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THE STATE OF TEXAS :

COUNTY OF HARRIS :

KNOW ALL MEN BY THESE PRESENTS:

W685583
05/21/03 100153904

\$23.00 ...

ASSUMPTION DEED

That **FULTON SE, L.P.** of Houston, Harris County, Texas, hereinafter styled Grantor, for and in consideration of the sum of **TEN AND NO/100 DOLLARS (\$10.00)**, and other good and valuable consideration to us in hand paid by the Grantee hereinafter named, the receipt of which is hereby acknowledged, and the further consideration of the assumption by the Grantee of the unpaid balance owing on that one certain promissory note in the original principal sum of **ONE MILLION TWENTY FIVE THOUSAND AND NO/100 DOLLARS (\$1,025,000.00)** (the current balance, as of the date hereof being **EIGHT HUNDRED THOUSAND AND NO/100 DOLLARS (\$800,000.00)**, executed by **FULTON SE, L.P.**, dated **October 18, 1999**, payable to the order of **TEXAS FIRST BANK-GALVESTON**, together with interest thereon at the rate therein specified, principal and interest being payable in monthly installments as therein provided, said note being secured by a **Deed of Trust and Security Agreement** from **FULTON SE, L.P.**, to **CHARLES T. DOYLE, PATRICK F. DOYLE, STEPHEN W. BAKER, DENNIS R. BETTISON or DARRELL A. APFFEL**, Trustee(s), of even date therewith, of record under **HARRIS County Clerk's File No(s). U031908** of said County Clerk's records; by these presents does (2) **GRANT, SELL AND CONVEY** unto **FULTON SQUARE, INC.**, a Texas Corporation (the *fel* "Grantee"), whose address is 1800 Bering Drive, Suite 395, Houston, Texas 77057, all that certain tract and parcel of land together with all improvements thereon (the "Property") situated in Harris County, Texas, to-wit:

All of FULTON SE, an addition in the City of Houston, Harris County, Texas, according to the map or plat recorded under Film Code No. 423068 of the Map Records of Harris County, Texas, and being more specifically described as 0.685 of one acre or 29,830 square feet of land situated in the John Austin Survey, Abstract Number 1, Harris County, Texas, being all of Lots 1, 2, 3, 32, 33 and a portion of Lot 34, Block 64 of Allen Addition, a subdivision as shown on map or plat and recorded in Volume 332, Page 611 of the Deed Records of Harris County, Texas and described in deed and recorded in the Official Public Records of Real Property of Harris County, Texas under County Clerk's File No(s). P630596

D
After Recording Return To:
Houston Title Company
777 Post Oak Blvd., #200
Houston, TX 77056
Thomas W. Osborne
GF# 02030193

and T603201, said 0.685 of one acre or 29,830 square feet of land being more particularly described by metes and bounds on Exhibit "A" attached hereto and made a part hereof for all purposes.

This conveyance is made and accepted subject to the following matters, to the extent same are in effect at this time:

The following reservations, covenants, conditions and easements but only to the extent they are still in effect, shown of record in the office of the County Clerk of Harris County, Texas, and to all zoning laws, regulations, and ordinances of municipal and/or other governmental authorities:

- a. Subject to building line twenty-five (25) feet in width along the South and East line(s) and ten (10) feet in width along the West property line(s), as shown on map recorded under Film Code No. 423068, of the Map Records of Harris County, Texas.
- b. Drainage easement fifteen (15) feet in width on each side of the centerline of all gullies, ravines and other natural drainage courses on the herein described property, imposed in the plat and dedication, as shown on map recorded under Film Code No. 423068, of the Map Records of Harris County, Texas.
- c. Lease in favor of Blockbuster, Inc., as tenant, set forth in Memorandum of Lease dated August 12, 1999, filed for record under Clerk's File No(s). T-997727 of the Real Property Records of Harris County, Texas.

TO HAVE AND TO HOLD the above described property, together with all and singular the rights and appurtenances thereto in anywise belonging unto the said **FULTON SQUARE, INC.**, its successors and assigns forever, and **FULTON SE, L.P.** does hereby bind itself, its successors and assigns to **WARRANT AND FOREVER DEFEND** all and singular the said premises unto the said **FULTON SQUARE, INC.**, its successors and assigns, against every person whomsoever lawfully claiming or to claim the same or any part thereof, by, through or under Grantor, but not otherwise.

FULTON SQUARE, INC. joins in the execution of this Deed to evidence its acceptance of the obligation to pay and discharge the herein described indebtedness due and owing to **TEXAS FIRST BANK-GALVESTON**, and as a part of the consideration of this conveyance, the said Grantee hereby agrees to hold harmless the Grantor, **FULTON SE, L.P.**, from any liability under the aforementioned obligation.

THE PROPERTY IS CONVEYED AS IS, WHERE IS AND WITH ALL FAULTS. EXCEPT FOR THE WARRANTY OF TITLE HEREIN CONTAINED, GRANTOR MAKES NO REPRESENTATIONS OR WARRANTIES, WHETHER EXPRESSED, IMPLIED OR STATUTORY, RELATING TO THE PROPERTY OR ANY PORTION THEREOF, OR ITS CONDITION, INCLUDING, WITHOUT LIMITATION, ANY REPRESENTATION OR

WARRANTY WITH RESPECT TO (i) THE STRUCTURAL CONDITION OF THE IMPROVEMENTS, MAINTENANCE AND REPAIR OR THE NEED THEREFOR OR THE EXISTENCE OF ANY DEFECTS, WHETHER LATENT, PATENT, STRUCTURAL OR OTHERWISE, (ii) ENVIRONMENTAL MATTERS RELATING TO THE PROPERTY OR ANY PORTION THEREOF INCLUDING, WITHOUT LIMITATION, THE EXISTENCE OF ANY HAZARDOUS SUBSTANCES; (iii) GEOLOGICAL CONDITIONS, INCLUDING, WITHOUT LIMITATION, SUBSIDENCE, SUBSURFACE CONDITIONS, WATER TABLE, UNDERGROUND WATER RESERVOIRS, LIMITATIONS REGARDING THE WITHDRAWAL OF WATER AND FAULTING; AND (iv) THE INFESTATION OF THE PROPERTY WITH INSECTS, RODENTS OR OTHER PEST, WHETHER TERMITES, CARPENTER ANTS, ROACHES, RATS, ANTS OR OTHERWISE.

IN WITNESS WHEREOF, we have hereunto set our hands on this, the 14th day of May, 2003.

FULTON SE, L.P., a Texas limited partnership

BY: SHELBY/ESTUS REALTY GROUP, INC.
a Texas corporation and its General Partner

BY: Bruce S. Shelby
BRUCE S. SHELBY
Chief Executive Officer

BY: Thomas H. Estus
THOMAS H. ESTUS
President

GRANTORS

FULTON SQUARE, INC.
a Texas corporation

BY: Pedro Benitez
PEDRO BENITEZ, Vice President

GRANTEE

FULTON SQUARE, INC.
a Texas corporation

BY: _____
ANTONIO CHEDRAUI
ITS: _____

BY: _____
ALFREDO CHEDRAUI
ITS: _____

GRANTEES

ACCEPTED AND AGREED TO:

TEXAS FIRST BANK GALVESTON

BY: *Suzanne Brady-Dues*
SUZANNE BRADY-DUES
ITS: SENIOR VICE PRESIDENT

THE STATE OF _____ :
COUNTY OF _____ :

This instrument was acknowledged before me on the _____ day of _____,
2003, by **BRUCE S. SHELBY, Chief Executive Officer of SHELBY/ESTUS REALTY
GROUP, INC., General Partner of FULTON SE, L.P., and in the capacity therein stated.**

NOTARY PUBLIC, State of Texas

THE STATE OF _____ :
COUNTY OF _____ :

This instrument was acknowledged before me on the _____ day of _____,
2003, by **THOMAS H. ESTUS, President of SHELBY/ESTUS REALTY GROUP, INC.,
General Partner of FULTON SE, L.P., and in the capacity therein stated.**

NOTARY PUBLIC, State of Texas

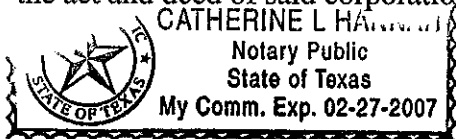
ACCEPTED AND AGREED TO:
TEXAS FIRST BANK-GALVESTON

BY: _____

ITS: _____

THE STATE OF TX :
COUNTY OF Harris :

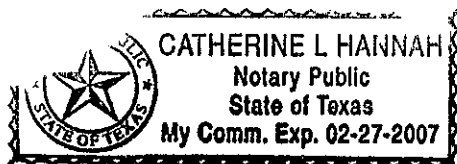
This instrument was acknowledged before me on the 14th day of May,
2003, by **BRUCE S. SHELBY, Chief Executive Officer of SHELBY/ESTUS REALTY**
GROUP, INC., General Partner of FULTON SE, L.P., in the capacity therein stated and as
the act and deed of said corporation.



Catherine L. Hannah
NOTARY PUBLIC, State of Texas

THE STATE OF TX :
COUNTY OF Harris :

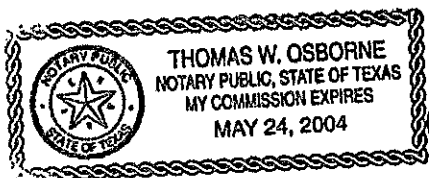
This instrument was acknowledged before me on the 14th day of May,
2003, by **THOMAS H. ESTUS, President of SHELBY/ESTUS REALTY GROUP, INC.,**
General Partner of FULTON SE, L.P., in the capacity therein stated and as the act and deed
of said corporation.

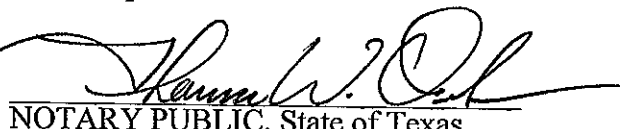


Catherine L. Hannah
NOTARY PUBLIC, State of Texas

THE STATE OF TEXAS
COUNTY OF HARRIS

This instrument was acknowledged before me on the 14th day of May,
2003, by **PEDRO BENITEZ**, Vice President of **FULTON SQUARE, INC.**, in the capacity
therein stated and as the act and deed of said corporation.




NOTARY PUBLIC, State of Texas

THE STATE OF _____
COUNTY OF _____

This instrument was acknowledged before me on the _____ day of _____,
2003, by _____, _____ of **TEXAS FIRST**
BANK-GALVESTON, in the capacity therein stated and as the act and deed of said banking
institution.

NOTARY PUBLIC, State of Texas

PFD-FULTON-00001686-gh

UNOFFICIAL COPY

THE STATE OF _____

COUNTY OF _____

This instrument was acknowledged before me on the _____ day of _____, 2003, by **ANTONIO CHEDRAUI**, _____ of **FULTON SQUARE, INC.**, and in the capacity therein stated.

NOTARY PUBLIC, State of Texas

THE STATE OF _____

COUNTY OF _____

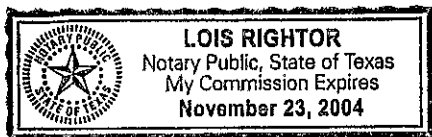
This instrument was acknowledged before me on the _____ day of _____, 2003, by **ALFREDO CHEDRAUI**, _____ of **FULTON SQUARE, INC.**, and in the capacity therein stated.

NOTARY PUBLIC, State of Texas

THE STATE OF TEXAS

COUNTY OF GALVESTON

This instrument was acknowledged before me on the 20TH day of MAY, 2003, by SUZANNE BRADY-DUES, SENIOR VICE PRES. of **TEXAS FIRST BANK-GALVESTON**, in the capacity therein stated as the act and deed of said banking institution.



Lois Rightor

NOTARY PUBLIC, State of Texas

PFD-FULTON-00001686-gh

FILED
03 MAY 21 PM 2:26
COUNTY CLERK
HARRIS COUNTY, TEXAS

Exhibit "A"

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 File Number Sequence on the date and at the time stamped hereon by me, and was duly RECORDED in the Official Public Records of Real Property of Harris County, Texas on

MAY 21 2003



Dorely B. Kaufman
COUNTY CLERK
HARRIS COUNTY, TEXAS

0.685 of one acre or 29,830 square feet of land situated in the John Austin Survey, Abstract Number 1, Harris County, Texas, being all of Lot 1, 2, 3, 32, 33 and a portion of Lot 34, Block 64 of Allen Addition, a subdivision as shown on map or plat and recorded in Volume 332, Page 611 of the Deed Records of Harris County, Texas and described in deed and recorded in the Official Public Records of Real Property of Harris County, Texas under County Clerk's File Numbers P630596 and T603201, said 0.685 of one acre or 29,830 square feet of land being more particularly described by metes and bounds as follows:

COMMENCING at City of Houston Survey Marker 5458/0207;

Thence, N 26° 21' 39" E, a distance of 1469.22 feet to a 5/8 inch iron rod set at the intersection of the Easterly right-of-way line of Gentry Street (60 foot wide) and the Northerly right-of-way line of Quitman Street (60 foot wide) for the Southwest corner of Lot 1, Block 64 of said Allen Addition and the POINT OF BEGINNING of the herein described tract of land, from which a found 5/8 inch iron rod with cap bears N 79° 05' 31" W, a distance of 1.02 feet, from which City of Houston Reference Rod Number 223 bears S 24° 26' 50" E, a distance of 30.00 feet and S 65° 33' 10" W, a distance of 555.00 feet and from which City of Houston Reference Rod Number 362 bears S 24° 26' 50" E, a distance of 30.00 feet and N 65° 33' 10" W, a distance of 750.12 feet; said POINT OF BEGINNING having grid coordinates X=3,154,335.99; Y=725,406.69, all bearings are referenced to the Texas State Plane Coordinate System, South Central Zone, all distances are surface and may be converted by multiplying by a combined scale factor of 0.9998929187;

Thence, N 24° 26' 50" W, along the Easterly right-of-way line of said Gentry Street, a distance of 149.40 feet to a 5/8 inch iron rod set for the Southwesterly corner of Lot 4, Block 64 of said Allen Addition, from which a found 1 inch iron pipe bears S 81° 52' 30" W, a distance of 1.78 feet;

Thence, N 65° 33' 10" E, along the Southerly line of Lot 4 and 31, Block 64 of said Allen Addition, a distance of 200.00 feet to an "X" in concrete set in the Westerly right-of-way line of Fulton Street (60 foot wide) for the Southeasterly corner of said Lot 31;

Thence, S 24° 26' 50" E, along the Westerly right-of-way line of said Fulton Street, a distance of 139.40 feet to an "X" in concrete set for the Northeasterly end of a cut-back line between the Westerly right-of-way line of said Fulton Street and the Northerly right-of-way line of said Quitman Street;

Thence, S 20° 33' 10" W, along said cut-back line, a distance of 14.14 feet to an "X" in concrete set for the Southwesterly corner of said cut-back line;

Thence, S 65° 33' 10" W, along the Northerly right-of-way line of said Quitman Street, a distance of 190.00 feet to the POINT OF BEGINNING and containing 0.685 of one acre or 29,830 square feet of land.