FILED in SWAIN County, NC
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by: DIANA WILLIAMSON KIRKLAND
REGISTER OF DEEDS
BOOK 285 PAGE 992

SWAIN COUNTY
TAX ASSESSOR RJ
STAMPS? $ 27,378.00
DATE 01-16-04

ID. 87047
$27,378.00
State of North Carolina
SWAIN County
Real Estate Excise Tax

$ 27,378.00 Excise Tax ~~$27,378.00~~ RJ	S-Tract 7058 Recording Time, Book and Page

Tax Lot No.: _____ Parcel Identifier No. _____
Verified by _____ County on the _____ day of _____, 2004
by _____
Mail after recording to Crescent Resources, LLC. Attn: S. Higginson, P.O Box 1003, Charlotte, NC 28201-1003
This instrument was prepared by Parker, Poe, Adams & Bernstein L.L.P., Three Wachovia Center, Suite 3000, 401 South Tryon Street, Charlotte, NC 28202 (BMM)
Brief Description For The Index:

Approximately 3,422.30 Acres, Nantahala Township, Swain County, NC

NORTH CAROLINA SPECIAL WARRANTY DEED

THIS DEED made this _____ day of January, 2004, by and between:

GRANTOR	GRANTEE
CRESCENT RESOURCES, LLC, a Georgia limited liability company	**STATE OF NORTH CAROLINA** N. C. State Property Office 1321 Mail Service Center Raleigh, NC 27699

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 Grantor, for a valuable consideration paid by Grantee, the receipt of which is hereby acknowledged, has and by these presents does grant, bargain, sell and convey unto Grantee in fee simple, all that certain lot or parcel of land described in **Exhibit A** attached hereto ("**Property**").

TO HAVE AND TO HOLD the Property and all privileges and appurtenances thereto belonging to Grantee in fee simple.

And Grantor covenants with Grantee, that Grantor has done nothing to impair such title as Grantor received, and Grantor will warrant and defend the title against the lawful claims of all persons claiming by, under or through Grantor, except for the exceptions hereinafter stated.

Title to the Property is subject to the following exceptions:

(1) riparian rights of others;

(2) flood easements in favor of the United States of America;

(3) transmission line and retail electric line rights-of-way of public record reserved by or granted to Duke Energy Corporation (formerly known as Duke Power Company);

(4) ad valorem taxes for the year 2004 and subsequent years;

(5) matters affecting title to the Property as shown on the Plat or which would be shown on a current and accurate survey of the Property (including any encroachments);

(6) easements, covenants, restrictions and conditions of public record, and rights-of-way of public and private streets and roads;

(7) easements and rights-of-way as may be apparent from an inspection of the Property; and

(8) zoning, subdivision, land use and other laws, regulations or ordinances applicable to the Property.

IN WITNESS WHEREOF, Grantor has executed this deed as of the day and year first above written.

CRESCENT RESOURCES, LLC,
a Georgia limited liability company

By: _____
James M. Short, Jr.
Senior Vice President

STATE OF NORTH CAROLINA
COUNTY OF MECKLENBURG

I, a Notary Public of Lincoln County and State of North Carolina, do hereby certify that James M. Short, Jr., personally came before me this day and acknowledged that he is Senior Vice President of **CRESCENT RESOURCES, LLC**, a Georgia limited liability company, and that he, as Senior Vice President, being authorized to do so, executed the foregoing instrument on behalf of the limited liability company.

Witness my hand and notarial seal, this the 14th day of January, 2004.

_____
Notary Public

My Commission Expires: 3/27/2004

[NOTARIAL STAMP-SEAL]

SUSAN HIGGINSON
NOTARY
***
PUBLIC
LINCOLN COUNTY, N.C.

State of North Carolina, County of Swain
Each of the foregoing certificates, of
Susan Higginson
is hereby certified to be correct. Filed for registration on this the
16 day of January 2004
Diana Williamson Kirkland
Register of Deeds By: Assistant
Diana Williamson Kirkland

EXHIBIT A

Lying and being in the Township of Nantahala, County of Swain, State of North Carolina, and being more particularly described as follows:

All portions lying in Swain County, of that certain tract or parcel of land containing 3,422.30 acres, be the same more or less, as has been surveyed and platted by Lindsey & Associates, Inc., under date of October 15, 2003, as revised, entitled "Property of Crescent Resources, LLC" Survey for N.C. Nature Conservancy appearing on Sheets 1 through 10 (a composite depicting all prior sheets appearing on Sheet 15 thereof) as appear of record in the office of the Register of Deeds for Swain County, North Carolina, in Plat Cabinet 3, Pages 1535 through 1549 (collectively, "**Plat**"), to which Plat as so recorded reference is hereby had for a more complete and particular description of the lands, rights, privileges and easements conveyed hereby and the exceptions and easements applicable thereto; and being all or a portion of the property conveyed to Crescent Resources, Inc. (presently known as Crescent Resources, LLC) by deed from Duke Energy Corporation recorded in Deed Book 230, Page 816, Swain County Public Records; and by deed to Crescent Resources, LLC from Duke Energy Corporation recorded in Deed Book 278, Page 415, and re-recorded in Deed Book 285, Page 617, all in the Swain County Public Records.

Together with the non-exclusive right of Grantor, if any, in and to any easements reserved by, or granted to, Grantor over and across lands adjacent to the Property for the purposes of access to and from the Property; provided, however, that Grantor makes no representation or warranty, express or implied, regarding any such rights.

Less and except therefrom all those portions thereof identified and shown on the Plat as:

1. Exception #1 appearing on Sheet 6 of the Plat; being the land conveyed to The Land Trust for the Little Tennessee, Inc. by deed recorded in Deed Book 285, Page 980 in the Swain County Public Records;

2. Exception #2 appearing on Sheet 7 of the Plat; which includes the land conveyed to the Trustees of Brush Creek Baptist Church by deed recorded in Deed Book 285, Page 984 in the Swain County Public Records;

3. Exception #3 appearing on Sheet 9 of the Plat; being the land conveyed to Wayne Ammons, Melvin Jones and J.T. Ammons, as Trustees of Hightower Baptist Church by deed recorded in Deed Book 285, Page 988 in the Swain County Public Records;

4. Exception #4 appearing on Sheet 4 of the Plat; being a graveyard located on a ridge within the D.M. Slagle tract.

The State of North Carolina has received payment from the Ecosystem Enhancement Program for acquisition of the above-described property in consideration of which the State of North Carolina has agreed to the establishment of a perpetual riparian buffer extending three hundred (300) feet from the banks of all blue line streams and tributaries. This three hundred (300) foot buffer will forever be conserved and managed in a manner that will protect the quality of the waters mentioned above and otherwise promote the public purposes authorized under the provisions of North Carolina General Statutes §143-214.8, et. seq. This paragraph creates neither rights nor responsibilities on the part of the Grantor, its successors and assigns.