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Record & Return to:
LandAmerica - Brigitte Sawicki
1302 N. 19th Street, Suite 200
Tampa, FL 33605
File # T-043055



This instrument was prepared by
S. Katherine Frazier, Esq.
Hill, Ward & Henderson, P.A.
Bank of America, Suite 3700
101 East Kennedy Boulevard
Tampa, Florida 33602

After recording return instrument
to: Helen Sullivan
LandAmerica National Commercial Services
7557 Rambler Road, Suite 1200
Dallas, TX 75231



Rept: 873140 Ref: 52.50
DS: 2032.80 IT: 0.00
04/11/05 Opty Clerk

JED PITTMAN, PASCO COUNTY CLERK
04/11/05 03:03pm 1 of 6
OR BK **6316** PG **874**

290,397

SPECIAL WARRANTY DEED

THIS SPECIAL WARRANTY DEED is made to be effective as of the 22 day of March, 2005, by and between SCI FUNERAL SERVICES OF FLORIDA, INC., a Florida corporation, successor by merger to Faith Cemeteries, Inc., a Florida corporation, whose mailing address is c/o SCI Management Ltd., 1929 Allen Parkway, Houston, Texas 77019 (hereinafter referred to as the "Grantor"), and TAMPA RESIDENTIAL, LLC, a Florida limited liability company, whose mailing address is 7303 Nebraska Avenue, Tampa, Florida 33604 (hereinafter referred to as the "Grantee").

WITNESSETH:

The Grantor, for and in consideration of the sum of Ten and No/100ths Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, hereby grants, bargains, sells, aliens, remises, releases, conveys and confirms unto the Grantee, its successors and assigns, all that certain land situate in Pasco County, Florida, more fully described as follows (the "Property"):

See Exhibit A attached hereto and incorporated herein by reference, which land is subject to those matters set forth on Exhibit B and those certain Use Restrictions set forth on Exhibit C, which Exhibit B and Exhibit C are attached hereto and incorporated herein by reference.

TOGETHER with all the tenements, hereditaments and appurtenances thereto belonging or in anywise appertaining.

TO HAVE AND TO HOLD the same in fee simple forever.

Parcel Identification No. 16 26 16 0010 05300 0000

The Grantor does hereby covenant with the Grantee that the Grantor is lawfully seized of the Property in fee simple; that the Grantor has good right and lawful authority to sell and convey the Property; that it warrants the title to the Property, subject to the matters set forth on Exhibit B and the use restrictions set forth on Exhibit C, will defend the same against the lawful claims of all persons whomsoever claiming by, through or under the Grantor but against none other.

IN WITNESS WHEREOF, the Grantor has caused this instrument to be executed the day and year first above written.

Signed, sealed and delivered
in the presence of:

SCI FUNERAL SERVICES OF FLORIDA, INC.,
a Florida corporation, successor by merger to
Faith Cemeteries, Inc., a Florida corporation

Rex Rogers
Print Name: Rex Rogers

By: Michael L. Decell
Michael L. Decell, Vice President

David A. Wilkens
Print Name: David A. Wilkens

STATE OF TEXAS

COUNTY OF Harris

The foregoing instrument was acknowledged before me this 21st day of March, 2005 by Michael L. Decell, as Vice President of SCI FUNERAL SERVICES OF FLORIDA, INC., a Florida corporation, successor by merger to Faith Cemeteries, Inc., a Florida corporation, on behalf of said corporation. He is personally known to me or has produced _____ as identification.



Angela K. Dalton
Notary Public

Angela K. Dalton
(Type, Print or Stamp Name)

My Commission Expires: May 2, 2005

EXHIBIT A

LEGAL DESCRIPTION

The North 266.35 feet of South 291.35 feet of the West 1075 feet of Tract 61 in Section 16, Township 26 South, Range 16 East, Tampa-Tarpon Springs Land Company, according to the map or plat thereof as recorded in Plat Book 1, Pages 68-70, inclusive, of the Public Records of Pasco County, Florida; LESS AND EXCEPT right-of-way for Madison Avenue; ALSO LESS the North 54.88 feet of the South 79.88 feet of the East 25.50 feet of the West 611.57 feet and the North 33.05 feet of the South 291.35 feet of the East 212.00 feet of the West 876.00 feet of said Tract 61.

EXHIBIT B

PERMITTED EXCEPTIONS

1. Taxes and assessments for the year 2005 and subsequent years.
2. Easement in favor of Florida Power Corporation set forth in instrument recorded in Official Records Book 368, Page 243, of the public records of Pasco County, Florida.

EXHIBIT C

USE RESTRICTIONS

The following is a list of the USE RESTRICTIONS affecting the Property that are hereby deemed included in the deed and run with the Property:

- (i) Any warehousing, assembling, manufacturing, distilling, refining, smelting, agricultural or mining operations;
- (ii) Any "second hand" store, Army, Navy, or governmental "surplus" store;
- (iii) Any mobile home or trailer court, labor camp, junkyard, stockyard, or animal raising (except that this provision shall not prohibit the temporary use of construction trailers during the periods of construction, reconstruction, or maintenance);
- (iv) Any fire or bankruptcy sale (unless pursuant to court order) or auction house operation;
- (v) Any dry cleaning outlet (other than pick-up and drop-off facilities only), central laundry or Laundromat;
- (vi) Any automobile, truck, trailer, heavy equipment, mobile home or recreational vehicle sales, leasing or display, including body repair facilities;
- (vii) Any bowling alley or skating rink;
- (viii) Any pet shop, pet quarters, or veterinary service;
- (ix) Any mortuary, cemetery or crematory for the sales of cemetery, funeral or cremation related merchandise or services;
- (x) Any establishment selling or exhibiting pornographic materials;
- (xi) Any gasoline, diesel or other fuel or automotive service stations, or any facility providing automotive repairs or services;
- (xii) Any bar, tavern, or other establishment which sells alcoholic beverages for on or off premises consumption (a restaurant shall be deemed a bar or tavern if more than 50% of gross annual sales therefrom are attributable to the sale of alcoholic beverages);
- (xiii) Any massage parlor, modeling studio or establishment where women or men are engaged in other salacious activities;
- (xiv) Any public or private nuisance;
- (xv) Any use that generates or causes to be generated any noise or sound that is objectionable due to intermittence, beat, frequency, shrillness or loudness;

(xvi) Any use that generates or causes to be generated any obnoxious odor;

(xvii) Any use which generates or causes to be generated any noxious, toxic caustic, or corrosive fuel or gas; or any facility used primarily for the storage, use or disposal, whether temporary or permanent, of any Hazardous Substance. For the purposes of this subsection, "Hazardous Substance" means any substance which is (1) toxic, ignitable, reactive, corrosive, radioactive, flammable, explosive, or a human health or safety hazard, including but not limited to asbestos (friable or non-friable), petroleum products, by-products and wastes, polychlorobiphenyls ("PCB's"), (2) defined as "hazardous substances", "hazardous materials", "toxic substances" or "hazardous wastes" in the Environmental Laws, or (3) prohibited or regulated or which requires redemption under any of the Environmental Laws. "Environmental Laws" means the Comprehensive Environmental Response, Compensation and Liability Act of 1980 ("CERCLA"), the Hazardous Materials Transportation Act, 49 U.S.C. Section 1801, et seq.; the Resource Conservation and Recovery Act, 42 U.S.C. Section 6901, et seq.; the Clean Water Act, 33 U.S.C. Section 1251, et seq.; the Toxic Substances Control Act, 15 U.S.C. Section 2601, et seq.; the Clean Air Act; the Federal Water Pollution Control Act; the Safe Drinking Water Act; the Williams-Steiger Occupational Safety and Health Act, and any other applicable statutes, laws, ordinances, rules and regulations of any federal, state or local governmental or quasi-governmental authority or body having jurisdiction over the property;

(xviii) Any use that generates or causes to be generated any dust, dirt, or fly ash in excessive quantities;

(xix) Any use that generates or causes to be generated any unusual fire, explosion, or other damaging or dangerous hazard including the storage, display or sale of explosives or fireworks;

(xx) Any dumping, disposal, incineration, reduction of garbage or refuse (exclusive of garbage containers properly screened); or

(xxi) Any use which involves the installation of any underground storage tanks.