

NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OR ALL 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.

Warranty Deed with Vendor's Lien

Date: April 25 2008

Grantor: RORY W. COMERIO and D. ANN COMERIO, husband and wife

Grantor's Mailing Address:

RORY W. COMERIO and D. ANN COMERIO
Rory W. Comerio D. Ann Comerio
205 Shavano Dr. San Antonio
Bexar County

Grantee: F3 INVESTMENTS, LLC, a Texas corporation

Grantee's Mailing Address:

F3 INVESTMENTS, LLC
12715 Old Wylie Rd.
SAN ANTONIO TX 78230
BWCV County

Consideration:

Cash and two notes of even date executed by Grantee and referred to as the first-lien note and the second-lien note. The first-lien note is payable to the order of **TEXSTAR NATIONAL BANK** in the principal amount of **TWO HUNDRED FOUR THOUSAND AND NO/100 DOLLARS (\$204,000.00)**. The first-lien note is secured by the first and superior vendor's lien against, and superior title to, the Property retained in this deed in favor of **TEXSTAR NATIONAL BANK** and is also secured by a first-lien deed of trust of even date from Grantee to **BYRON K. BEXLEY**, trustee. The second-lien note is payable to the order of **TEXAS MEZZANINE FUND, INC.** in the principal amount of **Fifty Five Thousand and No/100 Dollars (\$55,000.00)**. The second-lien note is secured by a second and inferior vendor's lien against, and superior title to, the Property retained in this deed in favor of **TEXAS MEZZANINE FUND, INC.** and is also secured by a second-lien deed of trust of even date from Grantee to **VICTOR J. ELMORE**, trustee

Property (including any improvements):

Being a 0.186 acre tract of land being 0.049 acres out of Lot 10 and 0.137 acres out of Lot 11, Block 2, New City Block 15853, Beacon Circle Industrial Subdivision, Unit 7, an addition to the City of San Antonio, Bexar County, Texas according to Plat recorded in Volume 7300, Page 179, deed and plat records of Bexar County, Texas being more particularly described in Exhibit A attached hereto and incorporated herein

Reservations from Conveyance:

None

Exceptions to Conveyance and Warranty:

Liens described as part of the Consideration and any other liens described in this deed as

UTTCO GF# 28901484555U

being either assumed or subject to which title is taken; validly existing easements, rights-of-way, and prescriptive rights, whether of record or not; other than conveyances of the surface fee estate, that affect the Property; and taxes for 2008, which Grantee assumes and agrees to pay, and subsequent assessments for that and prior years due to change in land usage, ownership, or both, the payment of which Grantee assumes.

Grantor, for the Consideration and subject to the Reservations from Conveyance and the Exceptions to Conveyance and Warranty, grants, sells, and conveys to Grantee the Property, together with all and singular the rights and appurtenances thereto in any way belonging, to have and to hold it to Grantee and Grantee's heirs, successors, and assigns forever. Grantor binds Grantor and Grantor's heirs and successors to warrant and forever defend all and singular the Property to Grantee and Grantee's heirs, successors, and assigns against every person whomsoever lawfully claiming or to claim the same or any part thereof, except as to the Reservations from Conveyance and the Exceptions to Conveyance and Warranty.

The vendor's lien against and superior title to the Property are retained until each note described is fully paid according to its terms, at which time this deed will become absolute.

TEXSTAR NATIONAL BANK, at Grantee's request, has paid in cash to Grantor that portion of the purchase price of the Property that is evidenced by the note. The first and superior vendor's lien against and superior title to the Property are retained for the benefit of TEXSTAR NATIONAL BANK and are transferred to TEXSTAR NATIONAL BANK without recourse against Grantor. The second and inferior vendor's lien against and superior title to the Property are retained for the benefit of TEXAS MEZZANINE FUND, INC. and are transferred to TEXAS MEZZANINE FUND, INC. without recourse on Grantor to secure the second-lien note. TEXAS MEZZANINE FUND, INC. agrees that this second and inferior vendor's lien against and superior title to the Property are and will remain subordinate and inferior to all liens securing the first-lien note, regardless of the frequency or manner of renewal, extension, or alteration of any part of the first-lien note or the liens securing it.

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

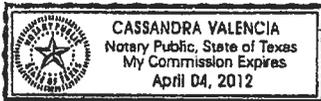
Rory W. Comerio
RORY W. COMERIO

the Reservations from Conveyance and the Exceptions to Conveyance and Warranty, grants, sells, and conveys to Grantee the Property, together with all and singular the rights and appurtenances thereto in any way belonging, to have and to hold it to Grantee and Grantee's heirs, successors, and assigns forever. Grantor binds Grantor and Grantor's heirs and successors to warrant and forever defend all and singular the Property to Grantee and Grantee's heirs, successors, and assigns against every person whomsoever lawfully claiming or to claim the same or any part thereof, except as to the Reservations from Conveyance and the Exceptions to Conveyance and Warranty.

D Ann Comerio
D. ANN COMERIO

STATE OF TEXAS	
COUNTY OF <i>Bexar</i>	

This instrument was acknowledged before me on April 25, 2008, by RORY W. COMERIO.

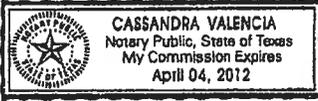


Cassandra Valencia
Notary Public, State of Texas
My commission expires:
4/4/12

STATE OF TEXAS	
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COUNTY OF Bexar

This instrument was acknowledged before me on April 25, 2008, by D. ANN COMERIO.



Cassandra Valencia
Notary Public, State of Texas
My commission expires:
4/4/12

PREPARED IN THE OFFICE OF:

Law Offices of James L. Brister, P.L.L.C.
2117 Pat Booker Road, Suite A
Universal City, Texas 78148
TELEPHONE: (210) 659-1956
FAX: (210) 659-6307

AFTER RECORDING RETURN TO:

F3 Investments
12715 Old Wick Rd
Suite 200 Austin TX 78730

Exhibit "A"

METES & BOUNDS DESCRIPTION

BEING A 0.186 ACRE TRACT OF LAND BEING 0.049 ACRES OUT OF LOT 10 AND 0.137 ACRES OUT OF LOT 11, BLOCK 2, NEW CITY BLOCK 15853, BEACON CIRCLE INDUSTRIAL SUBDIVISION, UNIT 7, AN ADDITION TO THE CITY OF SAN ANTONIO, BEXAR COUNTY, TEXAS ACCORDING TO PLAT RECORDED IN VOLUME 7300, PAGE 179, DEED AND PLAT RECORDS OF BEXAR COUNTY, TEXAS BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING at a 1/2" iron rod found in the Northwest Right-of-way line of Persuasion Drive for the most Easterly corner of the herein described tract, said 1/2" iron rod set being in the Southwest line of said Lot 11, N 42° 31' 17" W 48.21 feet along the Southeast line of said Lot 11 from the most Southerly corner of the said Lot 11 for the PLACE OF BEGINNING;

THENCE S 41° 31' 17" W, 62.99 feet along the Northwest Right-of-way line of said Persuasion Drive along the Southeast Line of said Lots 11 and 10 to a 1/2" iron rod set for the most Southerly corner of the herein described tract;

THENCE N 47° 53' 36" W 134.86 feet across said Lot 10 to a 1/2" iron rod found in the Northwest line of said Lot 10 and the Southeast Right-of-way line of West Avenue for the most Westerly corner of the herein described tract;

THENCE N 41° 28' 41" E 43.35 feet along the Southeast Right-of way line of said West Avenue and the Northwest line of said Lots 10 and 11 to a 1/2" iron rod found;

THENCE N 49° 09' 55" E 17.37 feet across said Lot 11 to an 1/2" iron rod found for the most Northerly corner of the herein described tract;

THENCE S 48° 55' 55" E 132.58 feet across said Lot 11 to the POINT OF BEGINNING.

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Pages 5
04/29/2008 15:45:01 PM
e-Filed & e-Recorded in the
Official Public Records of
BEXAR COUNTY
GERARD RICKHOFF COUNTY CLERK

Fees 28.00

STATE OF TEXAS
COUNTY OF BEXAR
This is to Certify that this document
was e-FILED and e-RECORDED in the Official
Public Records of Bexar County, Texas
on this date and time stamped thereon.
04/29/2008 15:45:01 PM
COUNTY CLERK, BEXAR COUNTY TEXAS



COUNTY CLERK
Gerard Rickhoff

28.00