

North Carolina, Henderson County The foregoing certificate(s) of
Jeffrey B. Camp
 Notary Public (Notaries Public) is/are certified to be correct, this
 instrument presented for registration and recorded in this office
 this 14 day of April, 2004
 at 9:45A in book 1178, page 326
Nedra W. Moles Doris N. Serph
 Register of Deeds (Assistant Deputy)

NORTH CAROLINA NON- WARRANTY DEED

Excise Tax \$0.00	Recording Time, Book and Page
Tax Lot No. _____	Parcel Identifier No. _____
Verified by _____	County on the _____ day of _____, 2002
by _____	

→ Mail after recording to Adam L. Shealy, Van Winkle, Buck, Wall, Starnes, Davis, P.A.
422 South Main Street, Hendersonville, NC 28792

This instrument was prepared by Adam L. Shealy, Van Winkle, Buck, Wall, Starnes, Davis, P.A.

Brief description for the Index SR 1722 on Upward Road (DEED PREPARATION ONLY)

THIS DEED made this 17th day of FEBRUARY, 2004, by and between

GRANTOR	GRANTEE
QUATTLEBAUM COMPANY, a North Carolina General Partnership (In Dissolution), F/K/A QUATTLEBAUM, BELL & QUATTLEBAUM, a North Carolina General Partnership	QUATTLEBAUM PROPERTIES F, LLC A North Carolina Limited Liability Company
	Address: Robert H. Quattlebaum, Manager P.O. Box 5007 Hendersonville, NC 28793

Enter in appropriate block for each party: name, address, and, if appropriate, character of entity,
 e.g. corporation or partnership.

The designation Grantor and Grantee as used herein shall include said parties, their heirs, successors, and assigns,
 and shall include singular, plural, masculine, feminine or neuter as required by context.

WITNESSETH, that the Grantor, for a valuable consideration paid by the Grantee, the receipt of which is hereby
 acknowledged, has and by these presents does grant, bargain, sell and convey unto the Grantee in fee simple, all that

certain lot or parcel of land situated in the City of _____, Blue Ridge Township,
Henderson County, North Carolina and more particularly described as follows:

SEE EXHIBIT ATTACHED HERETO AND MADE A PART HEREOF AS IF SET FORTH HEREIN VERBATIM.

The property hereinabove described was acquired by Grantor by instrument recorded in Book 642, Page 655, and
Book 646, Page 155, Henderson County Registry
A map showing the above described property is recorded in Plat Book _____ page _____.

TO HAVE AND TO HOLD the aforesaid lot or parcel of land and all privileges and appurtenances thereto belonging to
the Grantee in fee simple.

THE GRANTOR MAKES NO WARRANTY, EXPRESS OR IMPLIED, AS TO TITLE TO THE PROPERTY.

This conveyance is made subject to easements, conveyances, deeds of trust, rights of way, covenants, conditions and
restrictions of record and utilities physically located on the property.

IN WITNESS WHEREOF, the Grantor has hereunto set his hand and seal, or if corporate, has caused this instrument
to be signed in its corporate name by its duly authorized officers and its seal to be hereunto affixed by authority of its Board
of Directors, the day and year first above written.

USE BLACK INK

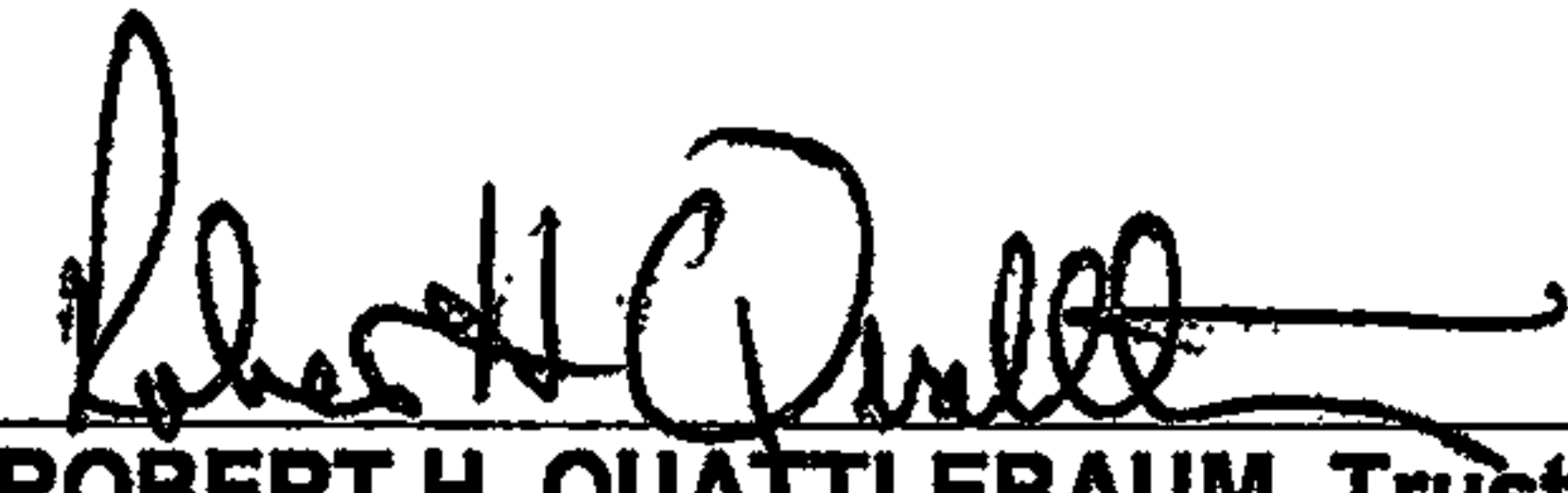
(Corporate Name)
By: _____

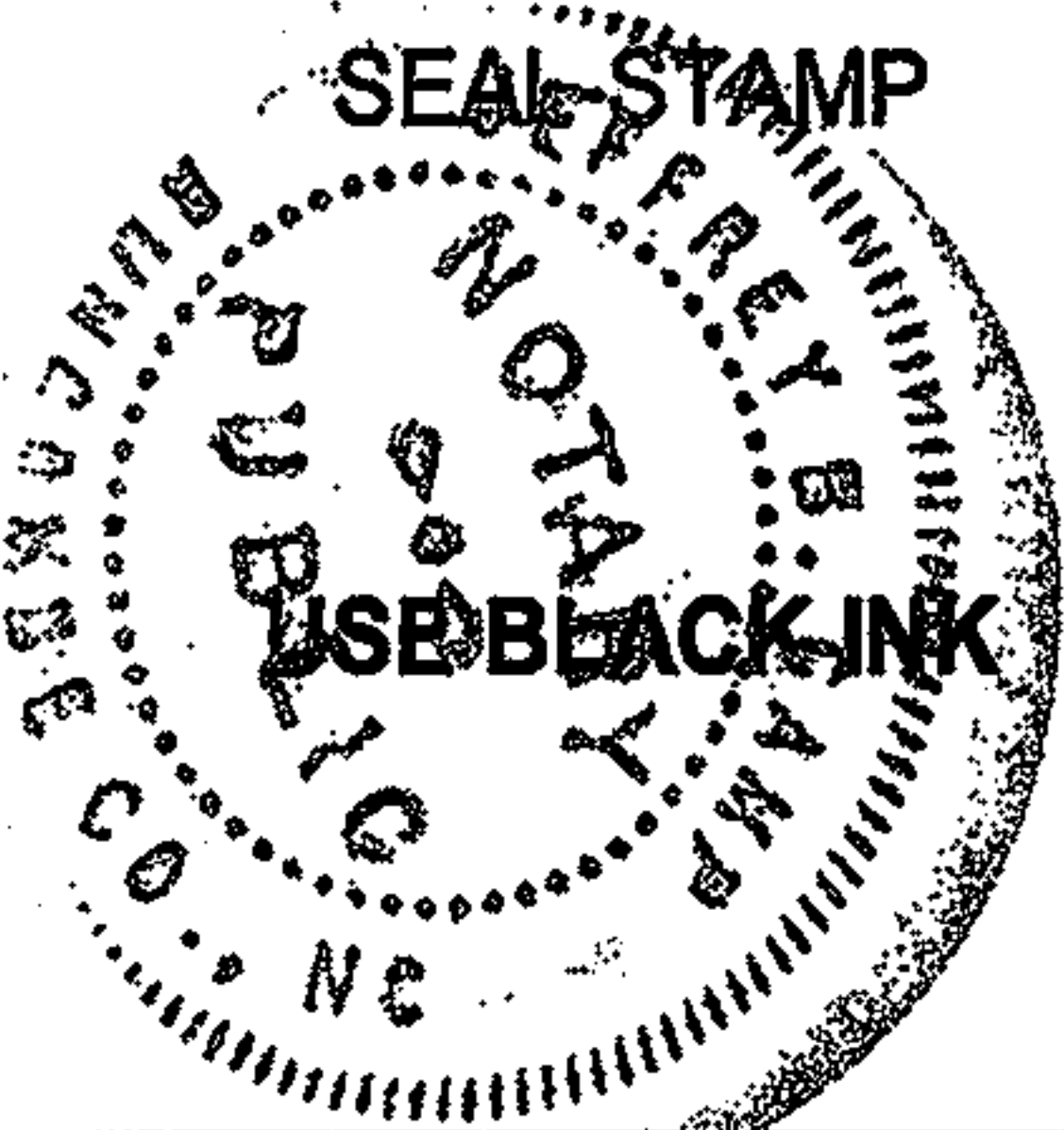
President

ATTEST:

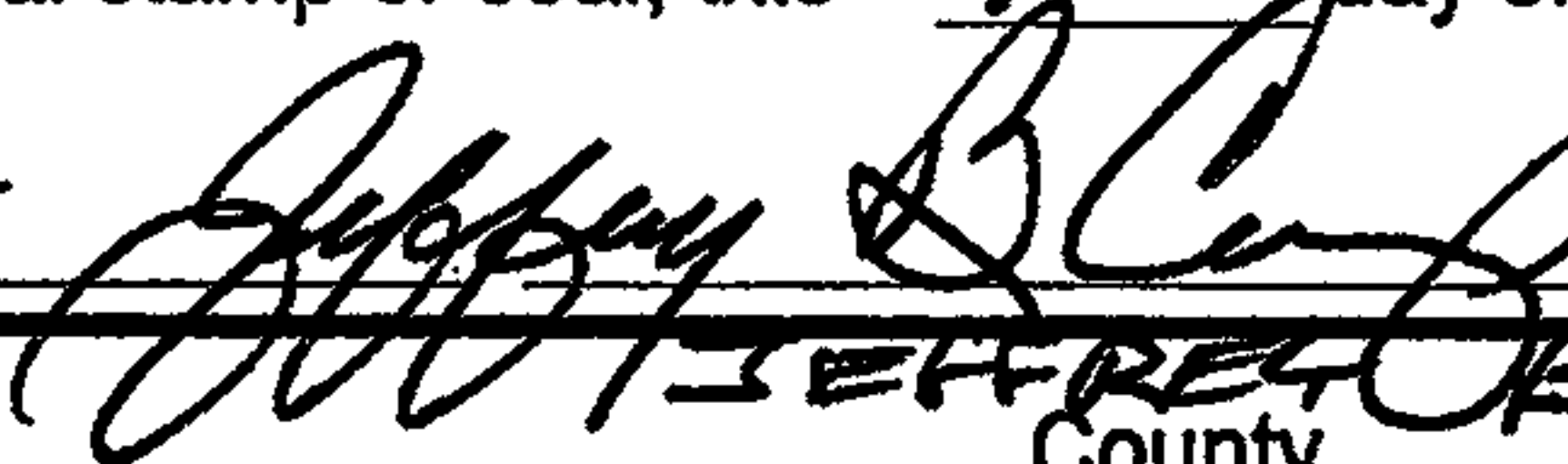
Secretary (Corporate Seal)

**QUATTLEBAUM COMPANY, A North Carolina
General Partnership (In Dissolution),
F/K/A QUATTLEBAUM, BELL & QUATTLEBAUM
A North Carolina General Partnership**

 (SEAL)
**ROBERT H. QUATTLEBAUM, Trustee of
The Robert H. Quattlebaum Revocable Trust
Dated June 15, 2001, as General Partner**



NORTH CAROLINA, HENDERSON County.
I, a Notary Public of the County and State aforesaid, certify that Robert H. Quattlebaum, as
Trustee of the Robert H. Quattlebaum Revocable Trust dated June 15, 2001 General Partner
of QUATTLEBAUM COMPANY, F/K/A QUATTLEBAUM, BELL & QUATTLEBAUM, Grantor,
personally appeared before me this day and acknowledged the execution of the foregoing
instrument. Witness my hand and official stamp or seal, this 12th day of FEBRUARY
2004.

My commission expires: 1/19/05  Notary Public
JEFFREY B. CAMP
County.

SEAL-STAMP

USE BLACK INK

NORTH CAROLINA, _____
I, a Notary Public of the County and State aforesaid, certify that _____,
personally came before me this day and acknowledged that he is _____ Secretary of
_____ a North Carolina corporation, and that by authority
duly given and as the act of the corporation, the foregoing instrument was signed in its name by
its _____ President, sealed with its corporate seal and attested by _____
as its _____ Secretary.
Witness my hand and official stamp or seal, this _____ day of _____,
My commission expires: _____ Notary Public

The foregoing Certificate(s) of _____

is/are certified to be correct. This instrument and this certificate are duly registered at the date and time and in the Book
and Page shown on the first page hereof.

REGISTER OF DEEDS FOR HENDERSON COUNTY
By _____ Deputy/Assistant - Register of Deeds

EXHIBIT A

**DEED FROM QUATTLEBAUM COMPANY,
A NORTH CAROLINA GENERAL PARTNERSHIP (IN DISSOLUTION),
F/K/A QUATTLEBAUM, BELL & QUATTLEBAUM,
A NORTH CAROLINA GENERAL PARTNERSHIP**

TO

**QUATTLEBAUM PROPERTIES F, LLC,
A NORTH CAROLINA LIMITED LIABILITY COMPANY**

PROPERTY DESCRIPTION

BEING all of the following described lots or parcels of land situated in Blue Ridge Township, Henderson County, North Carolina (hereinafter referred to as the Subject Property):

PARCEL ONE: All of that certain property described in Deed dated March 1, 1984, from Clarence W. Smith and wife, Bertha, and Robert H. Williams and wife, Phyllis Williams, to Quattlebaum, Bell & Quattlebaum, a North Carolina Partnership, recorded in Deed Book 638, at Page 295, Henderson County Registry, reference to which is hereby made and incorporated herein. The description contained in said Deed recorded in Deed Book 638, at Page 295, Henderson County Registry, was modified pursuant to a subsequent Deed of Correction dated November 30, 1990, between Danny G. Dowell, Trustee, NCNB National Bank and Quattlebaum, Bell & Quattlebaum, a North Carolina General Partnership, recorded in Book 768, at Page 276, Henderson County Registry, reference to which is hereby made and incorporated herein.

PARTNERSHIP HISTORY AND DISSOLUTION

WHEREAS, on September 28, 1979, ROBERT H. QUATTLEBAUM, JOSEPH O. BELL, III, and CECIL L. QUATTLEBAUM formed a North Carolina General Partnership (the "Partnership") doing business under the name QUATTLEBAUM, BELL & QUATTLEBAUM, as evidenced by an Assumed Name Certificate dated October 9, 1979, recorded in Book 2 at Page 251, Henderson County Registry;

WHEREAS, ROBERT H. QUATTLEBAUM has previously acquired all of the Partnership Interest of JOSEPH O. BELL, III and CECIL L. QUATTLEBAUM, thereby becoming the sole owner of the Partnership and causing the dissolution of the General Partnership pursuant to North Carolina General Statutes §59-61; and

WHEREAS, ROBERT H. QUATTLEBAUM thereafter continued to conduct the Partnership business under the assumed name QUATTLEBAUM, BELL & QUATTLEBAUM during the winding up of the Partnership's business and pending the final termination of the Partnership and the distribution of the assets of the Partnership, as evidenced by an Amended Certificate of Assumed Name dated July 6, 1993, recorded in Book 8, at Page 401, Henderson County Registry; and

WHEREAS, ROBERT H. QUATTLEBAUM, in continuing the winding up of the Partnership business pending termination of the Partnership and distribution of the assets of the Partnership, changed the name under which the Partnership would conduct business to QUATTLEBAUM COMPANY, as evidenced by an Amended Certificate of Assumed Name dated December 10, 1993, recorded in Book 8, at Page 563, Henderson County Registry; and

WHEREAS, ROBERT H. QUATTLEBAUM, as the sole remaining Partner and owner of the entire Partnership Interest, by Assignment of Partnership Interest dated June 25, 2001, assigned all of his right, title and interest in and to the Partnership, including, but not limited to, his right, as the sole remaining Partner and owner of the entire Partnership Interest, to receive distribution of all of the assets held in the name of the Partnership during the winding up of the Partnership business following the dissolution of the Partnership, to THE ROBERT H. QUATTLEBAUM REVOCABLE TRUST dated June 15, 2001, with ROBERT H. QUATTLEBAUM as the current Trustee; and

WHEREAS, the sole remaining Partner, THE ROBERT H. QUATTLEBAUM REVOCABLE TRUST dated June 15, 2001, with ROBERT H. QUATTLEBAUM as the Trustee, has continued to conduct the business of the Partnership during the winding up of the Partnership business pending final termination of the Partnership and distribution of the assets of the Partnership under the name QUATTLEBAUM COMPANY, as evidenced by an Amended Certificate of Assumed Name dated June 25, 2001, recorded in Book 12, at Page 157, Henderson County Registry; and

WHEREAS, ROBERT H. QUATTLEBAUM, as Trustee of the ROBERT H. QUATTLEBAUM REVOCABLE TRUST dated June 15, 2001, and as the sole remaining Partner and owner of the entire Partnership Interest, is entitled to receive distribution of all of the assets of QUATTLEBAUM COMPANY in winding up the business of the Partnership and the Subject Property is an asset of the Partnership; and

WHEREAS, ROBERT H. QUATTLEBAUM, as Trustee of the ROBERT H. QUATTLEBAUM REVOCABLE TRUST dated June 15, 2001, and as the sole remaining Partner and owner of the entire Partnership Interest, in exercise of the right to receive distribution of all of the assets of QUATTLEBAUM COMPANY, desires to have the Subject Property distributed directly to QUATTLEBAUM PROPERTIES F, LLC, a North Carolina Limited Liability Company, in winding up the business of the Partnership; and

WHEREAS, the Partnership has no objection to distributing the Subject Property by conveying all of its interest in the Subject Property directly to QUATTLEBAUM PROPERTIES F, LLC, in accordance with the desire of ROBERT H. QUATTLEBAUM, as Trustee of the ROBERT H. QUATTLEBAUM REVOCABLE TRUST dated June 15, 2001, and as the sole remaining Partner.

NOW THEREFORE, ROBERT H. QUATTLEBAUM, as Trustee of the ROBERT H. QUATTLEBAUM REVOCABLE TRUST dated June 15, 2001, being the sole Partner and owner of the Partnership conducting business as QUATTLEBAUM COMPANY (F/K/A QUATTLEBAUM, BELL & QUATTLEBAUM), does by this Deed grant, bargain, sell and convey unto QUATTLEBAUM PROPERTIES F, LLC, all of the right, title, and interest of QUATTLEBAUM COMPANY, in the Subject Property, as a distribution of assets of the Partnership during the winding up of the Partnership's business following dissolution.