



DOCUMENT PREPARED BY
HIRSCHLER, FLEISCHER, WEINBERG, COX
& ALLEN A PROFESSIONAL CORPORATION
701 EAST BYRD STREET
RICHMOND, VIRGINIA 23219

STAFFORD COUNTY CIRCUIT COURT

THIS DEED OF BARGAIN AND SALE is made as of this 14 day of November, 1996, by and between PARK RIDGE COMMERCIAL, L.L.C., a Virginia limited liability company ("Grantor"); and JAMES F. HUBBARD and BETTY M. HUBBARD, husband and wife ("Grantees").

W I T N E S S E T H:

In consideration of Ten Dollars (\$10.00) cash in hand paid by Grantees to Grantor and other good and valuable consideration, the receipt and sufficiency of which are acknowledged, Grantor, subject to the matters set forth below, grants and conveys unto Grantees, as tenants by the entirety with the right of survivorship as at common law, with Special Warranty, the property described on Exhibit A attached hereto and by this reference made a part hereof.

The property herein conveyed is conveyed subject to the restriction that for a period of fifty (50) years from the date of recordation of this Deed, the subject property herein described shall not be used or operated as a day care or child care facility including, without limitation, any operation involving babysitting or child care services of any kind. By acceptance of this Deed Grantees acknowledge and agree that this restrictive covenant shall be binding on Grantees, their successors and assigns, and shall run with title to the property herein conveyed. It is acknowledged and agreed that this restriction is for the benefit of the present and any future owner of the adjacent parcel containing .7302 acres known as Section 21A Park Ridge, Stafford County, Virginia, as shown on Plat recorded in Plat Book 22, page 131. ✓

This conveyance is made expressly subject to a 24 foot easement for ingress and egress, and certain other easements, over and across the subject property for the benefit of the adjacent real estate, granted by Easement Agreement recorded in the Clerk's Office, Stafford County, Virginia, in Deed Book 813, page 477.

This conveyance is also further subject to all applicable easements, conditions, restrictions and agreements of record.

WITNESS the following signatures:

PARK RIDGE COMMERCIAL, L.L.C.,
a Virginia limited liability
company

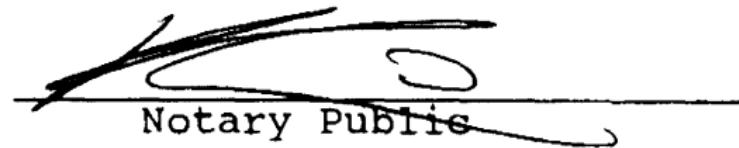
By: Edgar J. By
Its: _____

STATE OF VIRGINIA

CITY/ COUNTY OF FREDERICKSBURG, to-wit:

The foregoing deed was acknowledged before me this 14th day of November, 1996 by Edward O. Munsear, Jr. as Member of Park Ridge Commercial, L.L.C., a Virginia limited liability company, on behalf of the company.

My commission expires: 7/31/97



Notary Public

GRANTEE'S ADDRESS:

33 Paynes Lane

Stafford, VA 22554

Consideration: \$ 1,000,000.

EXHIBIT A

ALL that certain tract or parcel of land, with all improvements thereon and appurtenances thereto, situate, lying and being in Rock Hill Magisterial District, Stafford County, Virginia, and being PARCEL "G", containing 3.274 ACRES, as shown on plat of Harry A.V. Lundstrom, Jr., C.E., dated November 6, 1992, recorded at Plat Book 24, Pages 216 and 217, in the Circuit Court of Stafford County, Virginia. 

BEING the same property acquired by Park Ridge Commercial, L.L.C. by deed from Larry D. Silver and Edward O. Minniear, Jr., dated May 18, 1995, and recorded in the Clerk's Office of the Circuit Court, Spotsylvania County, Virginia in Deed Book 1110, page 185. 

#4994 - 18622.01802

COMMONWEALTH OF VIRGINIA,
COUNTY OF STAFFORD TO-WIT:

IN THE OFFICE OF THE CLERK OF THE CIRCUIT COURT FOR THE
COUNTY OF STAFFORD, THE 15th DAY OF November, 1996
THE FOREGOING DEED WAS PRESENTED AND
WITH THE CERTIFICATE ANNEXED ADMITTED TO RECORD AT 11:13
AM AND INDEXED AFTER PAYMENT OF \$1,000.00 TAX IMPOSED
BY 58.1-800., ET. SEQ. TESTE:

THOMAS MONCURE, JR., CLERK

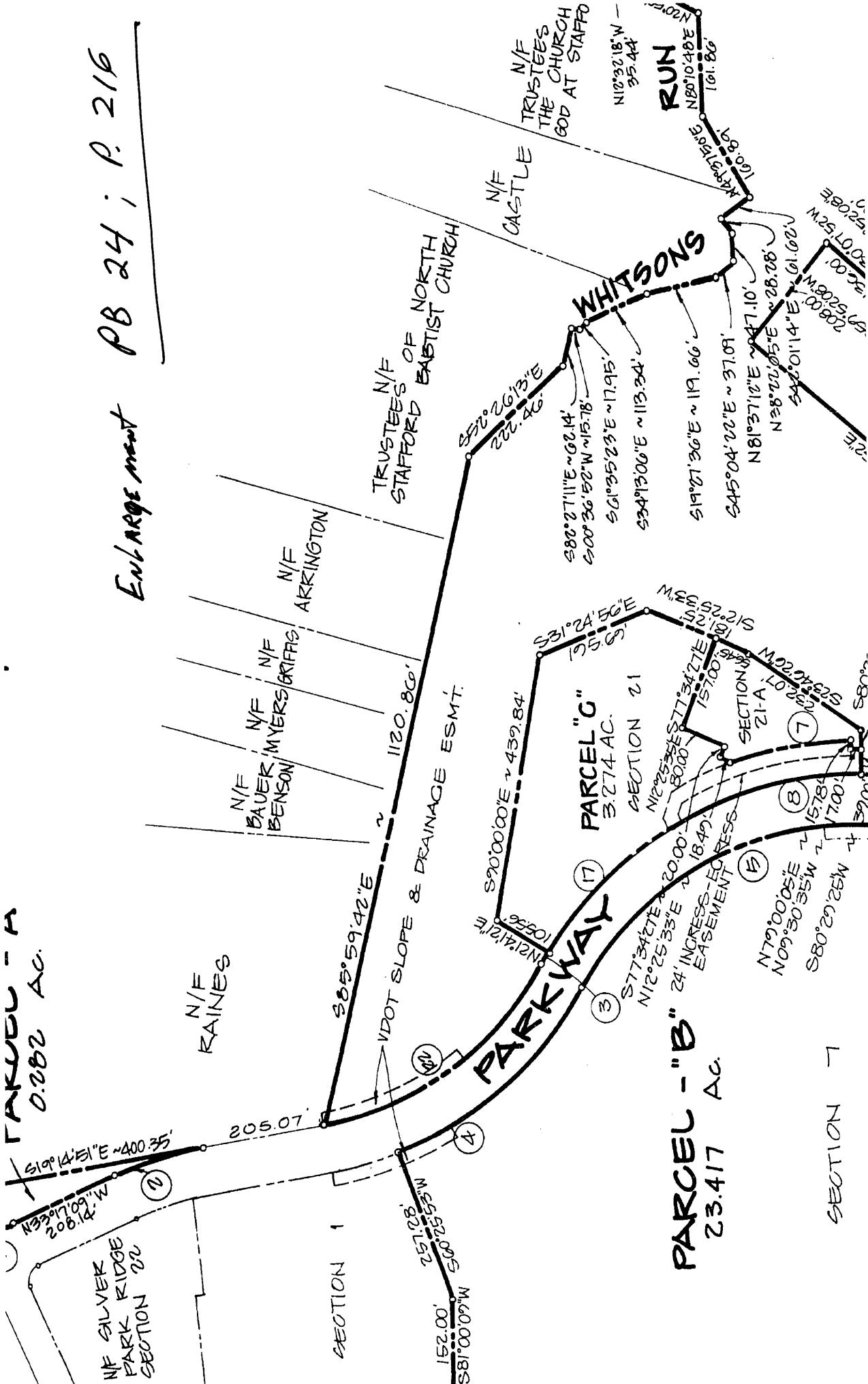
By: Michael F. Kardick, Jr.

TAKUBU - 11
0.282 A.C.

0.282 A.C.

SILVER
RIDGE
PARK SECTION 22

Enlargement PB 24; P. 216



THIS DEED (exempt from recordation tax pursuant to Virginia Code Section 58.1-811.A.7), made and entered into this 18th day of May, 1995, by and between SILVER DEVELOPMENT CO., a Virginia corporation, Grantor; and LARRY D. SILVER and EDWARD O. MINNIEAR, JR., Grantee.

W I T N E S S E T H :

That for and in consideration of the sum of Ten Dollars (\$10.00) and other valuable consideration, receipt whereof is hereby acknowledged, the Grantor does hereby grant and convey with General Warranty and English covenants of title unto the said Grantees, LARRY D. SILVER and EDWARD O. MINNIEAR, JR., as tenants in common, in fee simple, the following described real estate, to-wit:

All that certain tract or parcel of land, with all improvements thereon and all appurtenances thereto, situate, lying and being in Rock Hill Magisterial District, Stafford County, Virginia, and being PARCEL "G", CONTAINING 3.274 ACRES, as shown on plat of Harry A.V. Lundstrom, Jr., C.E., dated November 6, 1992, recorded at Plat Book 24, Pages 216 and 217, in the Circuit Court of Stafford County, Virginia.

Being a portion of the same property acquired by Silver Development Co., a Virginia corporation, by Deed of Silver Communities, Inc., a Virginia corporation, dated May 13, 1993, and recorded in the aforesaid Clerk's Office in Deed Book 944, Page 203.

This conveyance is made subject to taxes and assessments not yet due and payable, and all easements, conditions, restrictions, agreements, and other matters of record, all highways and rights of way, and all matters that would be

GRANTEE: P. O. BOX 7566
FREDERICKSBURG, VA 22404
GOODPASTURE, PURVIS & FRACKELTON, P.C. • Attorneys at Law
1602 William Street, Fredericksburg, Virginia 22401 • (703) 371-5107

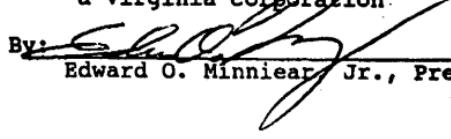
Ref 6-21-95

13/10
14/10

disclosed by an accurate survey and inspection of the premises.

WITNESS the following signature and seal:

SILVER DEVELOPMENT CO.,
a Virginia corporation

By:  (SEAL)
Edward O. Minniear, Jr., President

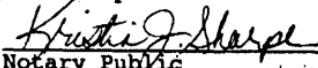
STATE OF VIRGINIA

City of Fredericksburg, to-wit:

The foregoing instrument was acknowledged before me this 18th day of May, 1995, by Edward O. Minniear, Jr., as President of Silver Development Co., a Virginia corporation.

My commission expires:

9-30-97

 (SEAL)
Notary Public
I was commissioned Notary as
Kristin J. Morton"

parkdeed.doc

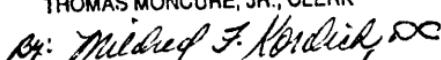
COMMONWEALTH OF VIRGINIA,

COUNTY OF STAFFORD TO-WIT:

IN THE OFFICE OF THE CLERK OF THE CIRCUIT COURT FOR THE
COUNTY OF STAFFORD, THE 19 DAY OF May, 19 95
THE FOREGOING DEED
WITH THE CERTIFICATE ANNEXED ADMITTED TO RECORD AT 1:29
PM AND INDEXED AFTER PAYMENT OF \$ ✓ TAX IMPOSED
BY 58.1-800, ET. SEQ.

TESTE:

THOMAS MONCURE, JR., CLERK

By: 

5683

BOOK 1110 PAGE 185

THIS DEED (exempt from recordation tax pursuant to Virginia Code Section 58.1-811.A.10), made and entered into this 18th day of May, 1995, by and between LARRY D. SILVER and EDWARD O. MINNIEAR, JR., Grantors; and PARK RIDGE COMMERCIAL L.L.C., a Virginia limited liability company, Grantee.

W I T N E S S E T H :

That for and in consideration of the sum of Ten Dollars (\$10.00) and other valuable consideration, receipt whereof is hereby acknowledged, the Grantor does hereby grant and convey with General Warranty and English covenants of title unto the said Grantee, PARK RIDGE COMMERCIAL L.L.C., a Virginia limited liability company, in fee simple, the following described real estate, to-wit:

All that certain tract or parcel of land, with all improvements thereon and all appurtenances thereto, situate, lying and being in Rock Hill Magisterial District, Stafford County, Virginia, and being PARCEL "G", CONTAINING 3.274 ACRES, as shown on plat of Harry A.V. Lundstrom, Jr., C.E., dated November 6, 1992, recorded at Plat Book 24, Pages 216 and 217, in the Circuit Court of Stafford County, Virginia.

Ref 6-2195

Being the same property acquired by Larry D. Silver and Edward O. Minniear, Jr. by Deed of Silver Development Co., a Virginia corporation, dated May 18, 1995, and recorded in the aforesaid Clerk's Office immediately prior hereto.

This conveyance is made subject to taxes and assessments not yet due and payable, and all easements, conditions, restrictions, agreements, and other matters of record, all highways and rights of way, and all matters that would be

GRANTEE : P. O. BOX 7566
FREDERICKSBURG, VA 22404

GOODPASTURE, PURVIS & FRACKELTON, P.C. • Attorneys at Law
1602 William Street, Fredericksburg, Virginia 22401 • (703) 371-5107

110
13-70
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disclosed by an accurate survey and inspection of the premises.

WITNESS the following signature and seal:

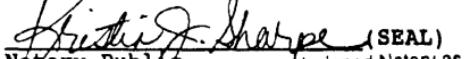

 LARRY D. SILVER (SEAL)

 EDWARD O. MINNLEAR, JR. (SEAL)

STATE OF VIRGINIA
 City of Fredericksburg, to-wit:
 The foregoing instrument was acknowledged before me this 18th day of May, 1995, by Larry D. Silver.

My commission expires:

My Commission Expires September 30, 1997


 Kristin J. Morton (SEAL)
 Notary Public "I was commissioned Notary as
 Kristin J. Morton"

STATE OF VIRGINIA
 City of Fredericksburg, to-wit:
 The foregoing instrument was acknowledged before me this 18th day of May, 1995, by Edward O. Minnlear, Jr.

My commission expires:

My Commission Expires September 30, 1997


 Kristin J. Morton (SEAL)
 Notary Public "I was commissioned Notary as
 Kristin J. Morton"

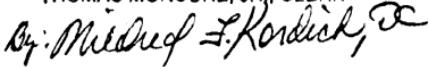
parkdeed.doc

COMMONWEALTH OF VIRGINIA,
 COUNTY OF STAFFORD TO-WIT:

IN THE OFFICE OF THE CLERK OF THE CIRCUIT COURT FOR THE
 COUNTY OF STAFFORD, THE 19 DAY OF May, 1995
 THE FOREGOING DEED
 WITH THE CERTIFICATE ANNEXED ADMITTED TO RECORD AT 1:30
PM AND INDEXED AFTER PAYMENT OF \$ 1 TAX IMPOSED
 BY 58.1-800., ET. SEQ.

TESTE:

THOMAS MONCURE, JR., CLERK



Ret to: Goodpasture, Purvis & Shackleton

6-21-95

5684

BOOK 1110 PAGE 187

RESOLUTION OF MEMBERS OF
PARK RIDGE L.L.C.

THIS RESOLUTION is made as of this 11th day of May, 1995, by LARRY D. SILVER and EDWARD O. MINNIEAR, JR., being all of the members of PARK RIDGE COMMERCIAL L.L.C., a Virginia limited liability company.

WHEREAS, it is desired by all members of Park Ridge Commercial L.L.C., a Virginia limited liability company (the "Company") that Edward O. Minniear, Jr. and Larry D. Silver, both of whom are managers of the Company, and either of whom may act, pursuant to a written Operating Agreement dated April 24, 1995, be empowered and authorized to execute and deliver contracts of sale, deeds, notes, deeds of trust, settlement statements and similar transaction documents related to the sale, encumbrance, and development, by the Company, of real property located in Stafford County, Virginia.

NOW, THEREFORE, BE IT RESOLVED, that either Manager is hereby empowered and authorized to execute and deliver, on behalf of the Company, contracts of sale, deeds, notes, deeds of trust, settlement statements and similar transaction documents related to the sale, encumbrance, and development, by the Company, of real property located in Stafford County, Virginia, and to take all other actions, in his reasonable discretion, as may be necessary to effectuate and consummate such transactions for the benefit of the Company;

AND BE IT RESOLVED FURTHER, that any such documents or instruments executed and delivered by either Manager, or any such actions taken by either of them on behalf of the Company, are hereby

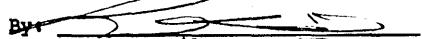
BOOK 1110 PAGE 188

ratified and confirmed, and all such acts are adopted as the Company's own;

AND BE IT RESOLVED FURTHER, that any such instrument, executed by either of them on behalf of the Company shall be conclusive evidence of the consent and authorization of all the members of the Company to the conveyance, encumbrance or action set forth in said instrument until and unless a new resolution executed by the members shall be recorded.

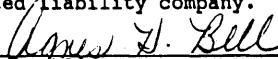
IN WITNESS WHEREOF, the undersigned, being all the members of the Company, have executed this resolution effective as of the date first above written.

PARK RIDGE COMMERCIAL L.L.C.

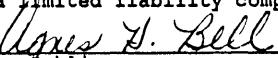
By:  (SEAL)
Larry D. Silver, Member

By:  (SEAL)
Edward O. Minniear, Jr., Member

STATE OF VIRGINIA
COUNTY OF SPOTSYLVANIA, to-wit:
The foregoing instrument was acknowledged before me this 11th day of May, 1995, by Larry D. Silver as Member of Park Ridge Commercial L.L.C., a Virginia limited liability company.

My commission expires: 11-30-97  (SEAL)
Notary Public

STATE OF VIRGINIA
COUNTY OF SPOTSYLVANIA, to-wit:
The foregoing instrument was acknowledged before me this 11th day of May, 1995, by Edward O. Minniear, Jr. as Member of Park Ridge Commercial L.L.C., a Virginia limited liability company.

My commission expires: 11-30-97  (SEAL)
Notary Public

10,50
BOOK 944 PAGE 203

THIS DEED, made and entered into this 13th day of May, 1993, by and between SILVER COMMUNITIES, INC., a Virginia corporation, (the "Grantor"); and SILVER DEVELOPMENT CO., a Virginia corporation, (the "Grantee"), provides:

WITNESSETH:

That for and in consideration of the sum of Ten Dollars (\$10.00) and other valuable consideration, receipt whereof is hereby acknowledged, the Grantor does hereby grant and convey with General Warranty and English Covenants of Title unto the said Grantee, SILVER DEVELOPMENT CO., a Virginia corporation, in fee simple, the following described real estate, to-wit:

All those seven certain tracts or parcels of land, with all improvements thereon and all appurtenances thereto, situate, lying and being in the Rock Hill Magisterial District, Stafford County, Virginia, and being Parcel "A" of 0.282 acres, Parcel "B" of 23.417 acres, Parcel "C" of 50.555 acres, Parcel "D" of 9.476 acres, Parcel "E" of 51.319 acres, Parcel "F" of 7.884 acres, and Parcel "G" of 3.274 acres, all as shown on plat of Harry A. V. Lundstrom, Jr., C.E., dated November 6, 1992, a copy of which plat is attached hereto and to be recorded herewith in the Clerk's Office of the Circuit Court of Stafford County, Virginia.

Being portions of the same property acquired by Silver Communities, Inc., a Virginia corporation, by the following three Deeds:

1. Deed from Silver Land Company, a Virginia corporation, dated August 22, 1989, and recorded in the aforesaid Clerk's Office in Deed Book 693, at Page 655.
2. Deed from Roy W. Whetzel, Jr. and Hazel K. Whetzel, husband and wife, dated April 26, 1990, and recorded in the aforesaid Clerk's Office in Deed Book 732, at Page 170.
3. Deed from David E. Blackett and Patricia Blackett, husband and wife, dated April 24, 1990, and recorded

4/13 8.30
11/3 79.43
1 0
93.00
1579.50
1579.50
8310.60

CONSIDERATION: \$2,758,750.00
GRANTEE: GOODPASTURE, PURVIS & FRACKELTON, P.C. • Attorneys at Law
1602 William Street, Fredericksburg, Virginia 22401 • (703) 371-5107

BOOK 944 PAGE 204

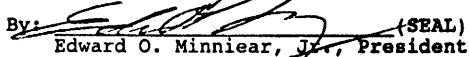
in the aforesaid Clerk's Office in Deed Book 732, at Page 014.

It is the intention of the Grantor to convey hereby all of its remaining right, title and interest in and to the real property composing the project known as the Park Ridge Planned Unit Development, and being any remainder of the property acquired by the three said Deeds. Therefore, to the extent not expressly described hereinabove, the Grantor does hereby further convey any and all of such remaining interest in such real property unto the Grantee.

This conveyance is made subject to taxes and assessments not yet due and payable, and all easements, conditions, restrictions, agreements, and other matters of record, all highways and rights of way, and all matters that would be disclosed by an accurate survey and inspection of the premises.

WITNESS the following signature and seal:

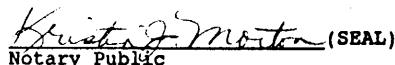
SILVER COMMUNITIES, INC.,
a Virginia corporation

By: 
Edward O. Minniear, Jr., President

Pkt Book 24

Pages 216 + 217

STATE OF VIRGINIA
County of Spotsylvania, to-wit:
The foregoing instrument was acknowledged before me this 13th
day of May, 1993, by Edward O. Minniear, Jr. as President of
Silver Communities, Inc., a Virginia corporation, on behalf of
the corporation.


Kristin J. Morton (SEAL)
Notary Public

My commission expires: 4/30/97