kayman
COUNTY CLERK
HARRIS COUNTY, TEXAS

RECORDER'S MEMORANDUM:
At the time of recordation, this instrument was found to be inadequate for the best photographic reproduction because of illegibility, carbon or photo copy, discolored paper, etc. All blockouts, additions and changes were present at the time the instrument was filed and recorded.