

06-838

THIS DEED, made this 6th day of March, 2006, by and between JAMES M. ENDICOTT, by LINDA E. THOMAS, his Attorney-in-Fact under Specific Power of Attorney dated December 9, 2005 and recorded prior hereto in the Office of the Clerk of the Circuit Court of Clarke County, Virginia, MARY B. HUBER ENDICOTT (also known of record as MARY BETH HUBER ENDICOTT), by LINDA E. THOMAS, her Attorney-in-Fact under Specific Power of Attorney dated December 9, 2005 and recorded prior hereto in the Office of the Clerk of the Circuit Court of Clarke County, Virginia, KENNETH MILO ENDICOTT, by LINDA E. THOMAS, his Attorney-in-Fact under Specific Power of Attorney dated December 9, 2005 and recorded prior hereto in the Office of the Clerk of the Circuit Court of Clarke County, Virginia, JEFFREY L. THOMAS and LINDA E. THOMAS, husband and wife, parties of the first part, Grantors; and MFR COMPANY, L.C., a Virginia limited liability company, and R. C. FIELDS, JR., parties of the second part, Grantees.

WITNESSETH:

That for and in consideration of the sum of Ten Dollars (\$10.00), cash in hand paid, and other good and valuable consideration, receipt of which is hereby acknowledged, the party of the first part does hereby grant, bargain, sell and convey unto the parties of the second part as tenants in common of undivided one-half (1/2) interests each, with General Warranty and English Covenants of Title, the following described real estate, to-wit:

All those certain tracts or parcels of land, together with all easements, privileges and appurtenances thereunto belonging, located east of Virginia Route No. 606 on the south side of the Shenandoah River, in Chapel Magisterial District, Clarke County, Virginia, known as the Lawson Tract, containing 158.3666 acres, and Tract B, containing 0.3039 acre, respectively, according to plats of boundary survey thereof prepared by W. Stuart Dunn, Land Surveyor, dated March 3, 2006, which plats are attached hereto and incorporated herein by this reference.

AND BEING a portion of the same property conveyed to Frances C. Endicott by Deed from Double E Land & Cattle Co., a Virginia corporation, dated December 30, 1983 and recorded in Deed Book 153 at Page 776 in the Office of the Clerk of the Circuit Court of Clarke County, Virginia. By Deeds of Gift of record in Deed Book 193 at Page 204, Deed Book 202 at Page 482, Deed Book 202 at Page 485, Deed Book 202 at Page 611, Deed Book 219 at Page 331, Deed Book 232 at Page 555, Deed Book 294 at Page 412, Deed Book 295 at Page 374, Deed Book 448 at Page 243 and in Deed Book 448 at Page 247, respectively, in the aforesaid Clerk's Office, various percentage interests in the above-described property were conveyed to James M. Endicott, Mary Beth Huber Endicott, Kenneth Milo Endicott, James M. Endicott, Custodian for Kenneth Milo Endicott under the Virginia Uniform Transfer to Minors Act, Jeffrey L. Thomas and Linda E. Thomas.

This conveyance is made subject to conditions, valid restrictions and rights of way of record, and to the matters shown on the attached Dunn plat of the Lawson Tract. This property is being acquired as part of an IRC §1031(a) tax deferred exchange in behalf of the Grantees.

Grantees' Address: 124 South Royal Street
 Alexandria, Virginia 22314
 \$ 1,322,557.00
 Prepared by John R. Friant, Jr./pkw
 CCTM# Portion of #31-A-20, #31-4-B

WITNESS the following signatures and seals:

James M. Endicott, by Linda E. Thomas, his Attorney-in-Fact (SEAL)

JAMES M. ENDICOTT, by LINDA E. THOMAS, his Attorney-in-Fact

Mary B. Huber Endicott, by Linda E. Thomas, her Attorney-in-Fact (SEAL)

MARY B. HUBER ENDICOTT, by LINDA E. THOMAS, her Attorney-in-Fact

Kenneth Milo Endicott, by Linda E. Thomas, his Attorney-in-Fact (SEAL)

KENNETH MILO ENDICOTT, by LINDA E. THOMAS, his Attorney-in-Fact

Jeffrey L. Thomas (SEAL)

JEFFREY L. THOMAS

Linda E. Thomas (SEAL)

LINDA E. THOMAS

STATE OF VIRGINIA

COUNTY OF CLARKE, to-wit:

The foregoing DEED was acknowledged before me this 6th day of March, 2006, by JAMES M. ENDICOTT, by LINDA E. THOMAS, his Attorney-in-Fact, MARY B. HUBER ENDICOTT, by LINDA E. THOMAS, her Attorney-in-Fact, and KENNETH MILO ENDICOTT, by LINDA E. THOMAS, his Attorney-in-Fact.

Ashley M. Largent

Notary Public

My Commission expires: 5-31-2009

STATE OF VIRGINIA

COUNTY OF CLARKE, to-wit:

The foregoing DEED was acknowledged before me this 6th day of March, 2006, by JEFFREY L. THOMAS and LINDA E. THOMAS, husband and wife.

Ashley M. Largent

Notary Public

My Commission expires: 5-31-2009

AFFIDAVIT

STATE OF VIRGINIA

COUNTY OF CLARKE, to-wit:

On the 6th day of March, 2006, personally appeared before the undersigned Notary Public in and for the jurisdiction aforesaid, Linda E. Thomas, who made oath that she has not, at the time of doing any act pursuant to the Specific Power of Attorney from James M. Endicott dated December 9, 2005 and recorded prior hereto in the Office of the Clerk of the Circuit Court of Clarke County, Virginia, the Specific Power of Attorney from Mary B. Huber Endicott dated December 9, 2005 and recorded prior hereto in the Office of the Clerk of the Circuit Court of Clarke County, Virginia, and the Specific Power of Attorney from Kenneth Milo Endicott dated December 9, 2005 and recorded prior hereto in the Office of the Clerk of the Circuit Court of Clarke County, Virginia, received actual knowledge or notice of the revocation or termination of the aforesaid Specific Powers of Attorney, by death, disability or otherwise, or notice of any facts indicating the same.

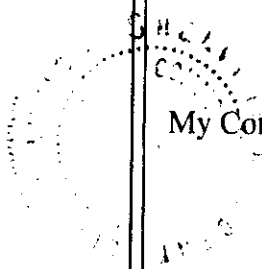
The said Linda E. Thomas further subscribes her name hereto in further testimony of the aforesaid Declaration of Facts.

Linda E. Thomas
LINDA E. THOMAS

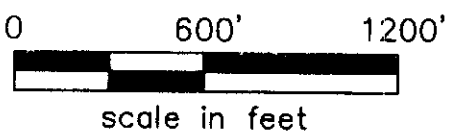
SUBSCRIBED, SWORN TO and ACKNOWLEDGED before me, a Notary Public in and for the jurisdiction aforesaid, this 6th day of March, 2006, by LINDA E. THOMAS.

Shelley M. Laurent
Notary Public

My Commission expires: 5-31-2009



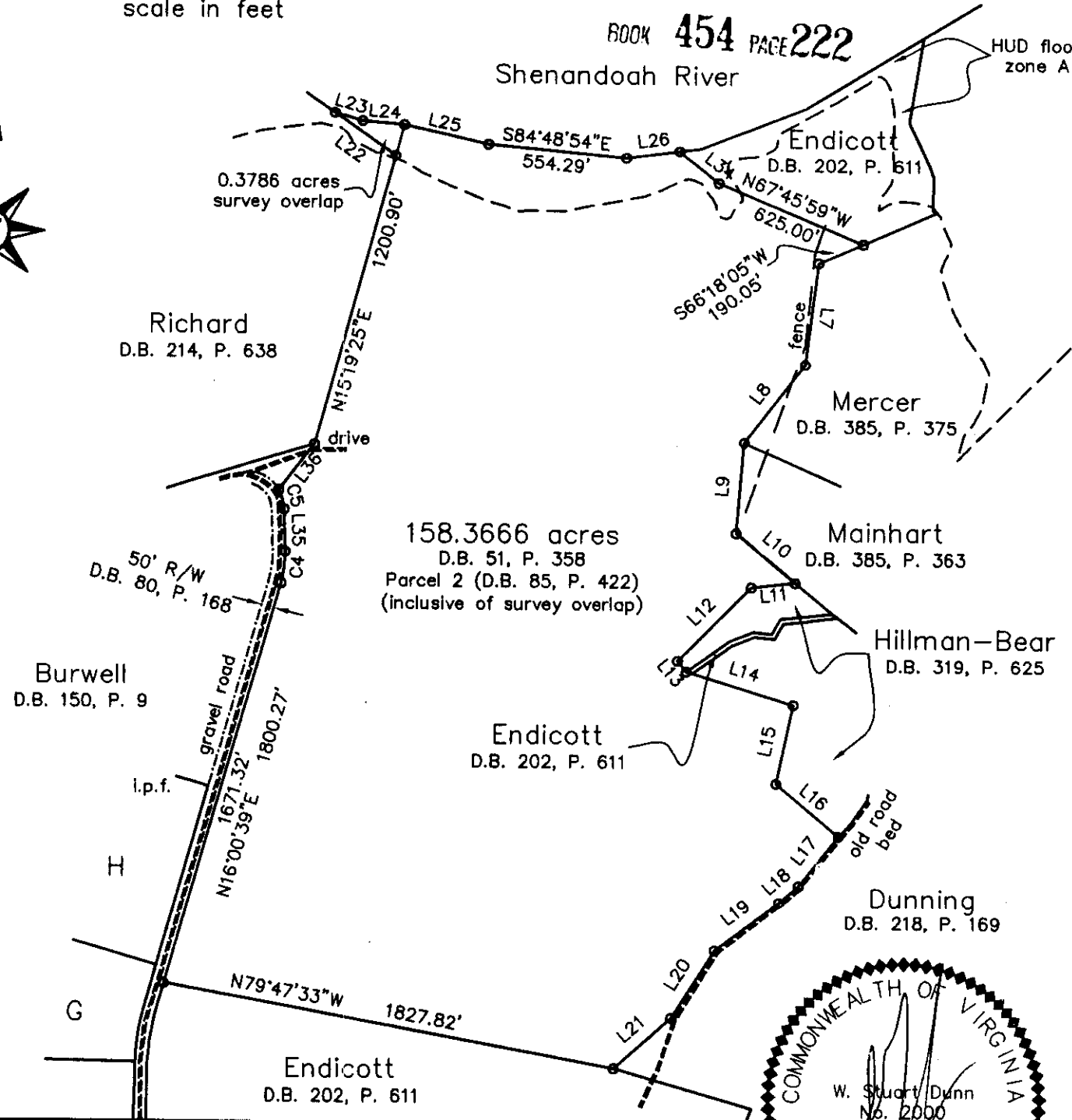
0454
0222



CURVE	BEARING	CHORD	RADIUS	ARC
C4	N7°06'24"E	126.29	407.95	126.80
C5	N16°20'00"W	78.66	156.70	79.51



BOOK 454 PAGE 222



LINE	BEARING	CHORD
L7	S7°24'15"W	410.84
L8	S37°19'45"W	400.33
L9	S4°47'59"W	364.75
L10	S50°27'36"E	306.30
L11	S83°15'20"W	175.84
L12	S44°51'07"W	414.28
L13	S38°37'14"E	56.99
L14	S72°56'55"E	446.64
L15	S11°49'44"W	322.40
L16	S50°06'15"E	324.76
L17	S38°22'19"W	256.31
L18	S48°42'17"W	104.55
L19	S52°43'51"W	320.84
L20	S32°40'00"W	317.95
L21	S48°37'24"W	304.68
L22	N54°22'15"W	299.61
L23	S73°22'40"E	116.10
L24	S84°58'38"E	167.62
L25	S77°03'51"E	344.79
L26	N82°22'52"E	214.30
L35	N1°47'33"W	167.58
L36	N37°10'39"E	234.00
L75	N53°38'45"E	46.52
L76	N53°58'57"E	165.33
L77	N69°11'14"E	103.95
L78	S84°14'56"E	71.96
L79	N30°56'35"E	37.50
L80	N31°02'32"E	30.92
L81	N84°14'13"E	66.02
L82	N83°03'59"E	142.00
L83	S51°00'30"E	27.84
L84	S83°03'59"W	161.57
L85	S84°14'13"W	56.21
L86	S31°02'32"W	20.89
L87	S30°56'35"W	50.18
L88	N84°14'56"W	79.94
L89	S69°11'14"W	96.56
L90	S53°58'57"W	162.60
L91	S53°38'45"W	31.61

Plat of a Portion of the Land of
Frances C. Endicott, James M. Endicott, Mary Beth Huber Endicott and James M. Endicott, Custodian for Kenneth Milo Endicott

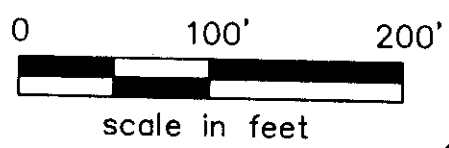
Deed Book 202, Page 611 Portion of Tract 20 ((A)), Tax Map 31

Note: This tract of land is the same land described as Parcel 2 in deed recorded in Deed Book 85, Page 422, and further described in Deed Book 71, Page 213.

Dunn Land Surveys, Inc.
101 East Main Street
Berryville, Virginia 22611
Tel: 540-955-3388
March 3, 2006

Survey no. 1382-4

Mainhart
D.B. 385, P. 363

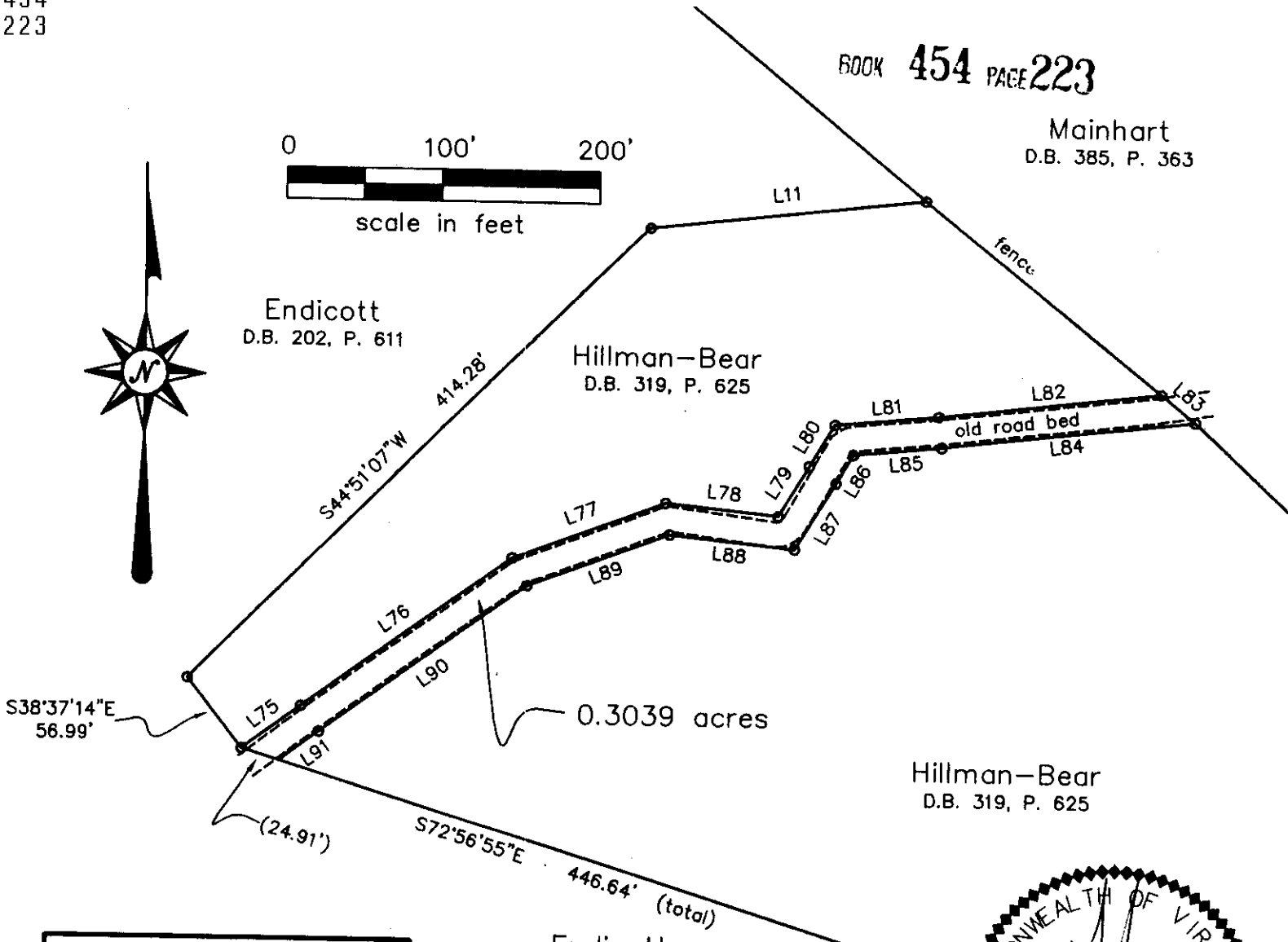


Endicott
D.B. 202, P. 611

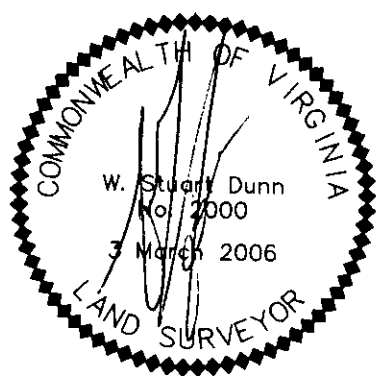
Hillman-Bear
D.B. 319, P. 625

Hillman-Bear
D.B. 319, P. 625

Endicott
D.B. 202, P. 611



LINE	BEARING	CHORD
L11	S83°15'20"W	175.84
L75	N53°38'45"E	46.52
L76	N53°58'57"E	165.33
L77	N69°11'14"E	103.95
L78	S84°14'56"E	71.96
L79	N30°56'35"E	37.50
L80	N31°02'32"E	30.92
L81	N84°14'13"E	66.02
L82	N83°03'59"E	142.00
L83	S51°00'30"E	27.84
L84	S83°03'59"W	161.57
L85	S84°14'13"W	56.21
L86	S31°02'32"W	20.89
L87	S30°56'35"W	50.18
L88	N84°14'56"W	79.94
L89	S69°11'14"W	96.56
L90	S53°58'57"W	162.60
L91	S53°38'45"W	31.61



Plat of a Portion of the Land of
Frances C. Endicott, James M. Endicott, Mary Beth Huber Endicott and James M. Endicott,
 Custodian for *Kenneth Milo Endicott*
 Deed Book 202, Page 611 Portion of Tract 20 ((A)), Tax Map 31

Note: This tract of land is being assessed by the Commissioner of Revenue of Clarke County as a portion of Tax Map 31 ((A)) 20. It is also shown on the tax maps as Tax Map 31 ((4)) B.

Survey no. 1382-5

Dunn Land Surveys, Inc.
 101 East Main Street
 Berryville, Virginia 22611
 Tel: 540-955-3388
 March 3, 2006

VIRGINIA: In the Clerk's Office of Clarke County Circuit Court
 S. March 2006 This deed was presented and with
 the acknowledgment of the parties hereto and with
 the acknowledgment admitted to record at
 909 A. The tax imposed by Section 58-54.1 in the
 amount of \$1,323.00 and by Section 58-54 of the Code
 of Virginia have been paid.

TESTE: *Helen Butta* CLERK