

This Instrument Prepared by:

R. Douglas Wright
Holland & Knight LLP
1201 West Peachtree St., N.E., Suite 2000
Atlanta, GA 30309-3400

After recording return to:

R. Douglas Wright
Holland & Knight LLP
1201 West Peachtree Street, N.E., Suite 2000
Atlanta, Georgia 30309-3400

QUITCLAIM DEED

THIS deed, made EFFECTIVE as of the 31st day of December, 2008, between MCKENZIE PARTNERS, LLC., a Florida limited liability company, whose address is 747 Jenks Avenue, Panama City, Florida 32402 ("**Grantor**"), and MCTEMP HOLDINGS, LLC, a Georgia limited liability company, whose address is 1170 Peachtree St., N.E., Suite 2350, Atlanta, GA 30309 ("**Grantee**").

WITNESSETH:

That the 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 are hereby acknowledged by Grantor, does hereby REMISE, RELEASE, AND QUITCLAIM unto Grantee, and the Grantee's successors and assigns, all of the estate, right, title, and interest of the Grantor in the following property:

All that certain tract or parcel of land in Bay County, Florida more particularly described on **Exhibit A** attached hereto and made a part hereof, together with all fixtures and improvements located thereon, and together with all tenements, hereditaments, rights, privileges and easements thereunto belonging (collectively, the "**Subject Property**");

This conveyance is made as a contribution to the capital of Grantee. Grantor is the sole owner of Grantee, and there is no mortgage encumbrance on the Subject Property. This conveyance is made, and accepted, expressly subject to those matters more particularly described on **Exhibit B** attached hereto and made a part hereof (the "**Permitted Exceptions**"), to the extent that such matters are presently valid, subsisting and affect the Subject Property. This conveyance is made without representation or warranty by Grantor, express or implied.

McKenzie Partners, LLC

TO HAVE AND TO HOLD the Subject Property, together with all and singular the rights and appurtenances thereto and in anywise belonging, unto the Grantee and Grantee's successors and assigns, in fee simple, forever

Grantor declares and agrees that neither Grantor nor its successors, legal representatives or assigns shall have or make any claim or demand upon the Subject Property.

[The remainder of this page is intentionally blank. Signatures begin on the following page.]

McKenzie Partners, LLC

IN WITNESS WHEREOF, Grantor has caused this document to be signed and delivered effective as of the day and year first above written.

Signed, sealed and delivered in the presence of:

MCKENZIE PARTNERS, LLC, a Florida limited liability company

Ashley Mosier

Printed Name: Ashley Mosier

Alan O'Neal

Printed Name: ALAN O'NEAL

By: *[Signature]*

M. Shailendra
Manager

Ashley Mosier

Printed Name: Ashley Mosier

Alan O'Neal

Printed Name: ALAN O'NEAL

By: *[Signature]*

Joel H. Cowan Jr
Manager

STATE OF GEORGIA §

COUNTY OF ~~FULTON~~ COBB §

The foregoing instrument was acknowledged before me this 21st day of January, 2009, by M. Shailendra, as Manager of MCKENZIE PARTNERS, LLC, a Florida limited liability company, and who is personally known to me or who has produced a Georgia Driver's License as identification.

NOTARY PUBLIC

Sign: Janessa McAdams
Print: Janessa McAdams



[Notary Seal]
My Commission Expires: 8/3/10
Commission #: _____

McKenzie Partners, LLC

Exhibit A

**TO QUITCLAIM DEED BETWEEN
MCKENZIE PARTNERS, LLC, AS GRANTOR, AND
MCTEMP HOLDINGS, LLC, AS GRANTEE**

Legal Description of Subject Property

Lot No. 1754 of the unrecorded plat of East Bay Point, lying and being in Section 29, Township 4 South, Range 12 West, Bay County, Florida, more particularly described as follows: The South 150 feet of the North 2430 feet lying East of the Easterly right-of-way line of the County Road and West of a line which is 300 feet (measured at 90 degrees) Northeasterly from and parallel with said Easterly right-of-way line.

McKenzie Partners, LLC

Exhibit B

**TO QUITCLAIM DEED BETWEEN
MCKENZIE PARTNERS, LLC, AS GRANTOR, AND
MCTEMP HOLDINGS, LLC, AS GRANTEE**

Permitted Exceptions

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McKenzie Partners, LLC